65th Annual REPORT

2025-2026

SHARDA ISPAT LIMITED

NAGPUR

INDEX

BOARD OF DIRECTORS

SHRI NANDKISHORE SARDA	: Chairman & Managing Director
SMT. POONAM SARDA	: Whole-Time Director & CFO
SHRI PRAKASH SONI	: Independent Director
SHRI MUKUND MOHTA	: Independent Director
SHRI GOVIND MANTRI	: Independent Director

Company Secretary & Compliance Officer	: SHRI AMIT B. MUNDADA
Secretarial Auditors	: M/s. SUNIL KUMAR SHARMA & ASSOCIATES Practicing Company Secretaries 2nd Floor, Samarth Building, Sona Restaurant Square, C A Road, Gandhibagh, Nagpur - 440002.
Statutory Auditor	: M/s. PANPALIYA TAORI & CO Chartered Accountants, 11, 2nd Floor, Bajaj Wing, NMC Mangalwari Complex, Sadar, Nagpur – 440001
Internal Auditor	: M/s. LNJ & ASSOCIATES Chartered Accountants, Sadar, 2nd Floor, Shreeji Apartment, Tikekar Road, Dhantoli, Nagpur-440015
Cost Auditor	: M/s. NARENDRA PESHNE AND ASSOCIATES Cost and Management Accountants, 202, Pramila Apartment, Beside Gulmohar Hall, Khamla Road, Nagpur- 440025
Bankers	: NAGPUR NAGARIK SAHAKARI BANK LTD. Dharampeth Branch: Block No. 103, Lok Kalyan Bhavan, Plot No. 184/2, North Bazar Road, Dharampeth, Nagpur-440010
Registered Office	: Kamptee Road, Nagpur - 440026 Phone No. 0712-2640071 E-mail: shardaispat.ngp@gmail.com
Corporate Office	: 'DA-ROCK', Plot No. 230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 Phone No.- 0712-2245888

Plant	**:** Kamptee Road, Nagpur – 440026
Address For Correspondence to Share Department	**:** M/s. Adroit Corporate Services Pvt. Ltd. 18 - 20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Marol, Andheri (E), Mumbai- 400059
Website	: shardaispat.com

COMMITTEES:

1. Audit Committee

Sr.No.	Name of the Members	Position
1.	Shri Mukund Mohta	Chairman
2.	Shri Prakash Soni	Member
3.	Shri Govind Mantri	Member

2. Nomination and Remuneration Committee

Sr.No.	Name of the Members	Position
1.	Shri Prakash Soni	Chairman
2.	Shri Mukund Mohta	Member
3.	Shri Govind Mantri	Member

3. Stakeholders Relationship Committee

Sr.No.	Name of the Members	Position
1.	Shri Govind Mantri	Chairman
2.	Shri Nandkishore Sarda	Member
3.	Smt. Poonam Sarda	Member

SHARDA ISPAT LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Sixty-Fifth Annual General Meeting (AGM) of the Members of Sharda Ispat Limited will be held on Tuesday, the 29th day of September, 2026 at 09:30 a.m. (I.S.T), at Da-rock, Plot no. 230, 7th Floor, Hill Road, Shivaji Nagar, Nagpur-440010, to transact the following business:

ORDINARY BUSINESS

1. **Adoption of Audited Financial Statements:**

   To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet, Profit and Loss Account and Cash Flow Statement for the year ended as at 31st March, 2026, together with the Reports of the Board of Directors and Auditors thereon.

2. **Re-appointment of a Director:**

   To appoint a Director in place of Smt. Poonam Sarda (DIN 00190512), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. **To approve the Remuneration of Cost Auditor of the Company for Financial Year 2026-27:**

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the Company be and is hereby accorded for the payment of remuneration of Rs. 35,000/- (Rupees Thirty-Five Thousand Only) plus reimbursement of out of pocket expenses, if any, to Company's Cost Auditors, M/s. Narendra Peshne and Associates, Cost and Management Accountants, Nagpur (FRN: 100269), who, based on the recommendation(s) of the Audit Committee, have been appointed by the Board of Directors of the Company, for auditing the cost records maintained by the Company for the financial year ending 31st March, 2027.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **To re-appoint Shri Nandkishore Sarda as Chairman and Managing Director of the Company:**

   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 Sections 196, 197, 198 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act (including any statutory modification(s), amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modification(s) thereof or supplements thereto ("SEBI Listing Regulations") and subject to the Articles of Association of the Company and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be imposed or prescribed by any of the authorities while granting such approvals, permissions and sanctions and as recommended by Nomination and Remuneration Committee, and approved by Board of Directors of the Company (hereinafter referred to as "the Board" which term shall deem to include the Nomination and Remuneration Committee or any other Committee constituted or to be constituted to exercise the powers including the powers conferred under this resolution), the consent of the Members of the Company be and is hereby accorded for reappointment of Shri Nandkishore Sarda (DIN: 00229911) as "Chairman & Managing Director" of the Company for a period of five years, with effect from 01st April, 2027, not liable to retire by rotation, on such terms and conditions and remuneration as set out in the statement annexed to this Notice.

   RESOLVED FURTHER THAT the liberty be given to the Board of Directors/Nomination & Remuneration Committee to alter and vary the terms and conditions of the said re-appointment and/ or remuneration in such manner as may be agreed to by and between the Company and Shri Nandkishore Sarda provided however, such alterations are within the maximum limits approved by the authorities/members/ laid down in the Companies Act, 2013 for the time being in force.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and settle any questions, difficulties or doubts that may arise in this regard without further referring to the Members of the Company.**"**

5. **To re-appoint Smt. Poonam Sarda as Whole-time Director of the Company:**

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 Sections 196, 197, 198 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act (including any statutory modification(s), amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modification(s) thereof or supplements thereto ("SEBI Listing Regulations") and subject to the Articles of Association of the Company and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be imposed or prescribed by any of the authorities while granting such approvals, permissions and sanctions and as recommended by Nomination and Remuneration Committee and approved by Board of Directors of the Company (hereinafter referred to as "the Board" which term shall deem to include the Nomination and Remuneration Committee or any other Committee constituted or to be constituted to exercise the powers including the powers conferred under this resolution), the consent of the Members of the Company be and is hereby accorded for reappointment of Smt. Poonam Sarda (DIN: 00190512) as "Whole-time Director" of the Company for a period of five years, with effect from 01st April, 2027, liable to retire by rotation, on such terms and conditions and remuneration as set out in the statement annexed to this Notice.

RESOLVED FURTHER THAT the liberty be given to the Board of Directors/Nomination & Remuneration Committee to alter and vary the terms and conditions of the said re-appointment and/ or remuneration in such manner as may be agreed to by and between the Company and Smt. Poonam Sarda provided however, such alterations are within the maximum limits approved by the authorities/ members/laid down in the Companies Act, 2013 for the time being in force.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and settle any questions, difficulties or doubts that may arise in this regard without further referring to the Members of the Company.**"**

6. **Approval for Material Related Party Transaction with Kyoto Merchandise Private Limited:**

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to approve Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Kyoto Merchandise Private Limited, Promoter Company, a related party falling within the definition of 'Related Party' under Section 2 (76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, for financial year 2027-28 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed Rs.5000 Lakhs provided that the said transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.**"**

7. **Approval for Material Related Party Transaction with Shardashree Ispat Limited:**

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company to approve Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Shardashree Ispat Limited, a related party falling within the definition of 'Related Party' under Section 2 (76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, for financial year 2027-28 on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between related party and the Company, such that the maximum value of the Related Party Transactions with such party, in aggregate, does not exceed Rs. 4,000 Lakhs, as detailed in the explanatory statement provided that the said transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include the Audit Committee of the Company and any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By order of the Board of Directors
For Sharda Ispat Limited

Date: 13.08.2026 **(Amit B. Mundada)**
Place: Nagpur **Company Secretary**

NOTES:

1. A Statement setting out material facts pursuant to the provisions of Section 102 (1) of the Companies Act, 2013 (the "Act") in respect of ordinary/special businesses set out at Item nos. 3 to 7 of the Notice is annexed hereto. Further, the information required according to SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 along with SEBI Circular SEBI/HO/CFD/CFDPoD-2/P/CIR/2025/93 dated June 26, 2025 relating to Industry Standards on "Minimum information to be provided to the Audit Committee and shareholders for approval of Related Party Transactions" ("RPT Industry Standards"). Further, details of Directors whose re-appointment/appointment is/are proposed pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, respectively and Secretarial Standards on General Meeting (SS-2) is also appended hereto.

2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote and such proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty and holding in total not more than ten percent of the total paid-up share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A Proxy Form is annexed to this notice.

3. If a Proxy is appointed for more than fifty (50) Members, he/she shall choose any fifty (50) Members and confirm the same to the Company before the commencement of period specified for inspection of proxy lodged. In case the Proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.

4. The proxy form, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.

5. An instrument of Proxy duly filled, stamped, and signed is valid only for this Annual General Meeting including any adjournment thereof.

6. Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM on their behalf and cast votes through remote E-voting or at the AGM. Corporate/ Institutional Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board Resolution/ Authorization letter to the Company at shardaispat.ngp@gmail.com,

authorizing its representative(s) to attend and vote on their behalf at the Meeting, pursuant to Section 113 of the Act.

7. In line with the MCA Circulars and SEBI Circular, the Notice calling the AGM and Annual Report has been uploaded on the website of the Company at shardaispat.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com, respectively and is also available on the website of e-voting agency NSDL at www.evoting.nsdl.com.

8. Procedure for obtaining the Annual Report, AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with Registrar & Transfer Agent on physical folios. In terms of the above-referred MCA Circulars and SEBI Circular, the Company has sent the Annual Report, Notice of AGM and e-Voting instructions only in electronic form to the registered email addresses of the shareholders. Additionally, in accordance with Regulation 36 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall also send a letter to Members whose e-mail IDs are not registered with Company/ RTA/ Depositories providing the weblink of Company's website from where the Annual Report for FY 2025-26 and 65th AGM Notice of the Company can be accessed. Shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

   a. Those shareholders who have registered an incorrect email address /contact detail, may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with M/s. Adroit Corporate Services Private Limited, Registrar & Transfer Agent of the Company ("RTA") in case the shares are held in physical form.

   b. Shareholders who have not registered their e-mail address /contact details & in consequence the Annual Report, Notice of AGM and e-voting notice could not be serviced, may also temporarily get their email address /contact details, by writing to Company's R&T Agent for sending the same.

9. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

11. **Norms for furnishing of PAN, KYC, Bank details and Nomination:**

    Pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 issued to the Registrar and Transfer Agents read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, and other related SEBI Circulars, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address along with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the above-mentioned SEBI Master Circular and SEBI Circular are available on SEBI's website.

    The securities in the frozen folios shall be eligible:

    - To lodge any grievance or avail of any service, only after furnishing the complete documents / details as mentioned above.

    - To receive any payment including dividend, interest, or redemption amount (which would be only through electronic mode) only after they comply with the above stated requirements.

    The forms for updating of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and the said SEBI circular are available on the website of the Company's RTA at www.adroitcorporate.com/RandTServices.aspx and also available on the website of the Company at shardaispat.com. In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company has dispatched a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

12. Members may please note that SEBI has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR–4/ISR–5, the format of which is available on the Company's website at shardaispat.com and on the website of the Company's RTA at www.adroitcorporate.com/RandTServices.aspx. It may be noted that any service request can be processed only after the folio is KYC compliant.

13. Special window for re-lodgment of physical share transfer requests: Pursuant to SEBI Circulars dated July 2, 2025 and January 6, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgment window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialized form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

14. Simplification of Procedure for Issuance of Duplicate Share Certificates the SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized as below:

    i) Value Up to Rs.10,000: Undertaking on plain paper (no notarisation required)
    ii) Value Above Rs.10,000 and up to Rs.10 lakh: Single Affidavit-cum-Indemnity Bond
    iii) Value Above Rs.10 lakh: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement.

    Further, Letter of Confirmation ('LOC') will not be issued effective April 2, 2026 & shares will be credited directly to the shareholder's demat account by the Company/ RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before April 2, 2026, may be submitted by the shareholders to DP for dematerialization within 120 days from the date of issuance of LOC.

15. The Company has appointed Adroit Corporate Services Private Limited, Registrar and Share Transfer Agent, 18-20, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (East), Mumbai 400059 as Registrars and Share Transfer Agents for Physical Shares. The said (RTA) is also the Depository interface of the Company with both National Securities Depository Limited ("NSDL") & Central Depositories Services India Limited ("CDSL"). The information of RTA is as follows:

    - **Telephone No.** 022- 42270400
    - **E-mail address**: info@adroitcorporate.com

16. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

17. Members who hold shares in electronic form are requested to mention their DP ID and Client ID number and those who hold shares in physical form are requested to mention their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Annual General Meeting.

18. In case of joint holders attending the Meeting, only such a joint holder whose name appears as the first holder in the Register of Members will be entitled to vote at the Meeting.

19. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection during the AGM, if the members so desire. All documents referred to in the Notice will also be available electronically for inspection, without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to shardaispat.ngp@gmaill.com.

20. The relevant documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day (i.e., except Saturdays, Sundays & Public Holidays) between 11.00 a.m. IST to 1.00 p.m. IST up to the date of the Meeting.

21. Rule 3 of Companies (Management and Administration) Rules, 2014 (as amended) prescribes that Register of Members should include details pertaining to e-mail, PAN/CIN, UID, Occupation, Status and Nationality. We request all the Members of the Company to update the said details with their respective Depository Participants in case of shares held in electronic form and with the Company's Registrar and Transfer Agents in the case of physical holding.

22. The Cut-off date for E-voting: Tuesday, September 22, 2026.

23. Register of Members and the transfer books of the Company will remain closed from Wednesday 23rd September, 2026 to Tuesday 29th September, 2026. (both days inclusive).

24. Members are requested to notify immediately change of address, if any, to their Depository Participants (DPs) in respect of their electronic share accounts and Adroit Corporate Services Private limited (RTA), or to the Company at its Registered Office in respect of their physical shares.

25. Attendance Slip and Proxy Form are annexed. Members are requested to bring their duly filled-in attendance slip with a copy of the Annual Report to the place of the meeting.

26. Members who hold shares in the Dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting.

27. Route Map for venue of AGM is annexed in this Notice.

28. The notice of AGM and Annual Report is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company through its RTA/ Depositories as on Friday, 28th August, 2026, ('Benpos Date').

29. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut- off date of Tuesday, 22nd September, 2026.

30. Any persons, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., 22nd September, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting as the AGM through ballot paper.

31. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

32. Shri Sunil Kumar Sharma, proprietor of Sunil Kumar Sharma & Associates, Company Secretaries in whole-time practice with Membership No. FCS 10043 and Certificate of Practice No. 12708, has been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of a scrutinizer, by use of Poll for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

33. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer will scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

34. The Result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated report of the scrutinizer shall be placed on the website of the Company shardaispat.com, and on the website of NSDL i.e., www. evoting.nsdl.com. The results shall simultaneously be communicated to the Bombay Stock Exchange ("BSE"), Mumbai where the equity shares of the Company are

listed. The results will also be displayed at the Notice board of the company at its Registered Office.

35. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the AGM i.e., September 29, 2026.

36. Voting through electronic means

The detailed steps on the process and manner for remote e-voting are as follows

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is pleased to provide its members, as on the cut-off date Tuesday, 22nd September 2026, the facility to exercise their right to vote by electronic means on any or all of the businesses specified in the Notice, of the 65th Annual General Meeting (AGM). The Company is provided the e-voting facility through National Securities Depository Limited ("NSDL").

2. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

3. The remote e-voting period commences on Thursday, September 24, 2026, at time 09:00 A.M. (IST) and ends on Monday, September 29, 2026, at time 05:00 P.M. (IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday 22nd September 2026, may cast their vote by remote e-voting. The remote E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

37. Process for registration of email ID to receive the Notice of AGM and the Annual Report for F.Y. 2025-2026 and cast votes, electronically:

Members who have not registered their email ID are required to send an email request to e-voting@nsdl.co.in along with the following documents for procuring user ID and password for e-voting for the resolutions set out in this Notice:

- In case shares are held in physical mode, please provide Folio No., name of Member, scanned copy of the share certificate (front and back), self-attested scanned copy each of PAN card and Aadhaar card.

- In case shares are held in electronic mode, please provide DP ID-Client ID (8-digit DP ID+8-digit Client ID or 16-digit beneficiary ID), name, client master or copy of

Consolidated Account statement, self-attested scanned copy each of PAN card and Aadhaar card.

- If you are an individual Member holding securities in electronic mode, you are requested to refer to the login method explained at para VI below under step 1 (A) i.e., Login method for remote e-voting and joining virtual meetings for Individual Shareholders/Members holding securities in electronic mode.

Those Members who have already registered their email ID are requested to keep the same validated with their DP to enable serving of notices/ documents/Annual Reports and other communications electronically to their email ID in future.

38. Process and manner for Members opting for e-voting is as under:

1. In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the Listing Regulations and in terms of SEBI circular no. SEBI/HO/ CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-voting facility provided by listed entities; the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of NSDL for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if it/they have been passed at the AGM.

2. Members are provided with the facility for voting through electronic voting system during the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, are eligible to exercise their right to vote at the AGM.

3. Members who have already cast their vote by remote e-voting prior to the AGM, will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast the vote through remote e-Voting.

4. Members of the Company holding shares either in physical form or electronic form, as on the cut-off date of Tuesday, September 22, 2026, may cast their vote by remote e-Voting. The remote e-voting period commences on Thursday, September 24, 2026, at time 09:00 A.M. (IST) and ends on Monday, September 28, 2026, at time 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 22, 2026.

5. Any person holding shares in physical form and non-individual shareholders, who acquire shares and become Members of the Company after the Notice is sent through e-mail and holding shares as of the cut-off date i.e., Tuesday, September 22, 2026, may obtain the login ID and password by sending a request at e-voting@nsdl.co.in or to the Company's RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on http://www.e-voting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquire shares of the Company and become Members of the Company after sending of the Notice and holding shares as of the cut-off date i.e., Tuesday, September 22, 2026, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system." Other methods for obtaining/ procuring user IDs and passwords for a-Voting are provided in the AGM Notice.

39. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Thursday, September 24, 2026, at time 09:00 A.M. (IST) and ends on Monday, September 28, 2026, at time 05:00 P.M. (IST). 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. Tuesday, September 22, 2026, 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 Tuesday, September 22, 2026.

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 for Individual shareholders holding securities in demat mode

<u>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.</u>

<u>Login method for Individual shareholders holding securities in demat mode is given below:</u>

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on **"Access to e-Voting"** under e-voting services and you will be able to see e-voting page. Click on company name or **e-voting service provider i.e. NSDL** and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or **e-voting service provider i.e. NSDL** and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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.com or call at 022 – 4886 7000
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 toll free no. 1800-21-09911

B) Login Method for e-voting 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.com 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 on NSDL e-voting system.
How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period.
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 the following e-mail id cssunsharma7@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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:022 - 48867000 or send a request to Apeksha Gojamgunde at evoting@nsdl.com.

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

a. 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 the following e-mail id: info@adroitcorporate.com with copy marked to shardaispat.ngp@gmail.com.

b. 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) by email to info@adroitcorporate.com with copy marked to shardaispat.ngp@gmail.com. If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.
c. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
d. 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.

ANNEXURE TO THE NOTICE

Explanatory Statement as required by Section 102 of the Companies Act, 2013

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out the material facts relating to Item nos. 3 to 7 mentioned in the accompanying Notice dated 13th August, 2026.

Item No. 3

The Board, on the recommendation of the Audit Committee, has in its meeting held on 29th May 2026, approved the appointment of M/s. Narendra Peshne and Associates, Cost & Management Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March 2027, at a remuneration not exceeding Rs.35,000/- (Rupees Thirty-Five Thousand only) plus applicable tax plus reimbursement of out-of-pocket expenses if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought by way of an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March 2027.

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

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

Item No. 4

The Board of Directors of the Company, on the recommendation of Nomination & Remuneration Committee, has in its meeting held on 13th August, 2026 re-appointed, subject to the approval of the members in the general meeting by way of special resolution, Shri Nandkishore Sarda, S/o Late Shri Ramniwas Sarda as Chairman & Managing Director of the Company for a period of five years with effect from 01st April 2027. Shri Nandkishore Sarda is B.Sc and has more than 59 years of experience in the iron & steel industry. The proposed re-appointment of Shri Nandkishore Sarda shall be on the following terms & conditions:

1. **Tenure:**

   For 5 (five) years commencing from 01st April, 2027 till 31st March, 2032.

2. **Remuneration:**

Minimum remuneration @ Rs. 7,00,000/- per month plus the following perquisites,

i. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
iii. Encashment of leave at the end of tenure.

3. **Duties & Responsibilities:**

1) To supervise overall functioning of the Company.
2) Implement the Board's policies and decisions.
3) Develop and present the strategic and annual business plans to the Board for approval.
4) Manage, motivate, develop and lead members of the management team.
5) To report regularly to Board and to perform all other duties and discharge all such responsibilities as the Board may delegate from time to time.
6) To handle day to day affairs of the Company.
7) To appoint and terminate services of the employees.
8) To operate bank accounts of the Company.
9) To sign cheques, Bills, promissory notes, etc.

The above remuneration will be paid as minimum remuneration to Shri Nandkishore Sarda due to inadequacy of the profits of the Company. He is being paid a minimum remuneration as aforesaid and the same is in conformity with the limits and fulfillment of the prescribed conditions provided under Schedule V to the Companies Act, 2013.

Section 196 read with Schedule V of the Companies Act, 2013 requires the Company to obtain an approval of the Shareholders in general meeting to re-appoint and pay remuneration to the Managing Director.

Shri Nandkishore Sarda being Chairman & Managing Director would not be liable to retire by rotation in terms of the Articles of Association of the Company. Shri Nandkishore Sarda, subject to the superintendence, control and direction of the Board of Directors, shall perform such functions as may be conferred upon him by the Board of Directors from time to time. Shri Nandkishore Sarda shall also be designated as Key Managerial Personnel as required under the Companies Act, 2013.

Since Shri Nandkishore Sarda is 76 years of age, necessary Special Resolution, as required under the provisions of the Companies Act and SEBI Listing Regulations, for re-appointment and payment of remuneration to the Chairman & Managing Director is set out herein. Considering his vast experience and the growth achieved by the Company under his leadership, the Board has recommended his re-appointment.

The present term of Shri Nandkishore Sarda as Chairman & Managing director shall expire on 31st March 2027. In terms of the provisions of the companies act, the re-appointment can be considered up to one year before the expiry of the current tenure, and hence the resolution.

Due to inadequacy of the profits in the Company, the remuneration paid to the Managing Director was made as per the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 and accordingly the disclosures required are given in Annexure B to this Notice. He is being paid above remuneration for a period not exceeding two years. After the completion of his term of two years as the Chairman and Managing Director of the Company in the calendar year 2029 the said remuneration will be reviewed and it will be revised, if applicable and paid accordingly till the end of his tenure in 2032. Pursuant to the provisions of Section 196 (3) and any other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder read with Schedule V of the Companies Act, the re-appointment of Managing Director who has attained the age of seventy years may be made by passing a special resolution. The details of Shri. Nandkishore Sarda in pursuance of the provisions of the SEBI (LODR) Regulations, 2015 have been given in Annexure - A to this Notice.

Except Shri Nandkishore Sarda and Smt. Poonam Sarda and their relatives, no other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the special resolution set out at Item No. 4 of the Notice.

The above explanatory statement (together with Annexure thereto) shall be construed to be memorandum setting out the terms of the appointment/re-appointment as specified under Section 190 of the Companies Act, 2013 and will be available for inspection at the Registered office of the Company by any Member of the Company during the e-voting period on all days except Sunday and Bank Holidays during 10.00 A.M. to 1 P.M. The Board of Directors therefore recommends the resolution as set out in Item No. 4 of the Notice for approval of members of the Company by way of a Special Resolution.

Item No. 5

The Board of Directors of the Company, on the recommendation of Nomination & Remuneration Committee, has in its meeting held on 13th August, 2026 re-appointed, subject to the approval of the members in the general meeting by way of special resolution, Smt. Poonam Sarda, as Whole Time Director of the Company for a period of five years with effect from 01st April 2027. Smt. Poonam Sarda is C.A (Intermediate), L.L.B. and has more than 16 years of experience in the iron & steel industry. The proposed re-appointment of Smt. Poonam Sarda shall be on the following terms & conditions:

1. **Tenure:**

   For 5 (five) years commencing from 01st April, 2027 till 31st March, 2032.

2. **Remuneration:**

   Minimum remuneration @ Rs. 6,00,000/- per month plus the following perquisites,

   i. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.
   ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
   iii. Encashment of leave at the end of tenure.

3. **Duties & Responsibilities:**

1) To supervise overall functioning of the Company.
2) To handle day to day affairs of the Company.
3) To appoint and terminate services of the employees.
4) To operate bank accounts of the Company.
5) To sign cheques, Bills, promissory notes, etc.
6) To report regularly to Board and to perform all other duties and discharge all such responsibilities as the Board may delegate from time to time.

The above remuneration will be paid as minimum remuneration to Smt. Poonam Sarda due to inadequacy of the profits of the Company. She is being paid a minimum remuneration as aforesaid and the same is in conformity with the limits and fulfillment of the prescribed conditions provided under Schedule V to the Companies Act, 2013.

Section 196 read with Schedule V of the Companies Act, 2013 requires the Company to obtain an approval of the Shareholders in general meeting to re-appoint and pay remuneration to the Whole-time Director. The brief resume of Smt. Poonam Sarda in pursuance of the provisions of the SEBI (LODR) Regulations, 2015 have been given in Annexure - A to this Notice.

Smt. Poonam Sarda Whole-time Director would be liable to retire by rotation. Smt. Poonam Sarda, subject to the superintendence, control and direction of the Board of Directors, shall perform such functions as may be conferred upon her by the Board of Directors from time to time. Smt. Poonam Sarda shall also be designated as Key Managerial Personnel as required under the Companies Act, 2013.

Due to inadequacy of the profits of the Company, necessary Special Resolution, as required under the provisions of the Companies Act and SEBI Listing Regulations, for re-appointment and payment of remuneration to the Whole-time Director is set out herein. Looking into her knowledge of various aspects relating to the Company's affairs and business experience and for smooth and efficient running of the business, the Board has recommended her re-appointment.

Due to inadequacy of the profits in the Company the remuneration paid to the Whole-time Director was made as per the provisions of Section II of Part II of Schedule V of the

Companies Act, 2013 and accordingly the disclosures required are given in Annexure B to this Notice. She is being paid above remuneration for a period not exceeding two years. After the completion of her term of two years as the Whole-time Director of the Company in the calendar year 2029 the said remuneration will be reviewed and it will be revised, if applicable and paid accordingly till the end of her tenure in 2032.

Except Shri Nandkishore Sarda and Smt. Poonam Sarda and their relatives, no other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the special resolution set out at Item No. 5 of the Notice.

The above explanatory statement (together with Annexure thereto) shall be construed to be memorandum setting out the terms of the appointment/re-appointment as specified under Section 190 of the Companies Act, 2013 and will be available for inspection at the Registered office of the Company by any Member of the Company during the e-voting period on all days except Sunday and Bank Holidays during 10.00 A.M. to 1 P.M. The Board of Directors therefore recommends the resolution as set out in Item No. 5 of the Notice for approval of members of the Company by way of a Special Resolution.

ANNEXURE-A

Appointment/Re-appointment of Directors:

Additional Information of the Director seeking appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

Particulars	**Nandkishore Sarda**	**Poonam Sarda**
Director Identification Number (DIN)	00229911	00190512
Age	76 years	54 years
Date of Appointment	21.11.1967	21.01.2010
Nationality	Indian	Indian
Qualifications	Science Graduate	C.A (inter) and LLB
Experience and expertise in specific functional areas	More than 59 years of industry experience in the field of Iron & Steel, Strategic Planning, General Management, Production and Operation, and Human Resource Management	More than 16 years of experience in the field of Accounting, Finance, Taxation, Corporate Laws, Human Resource Management
Terms and Conditions of	As mentioned in the resolution and Explanatory Statement.	As mentioned in the resolution and Explanatory Statement.

Reappointment		
Remuneration last drawn (including sitting fees, if any)	Rs. 72,00,000/- p.a.	Rs. 60,00,000/-p.a.
Remuneration proposed to be paid	As mentioned in the resolution and Explanatory Statement.	As mentioned in the resolution and Explanatory Statement.
Number of Shares held in the Company as on March 31st, 2026.	3,23,100	1,28,060
Directorship held in other Companies as on (March 31, 2026) (excluding alternate directorship, foreign companies and companies under Section 8 of the Companies Act, 2013)	1. Navdeep Agriculture & Properties Pvt. Ltd. 2. In-link Capital Services Pvt. Ltd. 3. Sharda Auto Industries Ltd. 4. Sarda Infrastructure Pvt. Ltd. 5. Shardashree Ispat Ltd. 6. Orangecity.com Pvt. Ltd. 7. Sharda Ispat Industries Ltd. 8. Armiss Coatings Pvt. Ltd.	1. Asha Agriculture and Property Pvt. Ltd. 2. Navdeep Agriculture & Properties Pvt. Ltd. 3. Sharda Auto Industries Ltd. 4. In-link Capital Services Pvt. Ltd. 5. Sarda Infrastructure Pvt. Ltd. 6. Armiss Alloys Pvt. Ltd. 7. Orangecity.com Pvt. Ltd. 8. Indigo Denim Pvt. Ltd.
Number of meetings of the Board attended during the financial year	4 out of 4	4 out of 4
Committee position held in other companies (Chairmanship/ Membership of Audit & Stakeholders Relationship Committee of other Public	NIL	NIL

Companies as on March 31st, 2026).		
Relationship with other Directors/ Key Managerial Personnel	Shri Nandkishore Sarda is the Father-in-law of Smt. Poonam Sarda, Whole-time Director of the Company.	Smt. Poonam Sarda is the Daughter-in-law of Shri Nandkishore Sarda, Chairman & Managing Director of the Company.
Listed entities from which resigned in the past three years	NIL	NIL
Skills & capabilities required for the role of independent director and the manner in which the proposed person meets such requirements	Not applicable	Not applicable

ANNEXURE-B

The other Disclosures as required under Schedule V Part II Section II-Paragraph B (iv) is provided hereunder:

I. **GENERAL INFORMATION**

(1) Nature of Industry: Iron and Steel.

(2) Date or expected date of commencement of commercial production: N.A., since the Company has already commenced its business activities.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.

(4) Financial performance based on given indicators: Financial performance of the Company during last three years:

(Amount Rs. In Lakhs)

Financial Parameters	**Financial Year**		
	2023-2024	**2024-2025**	**2025-2026**
Total Revenue	22,903.37	17,855.31	17,258.07
Depreciation	84.99	84.03	85.35
Total Expenses (Excluding Depreciation)	20,941.52	16,751.15	16,333.00
Net Profit	1,397.25	758.55	620.24
Paid up Capital	507.68	507.68	507.68
Reserves & Surplus	4,660.12	5,407.03	6,037.86
Earning Per Share	27.52	14.94	12.22

(5) Foreign Investments or collaborations, if any: There is no direct foreign investment in the Company except to the extent shares held. There is no foreign collaboration in the Company.

II. Information about the Appointee

Particulars	**Nandkishore Sarda**	**Poonam Sarda**
Background details	More than 59 years of industry experience in the field of Strategic Planning, General Management, Production and Operation, and Human Resource Management	16 years of experience in the field of Accounting and Finance.
Job profile and suitability	He has been working as Chairman & Managing Director of the Company, to manage the whole business and affairs of the Company. Proposed to be re-appointed for same job profile.	She has been working as Whole-Time Director of the Company, to look after the Accounting, Finance, Taxation, Corporate Laws, Human Resource Management. Proposed to be re-appointed for same job profile.
Past Remuneration	Rs. 72,00,000/- p.a.	Rs. 60,00,000/-p.a.
Remuneration proposed to be paid	As mentioned in the resolution and Explanatory Statement.	As mentioned in the resolution and Explanatory Statement.
Pecuniary relationship directly or indirectly with the Company, or relationship	Apart from receiving Managerial Remuneration, he does not have any other pecuniary relationship with the Company except his relationship with managerial personnel. Shri Nandkishore Sarda	Apart from receiving Managerial Remuneration, she does not have any other pecuniary relationship with the Company except her relationship with managerial personnel. Smt. Poonam Sarda is the Daughter-in-law

with the managerial personnel, if any.	is the Father-in-Law of Smt. Poonam Sarda. Further, he holds 323100 equity shares in the Company.	of Shri Nandkishore Sarda, Managing Director of the Company. Further, she holds 128060 equity shares in the Company.

III. Other information:

(1) Reasons of loss or inadequate profits

Raw Material

There has been an increase in raw material prices and international market conditions for Iron and steel affecting raw material prices. Financial Year 2026 was largely driven by external global shocks including China's policy measures induced volatile commodity & raw material prices, fluctuating demand etc.

Marketing Difficulties

There is a gap between raw material and finished goods prices, which have shrunk due to lesser demand in automobile sector.

(2) Steps taken or proposed to be taken for improvement

To mitigate the adverse impact, the Company is taking various measures such as making alternate products to operate to its full production capacity. The Company is also exploring the new markets for sale.

(3) Expected increase in productivity and profits in measurable terms

The management has adopted focused and aggressive business strategies in all spheres of functions to improve the sales and profitability of the Company. Considering the present business scenario, the Company is expecting increase in revenue and profitability to the tune of 20% more than previous year. The Management is confident of keeping a higher growth ratio in the period to come and strong belief that business improvement will sustain in future.

IV. Disclosures

The remuneration packages of all the managerial persons are given in the respective resolutions.

The required information about the service contract, notice period, severance fees etc. is given in Explanatory Statement annexed to this Notice.

i. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors : Remuneration for Chairman and

Managing Director and Whole-time Director is mentioned in the Explanatory statement and sitting fees @ Rs. 2,000/- each per board meeting attended paid to all independent Directors.

ii. Details of fixed component and performance linked incentives along with the performance criteria: Not provided.

iii. Service contracts, notice period, severance fees: The appointment of Shri. Nandkishore Sarda and Smt. Poonam Sarda can be terminated by either party by giving three months' notice in each case.

iv. Stock option details, if any and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not provided.

Item No. 6

Pursuant to the amended Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the threshold limit for determination of material Related Party Transactions specified in Schedule XII of SEBI Listing Regulations, would require prior approval of Members by means of an ordinary resolution.

Subsequently, the Audit Committee and Board, in its meeting held on August 13, 2026, approved a Material Related Party Transaction with Kyoto Merchandise Private Limited up to amount of Rs. 5,000 Lakhs for FY 2027-28, subject to approval of shareholders of the Company.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") and Para 5 of SEBI Industry standards vide SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 and read with SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 are set forth below:

S.N.	Description	Details
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable.	Please refer Annexure-I
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price & other material terms and conditions of RPT.	For better utilization of surplus funds. Please refer Annexure-I
3.	Disclose the fact that the Audit Committee has reviewed the certificates provided by	The Audit Committee has reviewed the Certificate issued by Smt. Poonam

	the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	Sarda, Chief Financial Officer and Whole-time Director (DIN: 00190512) of the Company as required under the RPT Industry standards.
4.	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The transaction with Material RPT has been approved by the Audit Committee in its meeting held on August 13, 2026 and the Board of Directors recommended the proposed transaction to the shareholders for approval.
5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable
6.	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision making.	Not Applicable
7.	Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 102 (1) of the Act, forming part of this Notice.

Pursuant to the provisions of Regulation 23 of SEBI Listing Regulations, no related party shall vote on above resolution.

Except Shri Nandkishore Sarda, Chairman and Managing Director of the Company and Smt. Poonam Sarda, Whole-time Director and Chief Financial officer of the Company and their relatives, none of the other Directors / Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the said transactions.

Accordingly, the Board recommends passing of the Resolution(s) set out in Item No. 6 of the accompanying Notice as an Ordinary Resolution(s).

Item No. 7

Pursuant to the amended Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the threshold limit for determination of material Related Party Transactions specified in Schedule XII of SEBI Listing Regulations, would require prior approval of Members by means of an ordinary resolution.

Subsequently, the Audit Committee and Board, in its meeting held on August 13, 2026, approved a Material Related Party Transaction with Shardashree Ispat Limited up to amount of Rs. 4,000 Lakhs for financial year 2027-28, subject to approval of shareholders of the Company.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") and Para 5 of SEBI Industry standards vide SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 and read with SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 are set forth below:

S.N.	Description	Details
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Please refer Annexure-I
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price & other material terms and conditions of RPT.	To meet working capital requirements Please refer Annexure-I
3.	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the Certificate issued by Smt. Poonam Sarda, Chief Financial Officer and Whole-time Director (DIN: 00190512) of the Company as required under the RPT Industry standards.
4.	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The transaction with Material RPT has been approved by the Audit Committee in its meeting held on August 13, 2026 and the Board of Directors recommended the proposed transaction to the shareholders for approval.
5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if	Not Applicable

	any, considered by Audit Committee while approving the RPT	
6.	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision making.	Not Applicable
7.	Any other information that may be relevant.	All important information forms part of the statement setting out material facts, pursuant to Section 102 (1) of the Act, forming part of this Notice.

Pursuant to the provisions of Regulation 23 of SEBI Listing Regulations, no related party shall vote on above resolution.

Except Shri Nandkishore Sarda, Chairman and Managing Director of the Company and Smt. Poonam Sarda, Whole-time Director and Chief Financial officer of the Company and their relatives, none of the other Directors / Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the said transactions.

Accordingly, the Board recommends passing of the Resolution(s) set out in Item No. 7 of the accompanying Notice as an Ordinary Resolution(s).

By order of the Board of Directors
For Sharda Ispat Limited

Sd/-
Date: 13.08.2026 **(Amit B. Mundada)**
Place: Nagpur **Company Secretary**

Annexure-I

<u>Kyoto Merchandise Private Limited</u>

The details of transactions as required under Regulation 23 (4) of the Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 are set forth below:

S.No.	Particulars of the information	Information provided
A.	**Details of the related party and transactions with the related party**	
A.1.	**Basic details of the related party**	
1.	Name of the related party	Kyoto Merchandise Private Limited.
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Kyoto Merchandise Private Limited is a Non-Banking Financial Institution without accepting public deposits.
A.2.	**Relationship and ownership of the related party**	
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	1. Sharda Ispat Limited the Company & Kyoto Merchandise Private Limited are companies under Common Control. 2. Kyoto Merchandise Private Limited is a part of promoters of Sharda Ispat limited and holds 7.88% equity shares of the Company.
2.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	1. Direct Shareholding of Sharda Ispat Limited in Kyoto Merchandise Private Limited is NIL. 2. Shri Nandkishore Sarda, Chairman and Managing Director of the Company along with his relatives and group companies holds 100% shares in Kyoto Merchandise Private Limited.
3.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
4.	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the	1. Kyoto Merchandise Private Limited is a part of Promoters of the Company and holds 7.88% of the paid-up capital of the Company.

	subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	2. Shri Anand Sarda Director of Kyoto Merchandise Private Limited is a part of promoters of the Company holds 11.50% of the paid-up capital of the Company. 3. Smt. Ashadevi Sarda Director of Kyoto Merchandise Private Limited is a part of promoters of the Company holds 15.07% of the paid-up capital of the Company.
A.3.	**Details of previous transactions with the related party**	
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	Kyoto Merchandise Private Limited <table><tr><td>S.No.</td><td>Nature of transactions</td><td>F Y 2025-26 (Rs. In Lakhs)</td></tr><tr><td>1.</td><td>Unsecured Loan</td><td>152.00</td></tr></table>
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which the approval is sought (till the date of approval of the Audit Committee / shareholders). (Rs.in Lakhs)	Kyoto Merchandise Private Limited <table><tr><td>S.No.</td><td>Nature of transactions</td><td>April 01, 2026 to June 30, 2026 (Rs. In Lakhs)</td></tr><tr><td>1.</td><td>Unsecured Loan</td><td>NIL</td></tr></table>
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A.4.	**Amount of the proposed transactions**	
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. (Rs.in Lakhs)	Rs. 5,000.00 Lakhs (Five Thousand Lakhs)
2.	Whether the proposed transactions taken together with the transactions undertaken with	Yes

<table>
<tr><td></td><td>the related party during the current financial year would render the proposed transaction a material RPT?</td><td></td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (Rs.in Lakhs)</td><td>29.62% of the Company's Annual Turnover for FY 2025-26.</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).</td><td>Not Applicable</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>55.68% of Kyoto Merchandise Private Limited Annual Consolidated Turnover for FY 2025-26.</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year: (Rs. In Lakhs)</td><td><table><tr><td>Nature of transactions</td><td>F Y 2025-26 (Rs. In Lakhs)</td></tr><tr><td>Turnover</td><td>438.79</td></tr><tr><td>Profit After Tax</td><td>13.20</td></tr><tr><td>Net worth</td><td>6,617.73</td></tr></table></td></tr>
<tr><td>A.5.</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Providing Unsecured Loan to Kyoto Merchandise Private Limited the Promoter Company (On need basis).</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Details of the same are provided in Point No. A (5) (6) below.</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY 2027-28</td></tr>
</table>

4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 5000 Lakhs (The funds shall be paid either cumulative or in tranches).
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The proposed transaction involves grant of an unsecured loan by the Company to Kyoto Merchandise Private Limited, a related party of the Company. The proposed loan is being provided as part of the Company's treasury and financial management activities and is intended to facilitate the efficient deployment of the Company's surplus funds. The transaction is expected to provide the Company with a regular stream of interest income at the agreed rate, thereby enabling the Company to earn a return on funds that may otherwise remain unutilized. The proposed loan will be subject to mutually agreed terms and conditions, including the applicable rate of interest, tenure and repayment terms. The terms of the proposed transaction are considered to be fair, reasonable and commercially beneficial to the Company, taking into consideration the prevailing market conditions, the expected return on the funds deployed and the overall financial position of the Company. The transaction is not expected to adversely affect the liquidity or financial position of the Company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Shri Nandkishore Sarda, Chairman and Managing Director of the Company and Promoter and Smt. Poonam Sarda Whole-time Director and Chief Financial Officer of the Company and their relatives have interest in the transaction.

	a. Name of the Promoter(s) / Director(s) / KMPs	Shri Nandkishore Sarda, Chiarman and Managing Director of the Company and Promoter of the Company and their relatives have interest in the transaction.
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	Shri Nandkishore Sarda, Chiarman and Managing Director of the Company along with his relatives and group company holds 100% shares in Kyoto Merchandise Private Limited.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	Not applicable
B.	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B.1.	**Additional details for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction.	The proposed loan will be funded out of the Company's internal accruals & surplus funds.
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:	No
	a. Nature of indebtedness	Not applicable
	b. Total cost of borrowing	Not applicable
	c. Tenure	Not applicable
	d. Other details	Not applicable
3.	Material covenants of the proposed transaction	The proposed loan shall be subject to customary terms relating to repayment of principal, payment of interest, tenure, permitted use/end-use of funds, events of default and other terms as may be mutually agreed between the parties. The loan shall be unsecured.
4.	Interest rate charged on loans / inter-corporate deposits / advances by the listed entity (or its subsidiary, in case of transaction involving the subsidiary) in the last three financial years:	

	To any party (other than related party): To related party.	Not Applicable 8.00% p.a.
5.	Rate of interest at which the related party is borrowing from its bankers or the rate at which the related party may be able to borrow given its credit rating or credit score and its standing and financial position	Not Applicable
6.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers or the rate at which the listed entity may be able to borrow given its credit rating or credit score and its standing and financial position	9.50% p.a.
7.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	8% p.a.
8.	Maturity / due date	Repayable on demand, subject to the terms of the loan arrangement.
9.	Repayment schedule & terms	The loan shall be repayable on demand by the Company. Interest shall be payable at the agreed rate on the outstanding loan amount.
10.	Whether secured or unsecured?	Unsecured
11.	If secured, the nature of security & security coverage ratio	Not applicable
12.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds will be utilized by Kyoto Merchandise Private Limited for its general corporate purposes and in the ordinary course of its business.
13.	Latest credit rating of the related party (other than structured obligation rating (SO rating) and credit enhancement rating (CE rating))	NIL
14.	Amount of total borrowings (long-term and short-term) of the related party over the last three financial years (Rs. In Lakhs)	
	FY 2023-2024	3,939.99
	FY 2024-2025	6,121.51

	FY 2025-2026	4,255.68
15.	Interest rate paid on the borrowings by the related party from any party in the last three financial years.	13% p.a.
16.	Default in relation to borrowings, if any, made during the last three financial years, by the related party from the listed entity or any other person.	NIL
	FY 2023-2024	Not Applicable
	FY 2024-2025	Not Applicable
	FY 2025-2026	Not Applicable

Shardashree Ispat Limited

The details of transactions as required under Regulation 23 (4) of the Listing Regulations read with Section III-B of the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 are set forth below:

S.No.	Particulars of the information	Information provided by the Management
A.	**Details of the related party and transactions with the related party**	
A.1.	**Basic details of the related party**	
1.	Name of the related party	M/s. Shardashree Ispat Limited.
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Shardashree Ispat Limited is a group company engaged primarily in the business of manufacturing & processing of Thermo Mechanically Treated (TMT) bars, which are widely used in the construction and infrastructure sectors. Shardashree Ispat Limited is also engaged in undertaking job work and processing activities for reputed steel manufacturers, viz. Tata Steel Limited and Steel Authority of India Limited (SAIL).
A.2.	**Relationship and ownership of the related party**	
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	1. Sharda Ispat Limited, the Company & Shardashree Ispat Limited are companies under Common Control. 2. Shri Nandkishore Sarda, Chairman and Managing Director of the Company is also Managing Director of Shardashree Ispat Limited.

<table>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>1. Direct Shareholding of Sharda Ispat Limited in Shardashree Ispat Limited is NIL.
2. Indirect Shareholding of Sharda Ispat Limited: Shri Nandkishore Sarda, Promoter of the Company along with his relatives holds 46.41% of the paid-up share capital of Shardashree Ispat Limited.</td></tr>
<tr><td>3. .</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).
Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).
While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>1. Direct Shareholding of Shardashree Ispat Limited in Sharda Ispat Limited is NIL
2. Indirect Shareholding of Shardashree Ispat Limited: Shri Nandkishore Sarda, Managing Director of Shardashree Ispat Limited, together with his relatives and group companies, holds 58.98% of the paid-up share capital of Sharda Ispat Limited in the capacity of the Promoters of the Company.</td></tr>
<tr><td>A.3.</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.

Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>Shardashree Ispat Limited
<table><tr><td>S.No.</td><td>Nature of transactions</td><td>F Y 2025-26 (Rs. In Lakhs)</td></tr><tr><td>1.</td><td>Purchase of Goods</td><td>391.16</td></tr><tr><td>2.</td><td>Sale of Goods</td><td>35.32</td></tr><tr><td>3.</td><td>Unsecured Loan</td><td>525.00</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year up to the quarter immediately preceding</td><td>Shardashree Ispat Limited
<table><tr><td>S.No.</td><td>Nature of transactions</td><td>April 01, 2026 to June 30, 2026 (Rs. In Lakhs)</td></tr><tr><td>1.</td><td>Purchase of</td><td>51.38</td></tr></table></td></tr>
</table>

<table>
<tr><td></td><td>the quarter in which the approval is sought (till the date of approval of the Audit Committee / shareholders).</td><td><table><tr><td></td><td>Goods</td><td></td></tr><tr><td>2.</td><td>Sale of Goods</td><td>NIL</td></tr><tr><td>3.</td><td>Unsecured Loan</td><td>325.00</td></tr></table></td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.</td><td>No</td></tr>
<tr><td>A.4.</td><td colspan="2">Amount of the proposed transactions</td></tr>
<tr><td>1.</td><td>Amount of proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.
(Rs.in Lakhs)</td><td>Rs. 4000.00 Lakhs (Four Thousand Lakhs)</td></tr>
<tr><td>2.</td><td>Whether proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for immediately preceding financial year.</td><td>23.70% of the Company's Annual Turnover for FY 2025-26.</td></tr>
<tr><td>4.</td><td>Value of proposed transactions as a percentage of subsidiary's annual standalone turnover for immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).</td><td>Not Applicable</td></tr>
<tr><td>5.</td><td>Value of proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for immediately preceding financial year, if available.</td><td>37.71% of Shardashree Ispat Limited Annual Consolidated Turnover for FY 2025-26.</td></tr>
</table>

<table>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year: (Rs. In Lakhs)</td><td><table><tr><td>Nature of transactions</td><td>F Y 2025-26 (Rs. In Lakhs)</td></tr><tr><td>Turnover</td><td>10,562.54</td></tr><tr><td>Profit After Tax</td><td>1,606.37</td></tr><tr><td>Net worth</td><td>14,511.50</td></tr></table></td></tr>
<tr><td>A.5.</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.)</td><td>Obtaining Unsecured Loan from Shardashree Ispat Limited the Related Party (On need basis).</td></tr>
<tr><td>2.</td><td>Details of each type of proposed transactions</td><td>Details of the same are provided in Point No. A (5)(6) below.</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY 2027-28</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Rs. 4,000 Lakhs (The funds shall be received either cumulative or in tranches).</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td><u>Obtaining unsecured loan from the Related Party:</u>

Shardashree Ispat Limited, a related party to Sharda Ispat Limited (SIL), in its capacity as a Group Company, may provide funds on a need basis, in the form of unsecured loans. The funds will be utilized by SIL for various business purposes, including expansion, working capital requirements, and other general corporate needs.
With a repayment period ranging from one to three years from the date of disbursement, SIL shall have the option to prepay the loan, in full or in part, at any time during the tenure, without incurring any prepayment penalty.
The loan will be obtained at an agreed rate of 7.75% as per Section 186 of the Companies Act, 2013.</td></tr>
</table>

7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Shri Nandkishore Sarda, Chairman and Managing Director and Promoter of the Company and Smt. Poonam Sarda Whole-time Director and Chief Financial Officer and Promoter of the Company and their relatives have interest in the transaction.
	a. Name of the Promoter(s) / Director(s) / KMPs	1. Shri Nandkishore Sarda, Chairman and Managing Director and Promoter of the Company. 2. Smt. Poonam Sarda Whole-time Director and Chief Financial Officer Promoter of the Company.
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	1. Shri Nandkishore Sarda, Promoter of the Company holds 5% Equity shares of Shardashree Ispat Limited. 2. Smt. Poonam Sarda Whole-time Director and Chief Financial Officer of the Company holds 1.45% Equity shares of Shardashree Ispat Limited. 3. Shri Nandkishore Sarda, Promoter of the Company along with his relatives holds 46.41% of the paid-up share capital of Shardashree Ispat Limited.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	Not applicable
B.	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B.1.	**Additional details for proposed transactions relating to borrowings by the listed entity or its subsidiary**	
1.	Material covenants of the proposed transaction	The loan shall be unsecured, with a repayment period ranging from one to three years from the date of disbursement, however, SIL shall have the option to prepay the loan, in full or in part, at any time during the tenure, without incurring any prepayment penalty.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	7.75% p.a.

3.	Cost of borrowing (This shall include all costs associated with the borrowing)	Nil
4.	Maturity / due date	Maturity period ranging from one to three years from the date of disbursement.
5.	Repayment schedule & terms	Same as B (1)(4)
6.	Whether secured or unsecured?	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	Working capital requirements
9.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	0.46
	a. Before transaction	0.59
	b. After transaction	0.46
10.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	3.56
	a. Before transaction	5.67
	b. After transaction	3.56

Board's Report

Dear Members,

The Board of Directors of Sharda Ispat Limited ('Company') is pleased to present the Sixty-fifth Annual Report on the business and operations of the Company together with the Audited Financial Statements for the Financial Year ended 31st March, 2026.

1. FINANACIAL RESULTS: (STANDALONE)

The financial performance of the Company for the year ended 31st March, 2026 is summarised below.

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Total Income	17,258.07	17,855.31
Total Expenditure Before Finance cost and Depreciation	16,081.93	16,601.57
Finance Cost	251.07	149.58
Depreciation and Amortisation Expenses	85.35	84.03
Net Profit Before Tax	839.72	1020.13
Less: Provision for Tax		
a. Current Tax	(223.53)	(264.06)
b. Income Tax (earlier years)	(0.88)	(0.19)
c. Deferred Tax	4.93	2.68
Net Profit After Tax	620.24	758.55

2. STATE OF COMPANY'S AFFAIRS:

Discussion on the state of the Company's affairs forms part of the Management Discussion and Analysis Report. For the year under review, Management Discussion and Analysis Report as stipulated under SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section and forms an integral part of this Annual Report.

3. REVIEW OF PERFORMANCE:

During the year under review, the Company continued to operate in the Spring Steel Flat segment. The business environment remained competitive, with fluctuations in steel prices, input costs and market realisations influencing the overall performance of the industry. The Company continued to navigate these conditions by maintaining a balanced approach towards procurement,manufacturing and sales.

The Company achieved sales of ₹16,879.39 lakh during the year as against ₹17,544.30 lakh in the previous year. During the year, the decrease in sales value was mainly reflective of the prevailing market dynamics and changes in sales realisations.

The Company continued to evaluate market opportunities & customer requirements while maintaining a commercially prudent approach to its sales and business operations.

The year also witnessed continued demand from sectors such as automobile, engineering, infrastructure, construction and other industrial applications, which are important consuming sectors for Company's products. The Company endeavoured to leverage the opportunities arising from these sectors while operating in a market characterised by intense competition and price sensitivity. The Company continued to give due importance to product specifications, quality consistency and customer-specific requirements.

The management remained responsive to changing requirements of customers & market conditions and continued to strengthen its business relationships across its customer base.

During the year, the Company also remained attentive to cost optimisation and working capital management, particularly in view of fluctuations in raw material prices and the need to maintain competitive pricing. The management continued to review procurement and sales strategies with the objective of protecting business margins and improving overall commercial effectiveness.

The Company believes that its established presence in the steel products segment, manufacturing capabilities and understanding of customer requirements provide a sound platform for future growth. Going forward, the Company intends to pursue opportunities in its existing markets, strengthen its customer base and selectively explore avenues for business expansion, while maintaining appropriate control over costs and financial resources.

The management remains cautiously optimistic about the long-term prospects of the business. The Company will continue to monitor developments in the steel industry and the sectors it serves and will take appropriate business decisions to respond to changes in demand, pricing, input costs and competitive conditions. The Company remains committed to sustainable business growth, prudent financial management and long-term value creation for its stakeholders.

4. DIVIDEND:

In view of the Company's working capital requirements and the need to ensure long-term financial sustainability, your Directors have taken a prudent decision to retain the profits in the business and, accordingly, do not recommend any dividend for the Financial Year 2025-26.

5. TRANSFER TO RESERVES:

The Board of Directors has decided to retain the entire amount of profit for Financial Year 2025-26 in the statement of profit and loss.

6. DEPOSITS:

The Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. Further, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

7. INFORMATION ABOUT SUBSIDIARY/ JOINT VENTURES / ASSOCIATE COMPANY:

As on March 31, 2026, the Company did not have any Subsidiary, Joint Venture, or Associate Company. Accordingly, the statement required under the provisions of Section 129 (3) of the Companies Act, 2013, containing the salient features of the financial statements of such entities in Form AOC-1, is not applicable and, therefore has not been annexed.

8.TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION & PROTECTION FUND:

During the financial year 2025-26, there were no unpaid or unclaimed dividends requiring transfer to the Investor Education and Protection Fund. Accordingly, the provisions of Section 125 of the Companies Act, 2013 are not applicable to the Company for this period.

9. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY FROM THE END OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT:

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report. During the year, there was no change in the nature of the business of the Company.

10. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The current tenure of Shri Nandkishore Sarda, Chairman & Managing Director shall expire on 31st March 2027. In terms of the provisions of the Companies Act, 2013, his re-appointment can be considered upto one year before the expiry of current tenure. Accordingly, on the recommendation of the Nomination & Remuneration Committee, the Board in its meeting held on 13th August, 2026, has, subject to the approval of the members in the general meeting, re-appointed Shri Nandkishore Sarda, as Chairman & Managing Director for a further period of 5 years with effect from 1st April 2027.

The current tenure of Smt. Poonam Sarda, Whole-time Director shall expire on 31st March 2027. In terms of the provisions of the Companies Act, 2013, her re-appointment can be considered upto one year before the expiry of current tenure. Accordingly, on the recommendation of the Nomination & Remuneration Committee, the Board in its meeting held on 13th August, 2026, has, subject to the approval of the members in the general meeting, re-appointed Smt. Poonam Sarda, as Whole-time Director for a further period of 5 years with effect from 1st April 2027.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Smt. Poonam Sarda (DIN: 00190512), Whole-time Director (Chief Financial Officer) of the Company, will retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered herself for re-appointment.

The Board of Directors recommends her appointment for consideration of the shareholders at Item no.2 of the Notice calling 65th Annual General Meeting.

In the last Annual General Meeting the members approved re-appointment of Smt. Poonam Sarda (DIN 00190512) as Director liable to retire by rotation.

Necessary resolutions for the above re-appointments are being made a part of the Notice convening the ensuing general meeting. The brief resume and other details of Shri Nandkishore Sarda (DIN:00229911) and Smt.Poonam Sarda (DIN:00190512) who are proposed to be re-appointed, as required to be disclosed under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is incorporated in the annexure to the notice calling 65th Annual General Meeting.

None of the Directors of your Company are disqualified under the provisions of Section 164 (2)(a) and (b) of the Companies Act, 2013.

During the period under review, no Non-Executive Director of the Company had any pecuniary relationship or transactions with the Company.

Smt. Poonam Sarda was appointed as Director of the Company on 21.01.2010 and further as Whole-time Director on 01.04.2012 and has been continued as Woman Director of the Company.

As per the provisions of Section 2 (51) read with Section 203 of the Companies Act, 2013, the Board of Directors noted that Shri Nandkishore Sarda, (DIN 00229911) Chairman and Managing Director, Smt. Poonam Sarda, (DIN 00190512) Whole-time Director and Chief Financial Officer and Shri Amit B. Mundada (Company Secretary and Compliance officer) are the Key Managerial Personnel of the Company as on the date of this Board's Report.

The Company has received the necessary declaration from each Independent Directors who are part of board confirming that:

a. He meets the criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013 read with the schedules, rules made thereunder and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

b. Registered themselves with the Independent Director's databank as per the Companies (Appointment & Qualification of Directors) Fifth Amendment Rules, 2019.

In the opinion of the Board, there has been no change in the circumstances which may affect the status of Independent Directors of the Company and the Board is satisfied with the integrity, expertise, and experience (including proficiency in terms of Section 150 (1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. Further, in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

Key Managerial Personnel

During the year under review, there was no change in the Key Managerial Personnel.

11. BOARD EVALUATION:

The annual evaluation process of the Board of Directors, individual Directors and the Board Committees was conducted pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the Board and Committee Meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors, performance of Non-Independent directors, the Board as a whole and Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

12. REMUNERATION POLICY:

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors at the Board meeting, subject to the subsequent approval of the Shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, positive attributes, industry standards as well as the financial position of the Company.

The remuneration of the Managing Director and Whole-time Director comprises salary, contributions to provident fund, gratuity and leave encashment facility. The Company does not have any stock option scheme. The office tenure of the Managing Director and Whole-time Director is 5 (Five) years. The Board has discretion to decide notice period of the Managing Director and Whole-time Director. There is no separate provision for payment of severance fees.

Remuneration to Non- Executive Directors:

The Non-Executive Directors of the Company are remunerated by way of sitting fees in accordance with the applicable provisions of the Companies Act, 2013 and the Company's remuneration policy. Sitting fees are paid to the Non-Executive Directors for each meeting of the Board attended by them. Such remuneration is intended to compensate the Directors for their time, participation and contribution to the deliberations and proceedings of the Board.

The details of Board and committee composition, tenure of directors, areas of expertise and other details are available in the Corporate Governance Report that forms part of this Annual Report. The policy on Appointment and Remuneration of Directors, Key Managerial Personnel and other employees is posted on the website of the Company http://shardaispat.com under the policy tab in Investor section.

13. FAMILIARIZATION PROGRAMMES FOR BOARD MEMBERS:

The familiarization program aims to provide insights to the Independent Directors to understand the business of the Company. Upon induction, the independent directors are familiarized with their roles, rights and responsibilities. The Company provides information to familiarize the Independent Diectors with the strategy, operations and functions of the Company.

The Independent Director/s, from time to time, request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise.

At various Board Meetings, the Board Members are provided with information to help them understand the Company's strategy /policies, business model, operations, products, markets, organization structure, finance, human resources, technology, quality, facilities and risk management, changes in the regulatory environment applicable to the corporate sector and to the industry in which it operates and such other matters as may arise from time to time.

Quarterly information on business performance, operations, safety, market scenario, financial parameters, working capital management, fund flows, senior management change, major litigation, compliances, donations, regulatory scenario etc.

The policy relating to the familiarization programmes for Independent Directors is available on the Company's website. The details of the familiarization programme can be accessed at: http://shardaispat.com/investor/policy.

14. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements under Section 134 sub-section (3) (c) and (5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Board of Directors hereby states and confirms that:

(i). In the preparation of the annual accounts for the year ended 31st March, 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;

(ii). The Directors have selected such accounting policies and applied them consistently & made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;

(iii). The Directors have taken Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv). The Directors have prepared the annual accounts on a 'going concern' basis.

(v). The Directors have laid down internal financial controls to be followed by the Company & that such internal financial controls are adequate and are operating effectively; and

(vi). The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws & that such systems are adequate & operating effectively.

15. AUDITORS AND THEIR REPORT:

STATUTORY AUDITORS:

The Shareholders of the Company at the Annual General Meeting held on 11th December, 2020, approved the appointment of M/s. Panpaliya Taori & Co., Chartered Accountants, Nagpur, as the statutory auditors of the Company. Further, the shareholders approved the re-appointment of M/s. Panpaliya Taori & Co., Chartered Accountants, for a second term of five years commencing from the conclusion of the 64th Annual General Meeting held on 26th September, 2025 until the conclusion of the 69th Annual General Meeting of the Company to be held in 2030.

During the year 2025 - 2026, no frauds have either occurred or noticed and/or reported by the Statutory Auditors under Section 143 (12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time). The observations, if any, made by the Statutory Auditors in their Audit Report read with the relevant notes thereof as stated in the Notes to the Audited

Financial Statements of the Company for the Financial Year ended 31st March, 2026 are self-explanatory and being devoid of any reservation, qualification or adverse remark etc.; and do not call for any further information/ explanation or comments from the Board under Section 134 (3) (f) (i) of the Companies Act, 2013. During the year under review, the Auditors have not reported any fraud as specified under Section 143 (12) of the Act to the Audit Committee and therefore no detail is required to be disclosed in respect of frauds reported by auditors as specified under Section 134 (3) (ca) of the Act.

COST AUDITORS:

Pursuant to Section 148 (1) of the Companies Act, 2013, read with Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records as specified by the Central Government. Accordingly, cost records have been maintained by the Company.

Pursuant to Section 148 (2) of the Act, read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Company is also required to get its cost accounting records audited by a Cost Auditor.

The cost audit report for the financial year 2024-25 was filed with the Ministry of Corporate Affairs. The Cost Audit Report was filed in XBRL mode on 06th September, 2025. M/s. Narendra Peshne & Associates, Cost and Management Accountants, were appointed as the Company's Cost Auditor.

The Board of Directors, on the recommendation of the Audit Committee, has appointed M/s. Narendra Peshne & Associates, Cost and Management Accountants, Nagpur (Firm Registration Number:100269) for conducting the cost audit of the Company for Financial Year 2026-27.

As required under the Companies Act, 2013, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, resolution seeking members ratification for remuneration to be paid to Cost Auditors is included at Item No.3 of the Notice convening Sixty-fifth Annual General Meeting.

SECRETARIAL AUDITORS:

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') read with provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is mandated that every listed entity and its material unlisted subsidiaries undertake a Secretarial Audit. Further, listed entities are required to submit an Annual Secretarial Compliance Report, which shall be signed by the appointed Secretarial Auditor, a peer reviewed firm of Company Secretaries satisfying the conditions as prescribed by SEBI.

In alignment with the aforementioned regulatory framework including the amendments made by SEBI and the provisions of the Companies Act, 2013 regarding Secretarial Audit and appointment of Secretarial Auditor and as mentioned in the previous year's Annual Report, the Board of Directors of your Company based on the recommendations of the Audit Committee at its Meeting held on 13th August, 2025, approved and recommended to the Shareholders for their approval, the appointment of M/s. Sunil Kumar Sharma and Associates, a peer reviewed firm of Company Secretaries in whole time practice, as the Secretarial Auditor of the Company for a period of 5 (Five) consecutive years.

Further, the Shareholders of the Company at the Sixty- fourth Annual General Meeting held on 26th September, 2025, basis the recommendation of the Board of Directors, approved the aforementioned appointment of M/s. Sunil Kumar Sharma and Associates as the Secretarial Auditor of the Company for a period of 5 (Five) consecutive years from the conclusion of sixty-fourth Annual General Meeting till the conclusion of the sixty-ninth Annual General Meeting of the Company to be held in the year 2030. The Board recognizes the importance of maintaining an effective compliance framework and adhering to established standards of Corporate Governance. The firm shall provide professional inputs on the applicable regulatory requirements and all relevant laws, rules, and guidelines in accordance with the provisions governing Secretarial Audit.

The Secretarial Auditors have confirmed that they are not disqualified to continue as Auditors and are eligible to hold office as Auditors of your Company for FY 2026-27. The Secretarial Audit Report for the Financial Year ended March 31, 2026, is annexed herewith as Annexure-5.

With reference to the comment of the secretarial auditors regarding-

The Company has not paid listing fee to Calcutta Stock Exchange and the Status of the Company as viewed on the website of Calcutta Stock Exchange, is suspended.

The necessary clarification/ explanation on the qualification/ adverse remark in the Secretarial Audit Report is given below:

The Company has stepped up and is in the process to expel the suspension from Calcutta Stock Exchange.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer, except as mentioned above.

Reporting of Frauds by Auditors:

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143 (12) of the Companies Act, 2013.

16. CORPORATE SOCIAL RESPONSIBILITY:

A brief outline of the Company's Corporate Social Responsibility (CSR) Policy, together with the details of the Corporate Social Responsibility (CSR) initiatives undertaken during the year under review, is provided in Annexure-4 forming part of this Report. The disclosure is in accordance with the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014.

Pursuant to the amendment to Section 135 of the Companies Act, 2013, which came into effect from January 22, 2021, the requirement for constitution of a Corporate Social Responsibility (CSR) Committee is not applicable to a company where the amount required to be spent towards CSR activities does not exceed ₹50 lakh. Accordingly, since the CSR expenditure obligation of the Company falls within the prescribed threshold, the Board of Directors, in accordance with the applicable provisions of the Companies Act, 2013, dissolved the Corporate Social Responsibility Committee with effect from November 11, 2022. The Board continues to oversee the Company's CSR activities and ensure compliance with the applicable statutory requirements.

The Corporate Social Responsibility policy of the Company is available on the Company's website at https://shardaispat.com/ under the "Policy" section of the Investor page. The Policy outlines the purpose of formulation of the Company's CSR philosophy, focus areas, governance framework, CSR budget and the manner of implementation and monitoring of CSR activities.

17. CORPORATE GOVERNANCE:

The Company believes that robust Corporate Governance is crucial for achieving long term corporate objectives & enhancing stakeholders value. The Company recognizes that good governance is a continuous exercise & reiterates its commitment to pursue the highest standards of Corporate Governance.The Corporate Governance Report as stipulated under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report.

The requisite certificate from Secretarial Auditors of the Company viz. M/s. Sunil Kumar Sharma & Associates, Practicing Company Secretaries, Nagpur certifying compliance of the conditions of Corporate Governance is attached to Corporate Governance Report.

18. DISCLOSURES:

NUMBER OF MEETINGS OF THE BOARD:

During the Financial Year 2025-26, Four Meetings of the Board of Directors of the Company were convened and held on (i) 30th May, 2025, (ii) 13th August, 2025, (iii) 14th November, 2025 and (iv) 03rd February, 2026. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI Listing Regulations. The details of meetings of Board of Directors are available in the Corporate Governance Report which forms part of this Annual Report.

PARTICULARS OF LOAN GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

The particulars of Loans given and investments made by the Company as covered under the provisions of Section 186 of the Companies Act, 2013 are given in financial statements (Ref. Notes No. 6, 12, 35 and 40). The loans given are utilized by the recipient for their business purposes. The Company has not extended corporate guarantee or securities granted on behalf of any other Company. Members are requested to refer the notes for details, which are not repeated here for the sake of brevity.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company has in place proper and adequate internal financial controls, commensurate with the size, scale and complexity of its operations. These controls play a key role in protecting assets, identifying and preventing fraud or mistakes and ensuring the accuracy and completeness of financial records. They also support the timely preparation of clear, comprehensive and accurate financial statements, in line with established accounting standards.

These have been designed to provide reasonable assurance with regard to recording and providing reliable financial information; complying with applicable statutes; safeguarding assets from unauthorized use; ensuring that transactions are carried out with adequate authorization & complying with Corporate Policies and Processes. During the year, such controls were tested and no reportable material weaknesses in the design or operations were observed. Details on the Internal Financial Controls of the Company forms part of Management Discussion and Analysis.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

During the year under review, all contracts/arrangements entered into by and between the Company and Related Parties were on arm's length basis and in the ordinary course of business and in accordance with the related party framework formulated and adopted by the Company to further the business interests of the Company. All Related Party transactions were placed before the Audit Committee for its review and prior approval. On a quarterly basis, details of such transactions were placed before the Audit Committee for noting / review. All material related party transactions and their material modifications, if any, were entered into after being approved by the Company's shareholders.

Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8 (2) of the Companies (Accounts) Rules, 2014, the particulars of transactions with related parties, are provided in Form AOC-2, which is enclosed herewith as Annexure-1. Details of related party transactions entered into by the Company, in terms of Ind AS 24 have been disclosed in Note No. 35 to the Financial Statements. (Please refer Note No. 12 and 35 of the financial statements).

In line with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Policy on Related

Party Transactions as amended in line with the requirements of the Listing Regulations has been posted on Company's website at http://shardaispat.com under the head policy in Investor section.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

The information on conservation of energy, technology absorption and foreign exchange outgo, as required to be disclosed under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as Annexure-2.

ANNUAL RETURN:

In accordance with Section 92 (3) read with Section 134 (3)(a) of the Companies Act, 2013, the Annual Return of the Company as on March 31, 2025, filed with Registrar of Companies, is available on the Website of the Company and can be accessed at https://shardaispat.com/investor/annual-return/. The Company shall upload the Annual Return as on March 31, 2026 on the website of the Company, once it is filed with Registrar of Companies.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

Disclosures pertaining to remuneration and other details 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 ('Rules') are annexed to this Report as Annexure-3.

The details of top ten employees of the Company is annexed as Annexure-3A to this Report.

None of the Employee has drawn the remuneration more than the limit prescribed under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

RISK MANAGEMENT:

Risk management is an ongoing process involving the identification, analysis, evaluation, and mitigation of potential loss exposures. It also includes monitoring risk controls and financial resources to reduce the adverse impact of such exposures. Organizations that adopt a strategic approach to risk management are better positioned to instill stakeholder confidence & achieve improved business outcomes.

At our Company, Risk management, which aims at managing the impact of uncertainties, is an Integral part of the Company's strategy setting and decision making process. The Company regularly identifies uncertainties and after assessing them, devises short-term and long-term plans to mitigate any risks which could materially impact on the Company's goals. This process of identifying and assessing the risks is a two-way process with inputs being taken from employees across the organization.

The Audit Committee provides additional oversight, particularly in relation to financial risks and internal controls. Major risks identified across various business functions are systematically evaluated and addressed through ongoing mitigation measures.

The Company has developed and implemented a comprehensive Risk Management Policy which is approved by the Board. The Risk Management Framework of the Company includes identification of risks, including cyber security and related risks and also those which in the opinion of the Board may threaten the existence of the Company. Risk management process has been established across the Company and is designed to identify, assess & frame a response to threats that affect the achievement of its objectives. Further, it is embedded across all the major functions and revolves around the goals and objectives of the organisation.In the opinion of the Board, there are currently no risks that threaten the existence of the Company. A detailed discussion on risk factors & their mitigation measures is included in the Management Discussion and Analysis section of the Annual Report.

The Risk Management Policy is also available on the Company's website at: https://shardaispat.com/investor/policy.

SECRETARIAL STANDARDS:

During the financial year 2025-26, the Company has duly complied with the applicable Secretarial Standards, namely Secretarial Standard-1 ('SS-1') on Meetings of the Board of Directors and Secretarial Standard-2 ('SS-2') on General Meetings issued by the Institute of Company Secretaries of India and approved by Central Government under Section 118 (10) of the Companies Act, 2013.

GENDER-WISE EMPLOYEE COMPOSITION:

As of the date of this report, there are 2 (two) female employee, 34 (thirty-four) male employees, and no transgender employees. The above figures include contract labour.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:-

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. During the year under review, the Company has not borrowed an unsecured loan from any of the Directors of the Company.
3. Issue of equity shares with differential rights as to dividend, voting or otherwise.
4. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

5. Buy-back of the Equity Shares.
6. No significant and material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's future operations.
7. There are no such shares of the Company which are to be kept in the shares suspense account.
8. Under the Insolvency and Bankruptcy Code 2016, no applications were made during the financial year 2025-26 by or against the Company and there are no proceedings pending as of the end of the financial year.
9. The Company has not made any application for one time settlement with any of its lenders. There were no instances where your Company required the valuation for one time settlement or while taking the loan from the Banks or Financial institutions.
10. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 [14 of 2013].

    Furthermore, the directors also state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

    During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder.

The details as per Sub-rule (5) of Rule 8 of Companies (Accounts) Rules, 2014, are as under:

Sr.No.	Particulars	
1.	Number of complaints of sexual harassment received in the year	Nil
2.	Number of complaints disposed off during the year	Nil
3.	Number of cases pending for more than ninety days	Nil

11. The Company has complied with provisions relating to the Maternity Benefit Act, 1961.

ACKNOWLEDGEMENT:

The Board places on record its heartfelt appreciation and gratitude to the Company's valued customers for their continued trust and confidence in the Company and looks forward to their continued patronage. The Board also expresses its sincere gratitude to the Company's shareholders, bankers, lenders, investors, vendors, and the Central and State Government authorities for their continued support, cooperation, and encouragement. The Board further place on record their appreciation for the unstinted dedication and commitment of the Company’s employees.

For and on behalf of the Board of Directors

Date: 13.08.2026
Place: Nagpur

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,
Cement Road, Shivaji Nagar,
Shankar Nagar, Nagpur-440010

FORM NO. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto-

Sharda Ispat Limited

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	--
2	Name(s) of the related party	--
3	Nature of Relationship	--
4	Nature of contracts/arrangements/transactions	--
5	Duration of the contracts/arrangements/transactions	--
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	--
7	Justification for entering into such contracts or arrangements or transactions	--
8	Date of approval by the Board	--
9	Amount paid as advances, if any	--
10	Date on which the resolution was passed in general meeting as required under first proviso to section 188	--
11	SRN of MGT-14	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	AIIPS6284L
2	Name(s) of the related party	Shri Nandkishore Sarda
3	Nature of relationship	Chairman and Mananging Director of the Company
4	Nature of contracts/arrangements/transactions	Remuneration paid to Chairman and Managing Director
5	Duration of the contracts/arrangements/transactions	2 years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Rs. 72.00 Lakhs Per Annum
7	Date(s) of approval by the Board, if any	13-08-2024
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	AKHPS6172N
2	Name(s) of the related party	Smt. Poonam Sarda
3	Nature of relationship	Whole-time Director of the Company
4	Nature of contracts/arrangements/transactions	Remuneration paid to Whole-time Director
5	Duration of the contracts/arrangements/transactions	2 years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Rs. 60.00 Lakhs Per Annum
7	Date(s) of approval by the Board, if any	13-08-2024
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	AIIPS6283P
2	Name(s) of the related party	Smt. Ashadevi Sarda
3	Nature of relationship	Wife of Shri Nandkishore Sarda, Chairman and Mananging Director of the Company. Mother-in-law of Smt. Poonam Sarda Whole-time Director of the Company.
4	Nature of contracts/arrangements/transactions	Land admeasuring 1.492 acres taken on lease for using as Registered office of the Company.
5	Duration of the contracts/arrangements/transactions	Permanent Lease
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Rent Rs. 0.48 Lakhs Per Annum
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	AIIPS6282N
2	Name(s) of the related party	Shri Anand Sarda
3	Nature of relationship	Son of Shri. Nandkishore Sarda (CMD) and husband of Smt.Poonam Sarda (WTD & CFO)
4	Nature of contracts/arrangements/transactions	Consultancy Services

5	Duration of the contracts/arrangements/transactions	On going
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Availing technical consultancy services for the repairs and maintenance of machines and equipments at the company's plant located at Kamptee Road, Nagpur. Consultancy fees Rs. 8.40 Lakhs per annum.
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U51109MH1994PTC376257
2	Name(s) of the related party	M/s. Kyoto Merchandise Private Limited
3	Nature of relationship	Shri Nandkishore Sarda, Chairman and Managing Director of the Company is a Member of M/s. Kyoto Merchandise Private Limited.
4	Nature of contracts/arrangements/transactions	Unsecured Loan
5	Duration of the contracts/arrangements/transactions	Three (3) years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Unsecured Loan given for business purpose upto Rs. 5000 Lakhs
7	Date(s) of approval by the Board, if any	13-08-2024
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	AAEFS5192D
2	Name(s) of the related party	Sharda Dharamkanta
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) and Smt. Poonam Sarda (Whole-time Director) are the partners of Sharda Dharmkanta.
4	Nature of contracts/arrangements/transactions	Truck hire charges
5	Duration of the contracts/arrangements/transactions	On going
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Availing of Weighment and Transportation Services at market price from time to time. Transaction Value not exceeding Rs. 1.80 Lakhs in the Financial Year 2025-26.
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U27310MH2010PLC198882
2	Name(s) of the related party	Sharda Ispat Industries Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) is also a Director of Sharda Ispat Industries Limited.

4	Nature of contracts/arrangements/transactions	Land admeasuring 4.323 acres taken on lease for using as Registered office of the Company.
5	Duration of the contracts/arrangements/transactions	Five (5) years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Rent Rs. 67.20 Lakhs Per Annum (Exclusive of Taxes)
7	Date(s) of approval by the Board, if any	14-02-2022
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U27100MH2005PLC154167
2	Name(s) of the related party	Shardashree Ispat Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) is also a Managing Director of Shardashree Ispat Limited.
4	Nature of contracts/arrangements/transactions	Sale of Billet, Round, other store materials consumable items and waste and scraps
5	Duration of the contracts/arrangements/transactions	On going
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Sale of goods at market price.Transaction Value not exceeding Rs. 150.00 Lakhs in the Financial Year 2025-26.
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U27100MH2005PLC154167
2	Name(s) of the related party	Shardashree Ispat Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) is also a Managing Director of Shardashree Ispat Limited.
4	Nature of contracts/arrangements/transactions	Purchase of square bar, other store materials, consumable items and waste and scrap.
5	Duration of the contracts/arrangements/transactions	On going
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Purchase of goods at market price. Transaction Value not exceeding Rs. 500.00 Lakhs in the Financial Year 2025-26.
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U27100MH2005PLC154167
2	Name(s) of the related party	Shardashree Ispat Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) is also a Managing Director of Shardashree Ispat Limited.

4	Nature of contracts/arrangements/transactions	Unsecured Loan
5	Duration of the contracts/arrangements/transactions	Three (3) years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Unsecured Loan taken for business purpose upto Rs. 4000 Lakhs.
7	Date(s) of approval by the Board, if any	13-08-2024
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U34200MH1981PLC251543
2	Name(s) of the related party	Sharda Auto Industries Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) and Smt. Poonam Sarda (Whole-time Director) are also Directors of Sharda Auto Industries Limited
4	Nature of contracts/arrangements/transactions	Sale of Spring Steel Flat and Bars
5	Duration of the contracts/arrangements/transactions	Five (5) years
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Sale of goods to the above party at market price from time to time. Transaction Value not exceeding Rs. 25,000 Lakhs.
7	Date(s) of approval by the Board, if any	30-05-2022
8	Amount paid as advances, if any:	--

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

Sl No.	Particulars	Details
1	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	U34200MH1981PLC251543
2	Name(s) of the related party	Sharda Auto Industries Limited
3	Nature of relationship	Shri Nandkishore Sarda (Chairman and Managing Director) and Smt. Poonam Sarda (Whole-time Director) are also Directors of Sharda Auto Industries Limited
4	Nature of contracts/arrangements/transactions	Purchase of packing strip
5	Duration of the contracts/arrangements/transactions	On going
6	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	Purchase of packing strip, store materials, consumable items, coal dust and waste and scrap. Transaction Value not exceeding Rs. 5.00 Lakhs in the Financial Year 2025-26.
7	Date(s) of approval by the Board, if any	30-05-2025
8	Amount paid as advances, if any:	--

For and on behalf of the Board of Directors

Date: 13.08.2026
Place: Nagpur

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32, Cement Road, Shivaji Nagar, Shankar Nagar, Nagpur-440010

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO

(A) CONSERVATION OF ENERGY:

The Company continues to accord high priority to the conservation and efficient utilization of energy with a view to optimizing energy consumption and reducing operating costs. Continuous efforts are undertaken to improve energy efficiency by implementing effective operational and maintenance practices, with the objective of minimizing energy losses and reducing per-unit energy consumption.

The Company remains committed to adopting appropriate measures for enhancing energy performance and promoting sustainable operations.

(B) TECHNOLOGY ABSORPTION:

The technology employed by the Company for its existing operations is fully indigenous. The Company continuously endeavors to enhance the performance, quality and cost-effectiveness of its products through ongoing improvements in its production processes and operational practices. As part of its commitment to operational excellence, the Company regularly reviews and updates the technology used in its operations to ensure sustained efficiency and competitiveness. The Company does not maintain a separate Research and Development (R&D) department.

Benefits Derived from Technology Absorption

The Company's continuous efforts towards technology upgradation and process optimization have resulted in several key benefits.

- Enhanced capability to meet diverse customer requirements through the introduction of new product variants and sizes.
- Reduction in manufacturing and process costs through improved operational efficiencies.
- Improvement in product quality, consistency and overall manufacturing performance.
- Enhanced operational efficiency through process optimization and improved utilization of plant and machinery.
- Improved environmental performance by enhancing effluent quality and adopting environmentally sustainable manufacturing practices.
- Improved energy efficiency and operational performance through modification and optimization of the reheating furnace.

In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

a. The details of technology imported b. The year of import c. Whether the technology been fully absorbed d. If not fully absorbed, areas where absorption has not taken place and the reasons thereof	No technology imported during last three years.

The expenditure incurred on Research and Development.

The development work is carried out by the concerned departments on an ongoing basis. The expenses and cost of assets are grouped under the respective heads.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

1. The company has not affected any import or export during the year ended 31.03.2026.
2. The inflow of foreign exchange is Nil.
3. The outflow of foreign exchange is Nil.

Form 'A'

(Form for Disclosure of Particulars with respect to Conservation of Energy)

	March 2026	**March 2025**
D. Power and Fuel Consumption		
1. Electricity:		
a). Purchased : Units (No.)	28,95,939	25,16,976
Total Amount (Rs.)	3,36,78,816	3,08,08,833
Average Rate/ Unit (Rs.)	11.63	12.24
b). Own Generation	Nil	Nil
2. Steam Coal		
Quantity (Tonnes)	3,131	3,068
Total Cost (Rs.)	3,12,83,446	3,32,19,021
Average Rate/ Tonne (Rs.)	9,992	10,829
3. Furnace Oil:		
Quantity (K. Ltrs.)	Nil	Nil
Total Amount (Rs.)	Nil	Nil
Average Rate/ K. Ltrs (Rs.)	Nil	Nil
4. Other / Internal Generation		
Products (with details) Unit	Nil	Nil
Rolled Iron & Steel (in MT)	27,471	26,446
Electricity (in Units)	105.42	95.18
Furnace Oil (Secondary Fuel) (in Ltrs.)	Nil	Nil
Coal (Steam Coal 'B' Grade) (in MT) excluding Shell & Dust	0.114	0.116
Other (Specify)	Nil	Nil

For and on behalf of the Board of Directors

Date: 13.08.2026
Place: Nagpur

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,Cement Road,
Shivaji Nagar,Shankar Nagar,
Nagpur-440010

Annexure 3 to Board's Report

The information 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 are given below:

1. The percentage increase or decrease in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year 2025-26, ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2025-26:

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for Financial Year 2025-26 (Amount in Rs.)	% increase/ (decrease) in Remuneration in the Financial Year 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees (times)
1	Shri Nandkishore Sarda (Chairman & Managing Director)	72,00,000	20%	15.45
2	Smt. Poonam Sarda (Whole-time Director & Chief Financial Officer)	60,00,000	25%	12.87
3	Shri Amit B. Mundada (Company Secretary & Compliance officer)	8,90,000	36.92%	--

2. The median remuneration of employees of the Company during the financial year 2025-26 was Rs. 4,66,035/- per annum.

3. In the financial year 2025-26, there was increase of 8.53% in the median remuneration of employees.

4. There were 34 permanent employees on the rolls of the Company as on March 31, 2026.

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :

   a) Percentage increment in the salaries of employees other than the managerial personnel at 50th Percentile is 9.69% as against 11.17% in the previous year.

b) Percentage increment in the salaries of managerial personnel at 50th Percentile is 22.22%.The increase in remuneration of the directors is in line with the performance of the Company.

6. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, key managerial personnel and other employees.

For and on behalf of the Board of Directors

Date: 13.08.2026
Place: Nagpur

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,
Cement Road, Shivaji Nagar,
Shankar Nagar, Nagpur-440010

"ANNEXURE – 3A"

Statement showing the names of the top ten employees in terms of remuneration drawn

Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. No.	Name of the employee	Designation	Remuneration/ Salary Received	Nature of employment, whether contractual or otherwise	Qualifications and Experience	Date of commencement of the employment	Age	Last employment held	Percentage of equity shares held	Relationship with other Directors
1	Nandkishore Sarda	Chairman and Managing Director	72,00,000.00	Contractual	Bsc and 59 Years	21.11.1967	76	N.A.	6.36	YES
2	Poonam Sarda	Whole- Time Director and Chief Financial Officer	60,00,000.00	Contractual	CA (Inter & LLB) and 16 Years	21.01.2010	54	N.A.	2.52	YES
3	Anand Motghare	Assistant General Manager (Administartion)	8,93,384.00	Permanent	M.com and 40 years	02.06.2008	64	N.A.	NIL	NO
4	Amit B.Mundada	Company Secretary & Compliance officer	8,90,000.00	Permanent	BBA, MBA (Finance), CS & LLB and 12 years	01.12.2014	43	N.A.	NIL	NO
5	Sihasan Singh	Shift Incharge	8,36,545.00	Permanent	SSC and 42 years	01.02.2023	66	N.A.	NIL	NO
6	Devendra Milmile	Manager	7,76,550.00	Permanent	BE (Mechanical) and 20 years	01.01.2020	50	N.A.	NIL	NO
7	C.N. Panchariya	Assistant General Manager (Purchase)	7,57,957.00	Permanent	BA and 34 years	01.07.1992	59	N.A.	NIL	NO
8	Deorao Burade	Electrician	6,21,349.00	Permanent	SSC and 23 years	01.07.2003	62	N.A.	NIL	NO
9	Kushal Dawande	Mill Supervisor	5,49,520.00	Permanent	HSC and 34 years	01.03.2005	61	N.A.	NIL	NO
10	P.N. Karemore	Assistant Dispatch Officer	5,39,468.00	Permanent	HSC and 30 years	01.07.1996	60	N.A.	NIL	NO

For and on behalf of the Board of Directors
Sharda Ispat Limited

Nandkishore Sarda
Chairman & Managing Director
DIN: 00229911
Address: Plot No. 32,
Cement Road, Shivaji Nagar,
Shankar Nagar, Nagpur-440010

Date: 13.08.2026
Place: Nagpur

Annual Report on Corporate Social Responsibility (CSR) Activities
[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014]
For the Financial Year 31st March, 2026.

1. **Brief outline on CSR Policy of the Company:**

   CSR Policy provides guideline of the methodologies and areas for choosing and implementing the Company's CSR Projects. The major sections covered under the said Policy include Education, Health Care, Rural Infrastructure, Sanitation and Self-employment Generation, Vocational Skills, Empowerment of Women and Youth, Environment Sustainability, Protection and Development of National Heritage, Art Culture, Public Libraries, Social Causes & Disaster Management.

2. **Composition of CSR Committee: Not Applicable**

   Pursuant to the amendment in the provisions of Section 135 of the Companies Act, 2013, effective from 22nd January, 2021, the requirement for the constitution of the Corporate Social Responsibility Committee shall not be applicable, where the amount to be spent by a company towards the Corporate Social Responsibility does not exceed rupees fifty lakhs. The Board was dissolved the Corporate Social Responsibility Committee with effect from 11th November, 2022.

3. **Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company:**

   Web-link:http://shardaispat.com/investor/policy.

4. **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.**

   Not applicable for Financial Year 2025-26.

5. **(a). Average net profit of the Company as per Section 135 (5):** Rs. 11,44,78,615/-

5	(b)	Two percent of average net profit of the Company as per Section 135 (5)	Rs. 22,89,572
	(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	(d)	Amount required to be set off for the financial year, if any	Rs. 43,000
	(e)	Total CSR obligation for the financial year ((b)+(c)-(d))	Rs. 22,46,572

6	(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	Rs. 23,27,000
	(b)	Amount spent in Administrative overheads	Nil
	(c)	Amount spent on Impact Assessment, if applicable.	Nil

	(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	Rs. 23,27,000

(e) CSR amount spent or unspent for the Financial Year:

	Amount Unspent (in Rs.)				
Total Amount Spent for the Financial Year. (in Rs.)	**Total Amount transferred to Unspent Corporate Social Responsibility Account as per sub-section (6) of Section 135**		**Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135**		
	Amount	**Date of transfer**	**Name of the Fund**	**Amount**	**Date of Transfer**
Rs. 23,27,000/-	Nil	N. A.	N.A.	Nil	N.A.

(f) Excess amount for set-off, if any:

Sr.No.	**Particulars**	**Amount (in Rs.)**
(1)	**(2)**	**(3)**
(i).	Two percent of average net profit of the Company as per sub-section 5 of Section 135	Rs. 22,46,572
(ii).	Total amount spent for the Financial Year	Rs. 23,27,000
(iii).	Excess amount spent for the financial year [(ii)-(i)]	Rs. 80,428
(iv).	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	--
(v).	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 80,428

7. **Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:**

1	2	3	4	5	6		7	8
Sl. No.	**Preceding Financial Year(s)**	**Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)**	**Amount Spent in the Financial Year (in Rs)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (in Rs)**	**Deficiency, if any**
					Amount (In Rs.)	**Date of transfer**		
1	2024-25	NIL	NIL	NIL	NIL	NA	NIL	NIL
2.	2023-24							
3.	2022-23							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135. Not applicable

Place: Nagpur	**Nandkishore Sarda**
Date: 13.08.2026	**Chairman and Managing Director**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31-03-2026
[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
M/s. Sharda Ispat Limited,
(CIN:L74210MH1960PLC011830)
Kamptee Road,
Nagpur-440026 (Maharashtra)

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Sharda Ispat Limited (hereinafter called the Company). The 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, the explanations and clarifications given to me and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026, 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 the Company for the financial year ended on 31st March, 2026 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 & 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 and 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'**) to the extent applicable to the Company :-

a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ;(Not applicable to the Company during the Audit Period);

e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;(Not applicable to the Company during the Audit Period);

f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013] (Not applicable to the Company during the Audit Period);

g. 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;

h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Audit Period);

i. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; (Not applicable to the Company during the Audit Period);

j. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and

k. The other Regulations, Circulars and Guidelines [as amended] of Securities and Exchange Board of India ['SEBI'] to the extent and as may be applicable to the Company during the audit period.

(vi) Other laws applicable to the Company as per their presentations made by the Company.

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

1. The Secretarial Standards [SS–1 for Meetings of the Board of Directors and SS–2 for General Meetings] issued by The Institute of Company Secretaries of India.

2. The Uniform Listing Agreement/s entered into by the Company with BSE Limited and The Calcutta Stock Exchange Association Ltd., Calcutta [CSE] pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], ['Listing Regulations'].

During the period under review and as per the representations and clarifications made by the management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the Company has not paid listing fee to Calcutta Stock Exchange and the Status of the Company, as viewed on the website of the Calcutta Stock Exchange, is Suspended.

I further report that:

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

- Adequate notice was 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.

- As per the minutes of the meetings duly recorded and signed by the Chairman, all decisions at the Board and its Committee Meeting/s were unanimous and there were no dissenting views that need to be recorded.

I further report that based on the information received and records maintained 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 (Financial Year 2025-26 ended 31st March, 2026), there were no specific events or actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Circulars, Guidelines, Standards, etc. having a major bearing on the Company's affairs.

For Sunil Kumar Sharma & Associates
Company Secretaries

Sunil Kumar Sharma
(Proprietor)
FCS 10043, CP No. 12708
FRN: PR:2547/2022
Unique Code : S2014MH248700
UDIN: F010043H001106545
Date : 13/08/2026
Place : Nagpur

This Report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.

"Annexure – A'

To,
The Members
Sharda Ispat Limited,
(CIN:L74210MH1960PLC011830)
Kamptee Road, Nagpur -440026

Auditor's Responsibility

Based on audit, my responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. I conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. My report of even date is to be read along with this letter.

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

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices we followed, provides a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records, Books of Accounts of the Company. Further, I have also not verified other financial laws like direct and indirect tax laws as applicable to the Company, since the same has been subject to review by statutory audit and other designated professionals.

4. Wherever required, I have obtained the representation about the compliance of laws, rules and regulations and happening of events, etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on random test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Sunil Kumar Sharma & Associates
Company Secretaries

Sunil Kumar Sharma
(Proprietor)
FCS 10043, CP No. 12708
FRN: PR:2547/2022
Unique Code : S2014MH248700
UDIN: F010043H001106545
Date : 13/08/2026
Place : Nagpur

MANAGEMENT DISCUSSION AND ANALYSIS:

The objective of this report is to convey the Management's perspective on the external environment and steel industry, as well as strategy, operating and financial performance, material developments in human resources & industrial relations, risks and opportunities and internal control systems and their adequacy in the Company during the Financial Year 2025-26. This Report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in the Annual Report 2025-26. This report is an integral part of the Board's Report.

INDUSTRY STRUCTURE AND DEVELOPMENT:

GLOBAL ECONOMY:

In 2025, the global economy grew at an estimated rate of 3.4% despite significant turbulence. The year was marked by record increases in U.S. tariffs and heightened trade policy uncertainty, a raft of trade deals the impact of which is yet to play out, and a surge in AI linked investments. Key factors impacting economic activity included the weaponization of trade, and the ongoing transition towards technology-driven growth, particularly in North America and Asia. A defining feature of Current Year 2025 was the protectionist trade policies, particularly renewed tariff actions led by the US. These actions created distortions in global trade flows, with some short-term front loading of exports but longer-term uncertainty for investment and supply chains. At the same time, geopolitical tensions including escalating conflicts in the Middle East contributed to volatility in energy markets, pushing up oil prices and inflation expectations, thereby tightening financial conditions globally. These challenges & uncertainties are continuing into Financial Year 2026-27.

Over the past few years, the world has faced several challenges across multiple fronts. While the Russia-Ukraine conflict continued to simmer, tariff barriers between major economies kept the business environment volatile, creating uncertainty across sectors. The global economy, however, showed resilience and inched up to 3.4% growth in 2025, keeping up the momentum from the previous year. Policy support in key economies, including rate cuts by central banks amidst easing inflationary headwinds and lower-than-anticipated impact of US tariffs supported growth. Ongoing conflicts and instability in key regions, including the Middle East, disrupted global energy markets and supply chains. At the same time, rising protectionist measures, particularly tariff actions in the United States (US), reshaped global trade dynamics. Towards the second-half of 2025, the global environment showed signs of stabilization, with major economies initiating negotiations and policy measures to ease trade tensions. While these steps provided near-term relief, structural challenges and geo-economics fragmentation continue to influence the global economic outlook.

Among major economies, the US is expected to grow at around 2.3%, supported by fiscal policy and the lagged impact of monetary policy rate cuts in Current Year 2025. China's growth is expected to remain relatively stable at around 4.4%, though weighed down by weak domestic demand and structural challenges in the real estate sector. In contrast, India continues to lead global growth, with projected growth of around 6.5%, driven by strong domestic demand, carryover of the strong momentum and decline in additional US tariffs on Indian goods from 50% to 10%, which outweigh the adverse impact of the Middle East conflict. Overall, while emerging economies would continue to anchor global growth, advanced economies are growing more slowly, and rising geopolitical tensions, energy market uncertainties, and trade disruptions pose significant downside risks to the global growth outlook.

INDIAN ECONOMY:

Despite global macroeconomic instability, India continues to stand out as the world's fastest growing major economy. India's real GDP growth was at 7.7% in FY 2025-26, surpassing the 7.1% expansion in the previous year, according to the advance estimates of the National Statistical Organization. Growth is being driven by robust domestic consumption, sustained infrastructure investments, digital transformation, easing inflation, and a continued push towards manufacturing-led expansion. Government initiatives, such as Make in India and Production Linked Incentive (PLI) schemes, have strengthened manufacturing capabilities & self-reliance. Private consumption and capital formation both recorded improved performance. Consumption was helped by supportive policy framework, with personal income tax concessions for the middle class and rationalization of GST rates, the latter especially helping the economy in the second half of the year. Imposition of steep US tariffs affected merchandise exports, which recorded a minor increase during the year. Services exports, however, recorded a robust growth. Although current account deficit widened to some extent, it remained at a comfortable level. Capital expenditure by the central and state governments expanded in FY 2025- 26, maintaining the momentum of public capex for infrastructure sectors.

The Indian economy continued on a strong footing with robust growth momentum and low inflation until the Middle East crisis flared up. The strong fundamentals helped the economy navigate through the effects of the crisis, related to supply chain disruptions and export challenges. The government has undertaken several policy measures to absorb some of the pricing effects and support exporters. The crisis is likely to hit the growth momentum, increase inflationary risks and widen the current account deficit. The RBI has projected the economic growth to slow down to 6.9% in FY 2026-27 after three straight years of over 7% growth. While there is significant uncertainty with regard to the intensity and duration of the after-effects of the crisis, current projections indicate inflation rising above 4% and current account deficit widening to about 1.5% of the GDP. These shifts are directionally adverse, but the projected levels are still short of the levels that have caused macroeconomic instability in the past, and thus underscore the advantage of strong fundamentals at the outset of the crisis. The Indian Meteorological Department (IMD), in its preliminary assessment, has forecast below-normal monsoon rainfall in 2026 because of El-Niño effects. This poses some risks to the outlook for agriculture and rural economy, after a robust trend in rural indicators in recent quarters.

Notwithstanding the near-term headwinds, India's medium-term growth prospects continue to be encouraging. Recent economic reforms, including labour codes and GST rationalization, bolster the competitiveness of Indian industries. The momentum of public capex continues, with the government budgeting 11.5% growth in capex to ₹12.2 trillion in FY 2026-27. The backdrop for private capex continues to be favourable, with healthy balance sheets, pick-up in credit growth and improving capacity utilization levels. Conclusion of recent trade deals such as those with the UK, EU and the UAE and potentially one with the US, augur well for India's exports, particularly of labor-intensive manufacturing sectors. These developments, together with the structural factors of urbanization, demography and expanding middle class, place India firmly on the path towards Viksit Bharat, despite a possible dent to growth in FY 2026-27.

STEEL INDUSTRY:

The global steel industry in Current Year 2025 saw a decline in crude steel production marked by lower demand, regional imbalances, and persistent structural challenges, particularly in China. Global steel production came down to 1,850 Million tons in Current Year 2025 from 1,887 Million tons in Current Year 2024, reflecting an overall decrease of nearly 2% to the previous year. Production trends were uneven; with several regions experiencing Year-on-Year declines due to weak end-use demand, energy costs, supply disruptions & rising commodity prices. A major drag on the industry was China, where a prolonged slowdown in the real estate sector reduced domestic steel consumption. Although production declined, China increased exports significantly, leading to global oversupply and downward pressure on prices. At the same time, global steelmaking capacity continued to exceed demand, keeping utilization levels subdued and intensifying competition across markets.

The Indian steel industry remained a shining bright spot in global steel industry in FY 2026 delivering a strong performance, reinforcing its position as the world's second-largest steel producer, despite a challenging global environment marked by weak demand and trade disruptions. Crude steel production recorded robust growth, increasing by about 12.2% year-on-year to 168 Million tons, driven by strong domestic demand, capacity expansions, infrastructure spends and private capital spending. The Indian automotive industry demonstrated strong volume growth of 11.8% in FY 2026, reinforcing its position as the world's third-largest automobile market. Growth was driven by robust domestic demand, rising exports, policy-led electrification, and a well-established manufacturing ecosystem. Exports also recorded healthy growth, driven by buoyant demand for cars, two-wheelers and commercial vehicles across Africa, Latin America, the Middle-East and ASEAN regions. This growth highlights India's continued industrial momentum, especially as global steel production remained relatively weak. Trade dynamics in Current Year 2025 were increasingly shaped by protectionist measures, including tariffs and safeguard duties introduced by major economies to shield domestic producers. These measures led to fragmentation of global trade flows, higher compliance costs, and a shift toward regional trade patterns. Additionally, high energy costs and geopolitical tensions continued to impact production economics, particularly in energy intensive regions such as Europe.

A major highlight of FY 2026 was the sharp turnaround in the trade balance. India regained its position as a net exporter of finished steel, reversing the trend of the previous two years. Finished steel exports surged by ~36% to ~6.6 Million tons, while imports declined sharply by ~31.7% to ~6.5 Million tons. In FY 2026, India imposed safeguard duty of 12% on imports of non-alloy and alloy steel flat products to protect domestic steel producers from a surge in low-cost imports, particularly from Asian markets. The measure aimed to stabilize domestic prices and ensure fair competition, while supporting capacity utilization of Indian mills. On the demand side, finished steel consumption increased by ~7% reaching to ~164 Million tons, driven by strong infrastructure spending, revival in construction, railways, steady demand from automotive and capital goods sectors. The steel industry also witnessed continued investments to expand production capacity. India's total steel capacity, reached to 220 Million tons in FY 2026 up from 205 Million tons in FY 2025, reflecting the sector's dynamic growth trajectory.

OPPORTUNITIES AND THREATS:

OPPORTUNITIES:

India has targeted steelmaking capacity of ~300 MTPA by FY 2030-31. Steel consumption in India is projected to grow 8–9% in 2026. Per capita steel consumption crossed 100 kg in 2025, a level typically associated with accelerated demand growth. The automobile industry, one of the key consumers of steel, ended FY 2025-26 with a strong momentum, spurred by lower Goods and Service Tax rates which accelerated the improvement in affordability for consumers. A double-digit growth in the government's capital expenditure and continuing infrastructure upgrade in FY 2026-27 is likely to support the momentum in the steel industry.

The Company sees significant growth opportunities arising from the continued expansion of the automotive, engineering, infrastructure, agricultural and transportation sectors. The growing demand for commercial vehicles, passenger vehicles, tractors and industrial equipment is expected to support the requirement for quality steel products, including spring steel flats. The Company intends to further strengthen its presence in the automotive and auto-component value chain by developing relationships with Original Equipment Manufacturers (OEMs) and their Tier-1 and Tier-2 suppliers, particularly manufacturers of leaf springs, suspension systems, chassis components, forgings and other critical automotive components. The Company can further leverage opportunities arising from increasing vehicle production and the growing requirement for high-quality and application-specific steel products. Obtaining vendor approvals and technical qualifications with leading automotive OEMs & their approved component manufacturers can enable the Company to establish long-term customer relationships and recurring business.

The Company may also pursue vendor approvals and technical qualifications with leading automotive manufacturers and component suppliers, thereby creating opportunities for long-term and recurring business. The Company also sees potential for increasing value addition through the development of application-specific grades, customized sizes, tighter dimensional tolerances & improved surface & metallurgical properties. Increasing emphasis on localization and import substitution provides further opportunities for domestic manufacturers capable of meeting stringent quality and technical requirements.

Thus, the Company's strategic location in Nagpur, providing access to major automotive clusters and port connectivity, enhances our supply chain efficiency and responsiveness to key industrial regions. It also helps with catering to the increasing demand for specialized and high-strength grades of flats and other products in the automotive sector. Looking ahead, the Company is well positioned to capitalize on opportunities arising from government initiatives and increased infrastructure investments, supported by capacity expansion, operational scalability, and continued modernization of its manufacturing facilities.

THREATS:

The Company operates in a competitive and cyclical steel manufacturing environment and is exposed to various external and industry-specific risks. Volatility in the prices of key raw materials, including steel scrap, billets and other inputs, may impact the Company's cost of production and operating margins. Fluctuations in finished steel prices and the Company's ability to pass on increases in input costs to customers may also affect profitability. The Company is exposed to fluctuations in demand from key user industries, particularly the automotive, engineering, infrastructure & agricultural sectors. Any slowdown in economic activity, automobile production, commercial vehicle sales, infrastructure spending or industrial investments may adversely affect demand for spring steel flats. Further, changes in automotive technologies, including the increasing adoption of electric vehicles and evolving vehicle designs, may influence the demand for certain conventional automotive components and consequently impact the requirement for specific steel products.

Intense competition from established domestic manufacturers as well as regional and smaller players may exert pressure on product prices, margins and market share. Customers, particularly OEMs and their Tier-1 & Tier-2 suppliers, continue to have stringent requirements relating to product quality, consistency, dimensional accuracy, delivery schedules and pricing. The Company therefore needs to continuously enhance its manufacturing capabilities, quality standards and product offerings to retain existing customers and secure new business opportunities. Changes in government policies, trade regulations, import duties, environmental regulations and other regulatory requirements may also affect the Company's operations and competitiveness. Increased availability of imported steel or changes in the domestic trade environment may place pressure on domestic steel prices and realizations. At the same time, evolving environmental and sustainability requirements may necessitate additional investments in energy efficiency, pollution control, waste management and other compliance measures.

The Company's manufacturing operations are also exposed to energy costs, availability of utilities and supply-chain disruptions. Fluctuations in electricity, fuel costs, interruptions in power supply, transportation constraints, delays in procurement of raw materials & logistics-related disruptions may impact production schedules, operating costs & timely delivery to customers.

Further, the steel industry is witnessing increasing emphasis on energy efficiency, decarbonization & sustainable manufacturing practices. The evolving environmental regulations & growing sustainability expectations of customers, particularly large OEMs & institutional buyers, may necessitate continued investments in technology, processes, and infrastructure to ensure compliance and maintain competitiveness.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE:

The Company operates in only one segment, i.e. iron & steel. During the financial year 2025-26, the company achieved production of steel product as under:

Own Unit (MT) – 27,471.38 (Previous Year 26,445.76)
Sales (Rs.) – 16,879.39 Lakhs (Previous Year 17,544.30 Lakhs)

OUTLOOK FOR STEEL INDUSTRY:

The World Steel Association forecasts that global steel demand will grow by 0.3% this year, reaching 1.72 billion tons. In 2027, accelerated growth of 2.2% is expected, reaching 1.76 billion tons. Steel demand in China is expected to decline by 1.5% in 2026 as the housing market correction nears its bottom. Infrastructure investment in the country is expected to increase this year thanks to efforts by local authorities to support GDP growth. Steel demand in the country's manufacturing sector will maintain moderate growth in 2026 as exports continue to expand. However, a more challenging global trade environment remains a significant risk and could potentially slow growth in the coming years. In 2027, the association expects steel demand in China to remain virtually unchanged compared to 2026 levels. The forecast is based on the assumption that the prolonged correction in the real estate sector will largely be over by that time, easing the severe downward pressure that has dominated the industry since 2021.

India maintains its position as the world's fastest-growing major steel market—demand there is expected to grow by 7.4% in 2026 and accelerate to 9.2% in 2027. This will drive broad potential across all key steel-consuming sectors. These include infrastructure-focused steel construction and the automotive sector, which is supported by growing demand for freight transport. Growth in steel demand in developing countries (excluding China) will slow to 2.5% in 2026, which is significantly lower than the approximately 5% annual growth recorded in recent years. This will be primarily driven by a sharp decline in the Middle East. The outlook for 2027 is more optimistic—growth is expected to rebound to 5.1%. Steel demand in developed countries rose by 0.2% in 2025, marking the end of a three-year consecutive decline since 2021. World steel expects this stabilization to pave the way for a gradual recovery—1% in 2026 and 2.3% in 2027.

The long-term growth outlook for the Indian auto industry remains positive, driven by strong economic fundamentals, progressive government initiatives, rapidly improving infrastructure, and a young, aspirational population. While the outlook for the industry remains promising, when compared to FY19 pre-COVID levels, it has achieved 95% recovery in commercial vehicles. Passenger vehicles, which had already recovered to pre-COVID levels last year, crossed the 4.3 million mark in FY25. The Indian auto industry today is sharply focused on accelerating the transition to cleaner mobility, and enhancing road safety. Recognizing the evolving global and domestic imperatives around carbon neutrality and technological self-reliance, the industry has made significant strides in the indigenization of key automotive technologies. The Government of India has introduced a series of initiatives to accelerate green mobility and establish India as a global hub for EV (electric vehicle) manufacturing. The newly approved E-Vehicle Policy and the PM E-DRIVE Scheme, with an outlay of Rs. 10,900 crores over two years (FY25–FY26), aims to drive the adoption of advanced EV technologies, boost domestic manufacturing under the Make in India initiative, promote healthy competition, and achieve economies of scale. These efforts are expected to reduce crude oil imports, lower the trade deficit, & improve environmental outcomes. Additionally, the Voluntary Vehicle Modernization Program is creating a supportive ecosystem for phasing out older, polluting vehicles and enhancing road and vehicular safety.

RISK & CONCERNS:

The Company operates in the steel-processing industry & is exposed to various business and industry-related risks. The principal risks include volatility in the prices and availability of key raw materials, fluctuations in steel prices, competitive pressure from domestic & imported products, & changes in demand from the automobile, engineering, infrastructure and other industrial sectors.

The Company's profitability may also be affected by increases in power and other manufacturing costs, particularly where such increases cannot be fully passed on to customers. Maintaining consistent quality and meeting stringent customer specifications for Spring Steel Flats remain critical to sustaining customer relationships and market position.

The Company is also exposed to working capital & receivable risks arising from inventory requirements and credit periods extended to customers. Operational risks, including machinery breakdowns, production disruptions, lower capacity utilization, and safety incidents, may adversely impact production and profitability.

In addition, changes in government policies relating to steel imports, duties, quality standards, environmental requirements and other regulatory matters may influence the competitive environment and cost structure of the business. The Company continues to monitor these risks and take appropriate measures to mitigate their potential impact.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

Internal control systems are an integral part of any organization to safeguard its assets & interests and the Company always puts greater emphasis on strengthening and reviewing its control systems in place for continuous improvement. The company has well-established and effective system of internal controls corresponding to its size, nature of business and complexity of operations. The system provides a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company and ensuring compliance with corporate policies.

The internal control system is supplemented by internal audits and its review by the management on a periodic basis. The Company has availed the services of independent professional firms for Internal Audit, which checks the effectiveness of the internal controls with an objective to provide an independent, objective and reasonable assurance of the adequacy and effectiveness of your Company's risk management, control and governance processes. Such audit ensures and evaluates the effectiveness of the internal control structure on a regular basis. Such controls have been assessed during the year, after taking into consideration the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by The Institute of Chartered Accountants of India.

The scope and authority of the internal activity are approved by the Audit Committee. The Internal Auditor reports directly to the Audit Committee of the Board. Based on the report of the Internal Auditor, process owners undertake corrective actions in their respective areas & thereby strengthen the control. Audit Committee periodically reviews the Internal Audit Reports & issues guidance and advice. Minutes of the Audit Committee are put up to the Board of Directors. The Company's Audit Committee reviews adherence to internal control systems, internal audit reports and legal compliances. This committee reviews all quarterly and yearly results of the Company and recommends the same to Board for its approval.

The Audit Committee ensures that the Company's books of accounts are properly maintained and that transactions are recorded in accordance with applicable accounting standards, laws, & regulations. The Company recognizes the fact that any internal control framework would have some inherent limitations and hence has inculcated a process of periodic audits and reviews to ensure that such systems and controls are upgraded at regular intervals.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

During the fiscal year 2025-26, the Company achieved the sales turnover of Rs. 16,879.39 Lakhs (27,471.38 MT) as against Rs. 17,544.30 Lakhs (26,445.76 MT) during the previous year. After providing depreciation of Rs. 85.35 Lakhs in the Current Year and Rs. 84.03 Lakhs in the Previous Year and interest of Rs. 251.07 Lakhs in the Current Year and Rs.

149.58 Lakhs in the Previous Year. Further adjusting Rs. 219.48 Lakhs for taxation (net), and Rs. 261.58 Lakhs for taxation (net) in the previous year. The Company posted a net profit after tax of Rs. 620.24 Lakhs as against Rs. 758.55 Lakhs in the financial year 2024-25. During the year under review, the Company has not done any conversion work. The financial performance during the year was influenced by the prevailing market conditions in the steel industry, including fluctuations in steel prices & realizations. While domestic steel consumption remained strong during FY 2025-26, the industry continued to experience pricing pressures and volatility.

Financial Year 2026 was largely driven by external global shocks including China's policy measures induced volatile commodity & raw material prices, fluctuating demand etc. However, tight focus & vigilance on market helped the Company to continue its profitable journey. The Company will develop new sizes to meet the evolving requirements of Original Equipment Manufacturers (OEMs). With expected approvals from OEMs, these new sizes are anticipated to drive repeat orders. In the coming year, the Company plans to engage new raw material suppliers, which is expected to ensure smoother production processes and uninterrupted supply to customers. If market conditions remain favorable, the Company will be able to operate at optimal production capacity, leading to improved plant utilization, reduced fixed overheads, and access to more competitively priced raw materials.

KEY FINANCIAL RATIOS:

The details of significant changes in the key financial ratios as compared to previous year are stated below:

Ratios	Units	2025-26	2024-25	Change (%)	Explanation for Significant changes
Debtors Turnover Ratio	Times	10.92	14.04	-22.20%	--
Inventory Turnover Ratio	Times	7.63	7.22	5.64%	--
Interest Coverage Ratio	Times	4.34	7.82	-44.44%	Due to increase in interest expenses
Current Ratio	Times	2.49	2.35	5.68%	--
Debt Equity Ratio	Times	0.46	0.59	-20.75%	--
Operating Profit Margin	%	0.15	0.17	-11.14%	--
Net Profit Margin	%	3.67	4.32	-14.94%	--
Return on Net worth	%	11.38	12.47	-8.73%	--

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING A NUMBER OF PEOPLE EMPLOYED:

The company believes that human capital is a critical factor of success & hence constantly strives to strengthen its work ethics, work culture, and align the workforce towards the common goal. Our Human Resource vision is to cultivate a high-performing organization where every individual is inspired to reach their full potential, contributing to both personal growth & the achievement of organizational goals. To this end, we continuously work to enhance our work ethics & culture, aligning our workforce with a unified vision. We are committed to maintaining a positive work environment & fostering constructive relationships with all employees, with a strong focus on productivity and efficiency. We believe that our people are the heart of our success. By developing talent & equipping our workforce with the skills needed for the future, the Company seeks to pursue responsible growth while creating a positive and meaningful impact on society.

Current workforce of the company is rightly poised to navigate through the current volatile, uncertain, complex situation and to always maintain industry leading quality standards while maintaining the highest service levels. The company continues to focus on upgrading knowledge and skill levels among its employees through various learning & development, training activities to enable them to move up the ladder. The Company has well-defined Human Resource policies that enable it to foster a strong performance-oriented culture while promoting a sense of belonging and commitment among its employees. During the year ended 31st March, 2026, the total number of employees employed by the Company was 36 (Thirty-six) & 64 (Sixty-four) workers on contractual basis.

CAUTIONARY STATEMENT:

The above Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include external economic conditions affecting demand/supply, influencing price conditions in the market in which the Company operates, changes in government regulations, tax laws and other incidental factors.

CORPORATE GOVERNANCE REPORT

1. CORPORATE GOVERNANCE PHILOSOPHY

Our Company is committed to fostering a culture of integrity, transparency, and accountability by adhering to best governance practices and upholding the highest standards of responsibility towards all stakeholders. In line with this commitment, the Company is guided by the following core values:

a. **Transparency** – We believe in the timely and transparent dissemination of information to all stakeholders.

b. **Internal Controls** – The Company has established a robust system of internal controls to ensure the effective management and monitoring of all its activities.

c. **Protection of Stakeholders' Interests** – As a responsible custodian of stakeholders' interests, the Company strives to protect and enhance shareholder value through strategic oversight. We believe in setting clear and well-defined objectives that are aligned with sustainable growth and long-term value creation for shareholders.

d. **Quality** – The Company is committed to supplying high-quality materials to its customers while consistently maintaining the highest standards of quality.

e. **Integrity and Ethics** – We uphold the highest ethical standards and promote integrity, fairness, and responsible decision-making in all our business activities.

f. **Growth** – The Board oversees the Company's performance and endeavours to ensure the protection of shareholders' interests while maximising long-term shareholder value.

The Company continually strives to strengthen its corporate governance framework by enhancing efficiency, transparency, and accountability, while pursuing excellence across all aspects of its operations. Our governance framework is founded on ethical and responsible business practices that are designed to create sustainable value for all stakeholders. The Company remains committed to not only complying with the prescribed corporate governance requirements but also adopting globally recognised best practices wherever appropriate.

The Company has complied with the applicable requirements of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the Financial Year 2025–26.

The Company also believes that an active, well-informed, & independent Board is essential for maintaining the highest standards of corporate governance.

2. BOARD OF DIRECTORS

2.1) Composition and Category of Directors

The Board of Directors is at the core of the Company's corporate governance practices and it oversees and ensures that the Management consistently serves and safeguards the long-term interest of all our stakeholders.

We believe that an active, well-informed and independent Board is essential for upholding the highest standards of corporate governance.

The Board is headed by an Executive Chairman and comprises an optimal combination of Executive & Non-Executive Directors, including Independent Directors, in compliance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on 31st March, 2026, the Board consists of five (5) Directors. The day-to-day operations of the Company are managed by two (2) Executive Directors. The remaining three (3) Directors are Non-Executive and Independent Directors, who are free from any business or other relationships that could materially influence their judgment.

All Independent Directors meet the criteria of independence as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and Section 149(6) of the Companies Act, 2013.

During Financial Year 2025-26, none of the Directors of the Company acted as Members in more than ten committees or as Chairperson in more than five committees across all listed entities where they serve as a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

The current composition of the Board reflects an optimal blend of professionalism, knowledge, expertise, and experience.

The names and categories of the directors on the board and other relevant information, as on 31st March, 2026, are as under:

S.N.	Name of Director	Category	No. of other Directorships held#	Member/ Chairman of other Board Committees @	No. of shares held in Company
1.	*Shri Nandkishore Sarda	Promoter Executive/CMD	8	1	3,23,100

2.	*Smt. Poonam Sarda	Promoter Executive/ WTD	8	1	1,28,060
3.	Shri Mukund Mohta	Independent Non-Executive	0	1	0
4.	Shri Prakash Soni	Independent Non- Executive	2	1	0
5.	Shri Govind Mantri	Independent Non- Executive	5	3	0

Notes:

* Except Shri Nandkishore Sarda and Smt. Poonam Sarda, who are related to each other, no other director is related to any one in any manner. Shri Nandkishore Sarda is father-in-law of Smt. Poonam Sarda.

Including Public Limited Companies and Private Limited Companies excluding directorships in foreign companies.

@ Committee positions only of the Audit Committee and Stakeholders Relationship Committee in Public Companies (including the Company) have been considered.

2.2) Number of Board Meetings

The members of the Board are provided with the requisite information mentioned in the Listing Regulations well before the Board Meetings. During the year 2025-26, the Board of the Company met four times on 30th May, 2025, 13th August, 2025, 14th November, 2025 and 03rd February, 2026. All the meetings were held in such manner that the intervening period between two consecutive meetings, was well within the maximum gap of one hundred and twenty days prescribed under the Listing Regulations.

The attendance record of the Directors at the Board Meetings during the year ended 31st March, 2026 and at the last Annual General Meeting is as under:

Sr.No.	Name of Director	No. of Board Meetings attended	Attendance at the last AGM
1	Shri Nandkishore Sarda	4	Present
2	Smt.Poonam Sarda	4	Present
3	Shri Mukund Mohta	4	Present
4	Shri Prakash Soni	3	Present
5	Shri Govind Mantri	4	Present

2.3) Details of directorships in other listed companies with category of Company's directors is as under (as on 31st March, 2026)

Sr.No.	Name of Director	Name of the Company	Designation
1	Shri Nandkishore Sarda	NIL	Not applicable
2	Smt.Poonam Sarda	NIL	Not applicable
3	Shri Mukund Mohta	NIL	Not applicable
4	Shri Prakash Soni	NIL	Not applicable
5	Shri Govind Mantri	NIL	Not applicable

2.4) List of Core Skills / Expertise/ Competencies of directors

The Company is engaged in one segment i.e. Iron and Steel Industry. A chart setting out the list of core skills/ expertise/competencies as identified by the Board of Directors as required in the context of its business and sector(s) for it to function effectively and those actually available with the Board are as follows:

S.No.	Name of Director	Qualification & Experience	Expertise
1	Shri Nandkishore Sarda	B.Sc. Nearly 59 years of experience	Iron & Steel, Strategic Planning, General Management, Production & Operation and Human Resource Management.
2	Smt.Poonam Sarda	C.A (Intermediate), L.L.B Nearly 16 years of experience	Accounting, Finance, Taxation, Corporate Laws, Human Resource Management.
3	Shri Mukund Mohta	B. Com and Diploma in Business Management. Nearly 47 years of experience	Human Resource Management, Account, Finance, Sales, Marketing and Purchase. Wide experience in the field of Iron.
4	Shri Prakash Soni	B.E in Mechanical Engineering and M.S in Industrial Engineering. Nearly 59 years of experience	Sales, Marketing, Purchase, Production and Operation, Developing of new products.
5	Shri Govind Mantri	B. Com with specialization in finance. Nearly 45 years of Experience.	Accounts, Marketing, Audit and Financial Management, project management, problem solving, and communication, build relationships and foster collaboration, Human Resource Management to drive innovation

			and ensure projects are completed on time and in budget.

2.5) Independent Directors

The Independent Directors, drawn from diverse fields of expertise, bring with them extensive experience and deep knowledge in their respective fields. Their presence adds significant value to the Company's business by offering a well-balanced mix of functional and industry-specific competence. They play a vital role in the Company's governance framework by contributing to the enhancement of corporate integrity and trust.

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that the Independent Directors on the Board of the Company fulfill the conditions of independence specified in Section 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations stating that they meet the eligibility criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations, 2015. During the Financial Year 2025-26, no Independent Director resigned before the expiry of his tenure. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact their ability to discharge their duties.

The Company's Independent Directors met once during the year without the presence of the Management. Independent Directors discussed matters pertaining to the Company's affairs and shared their views/ suggestions with Chairman & Managing Director and also with the Board of Directors.

During the year, Familiarization Programs were conducted for the Independent Directors. The weblink where details of the Familiarization programs imparted to Independent Directors is http://shardaispat.com/investor/policy.

2.6) Code of conduct

The Company has in place a comprehensive Code of conduct (the Code) applicable to the Senior Executives and the Directors. The code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law.

A copy of the code has been put on the Company's website (shardaispat.com). The code has been circulated to Directors and Senior Executives and its compliance is affirmed by them annually. A declaration signed by the Chairman & Managing Director is given below.

"I hereby confirm that the Company has obtained from all the members of the Board and senior executives, affirmation that they have complied with the Code of Conduct and Ethics for Board of Directors and Senior Executives in respect of the financial year 2025-26."

Nandkishore Sarda
Chairman & Managing Director

3. Committees of the Board

3.1 Audit Committee

Composition and Meetings

The composition of the Audit Committee complies with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18(1) of the SEBI (LODR) Regulations. All the members including Chairperson of the Audit Committee of the Board are Non-executive, Independent Director/s of the Company.

The members of the Audit Committee are financially literate and possess adequate knowledge of accounts, audit, finance, taxation, internal controls, etc.

4 (Four) meetings of the Audit Committee were held during the financial year ended March 31, 2026. These meetings were held on 30th May 2025, 13th August, 2025, 14th November 2025 and 03rd February, 2026. The requisite quorum was present for all the meetings. All the decisions at the Audit Committee meetings were taken unanimously. Further, the Meetings of the Audit Committee are also attended by the Whole-time Director and Chief Financial Officer and the Statutory Auditors.

The Composition of the Audit Committee and the details regarding attendance are given below:

Name of the Director	Designation	No. of Meeting Held	No. of Meetings attended
Shri Mukund Mohta	Chairman	4	4
Shri Prakash Soni	Member	4	3
Shri Govind Mantri	Member	4	4

Shri Amit B. Mundada, Company Secretary, acts as the Secretary to the Audit Committee.

Shri Mukund Mohta, Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on 26th September 2025, to answer the shareholders queries. The Audit Committee acts as a link between the management, the Statutory and Internal Auditors and the Board. The Audit Committee monitors and effectively supervises the Company's financial reporting process with a view to provide accurate, timely and proper disclosure, maintain the integrity and quality of financial reporting. The Audit Committee, inter alia, also reviews, from time to time, the audit and internal control procedures, the accounting policies of the Company, annual compliances under SEBI (Prohibition of Insider Trading) Regulations, 2015, reviewing complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and reviewing complaints received under Whistle-Blower Policy of the Company. The Committee also oversees the performance of the Internal and Statutory Auditors and recommends their appointment and remuneration to the Board. The Audit Committee Meetings minutes were noted by the Board. The Chairman of the Audit Committee Meeting briefs the Board on the discussions held during the Audit Committee Meetings. All the recommendations of the Audit Committee have been accepted by the Board.

As per the requirement/instructions of the Committee, representatives from Internal Auditors, Cost Auditors, Statutory Auditors and such other persons as the Committee may feel necessary, also attend the Audit Committee meeting(s) to respond to queries raised at the Committee meeting(s).

Role/ Terms of Reference of Audit Committee:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

2. Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company.

3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;

4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

    1. Matters required being included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
    2. Changes, if any, in accounting policies and practices and reasons for the same.
    3. Major accounting entries involving estimates based on the exercise of judgement by management.
    4. Significant adjustments made in the financial statements arising out of audit findings.
    5. Compliance with listing and other legal requirements relating to the financial statements.
    6. Disclosure of any related party transactions.
    7. Modified opinion(s) in the draft audit report, if any.

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for the purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;

7. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of the Company with related parties;

9. Grant omnibus approval for Related Party Transactions, subject to the fulfillment of the applicable conditions.

10. Considered and Approved amendments to the Policy on Materiality of and Dealing with Related Party Transactions of the Company pursuant to notification of the Related Party Transactions Industry Standards and amendments in SEBI LODR Regulations.

11. Scrutiny of inter-corporate loans and investments;

12. Valuation of undertakings or assets of the Company, wherever it is necessary;

13. Evaluation of internal financial controls and risk management systems;

14. Monitoring the end use of funds raised through public offers and related matters; if any;

15. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

16. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

17. Discussions with internal auditors of any significant findings and follow up thereon;

18. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

19. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

20. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

21. To review the functioning of the whistle blower mechanism;

22. In consultation with the Internal Auditors, formulate the scope, functioning, periodicity and methodology for conducting the internal audit;

23. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;

24. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation, etc., on the Company and its shareholders;

25. Noted the NFRA Circular pertaining to Effective Communication between Statutory Auditors and Those Charged with Governance (TCWG) and

26. Carrying out any other function as is mentioned in the terms of reference of the audit committee;

The audit committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Management letters / letters of internal control weaknesses issued by the statutory auditors;
3. Internal audit reports relating to internal control weaknesses;
4. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; and
5. Statement of deviations:

a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32 (1) of SEBI (LODR) Regulations, 2015.
b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice as per Regulation 32 (7) of SEBI (LODR) Regulations, 2015.

3.2 Nomination and Remuneration Committee

Composition and Meetings

In terms of Regulation 19 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee, as on March 31, 2026, comprised of 3 (Three) Directors. All the Members of the Committee are Independent Directors. The composition, functioning and terms of reference of the Nomination and Remuneration Committee are in compliance with the applicable statutory provisions.

The role of the Nomination and Remuneration Committee is to oversee the selection of Directors and Senior Management based on criteria related to the specific requirement of expertise and independence.

The Committee evaluates the performance of Directors and Senior Management based on the expected performance criteria. The Committee also recommends to the Board, the remuneration payable to Directors of the Company. During the year, 1 (One) Nomination and Remuneration Committee meeting was held on 16th January, 2026. All the recommendations of the Nomination and Remuneration Committee have been accepted by the Board.

The Composition of the Nomination and Remuneration Committee and the details regarding the attendance are given below:

Name of the Director	Designation	No. of Meeting Held	No. of Meetings attended
Shri Prakash Soni	Chairman	1	1
Shri Mukund Mohta	Member	1	1
Shri Govind Mantri	Member	1	1

Shri Amit B. Mundada, Company Secretary, acts as the Secretary to the Nomination and Remuneration Committee.

Brief Description of the Terms of Reference of Nomination and Remuneration Committee:

a). Formulation of the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees.

b). In case of appointment of an independent director, evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role & capabilities required of an independent director.

The person recommended to the Board for appointment as an independent director shall have the necessary capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. uses the services of external agencies, if required;
b. considers candidates from a wide range of backgrounds, having due regard to diversity; and
c. considers the time commitments of the candidates.

c). Formulation of criteria for evaluation of performance of Independent Directors and the Board.

d). Devising a policy on Board diversity.

e). Identifying persons who are qualified to become Directors & who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

f). Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

g). Recommend to the Board, all remuneration, in whatever form, payable to Senior Management.

Performance Evaluation Criteria for Independent Directors:

The Nomination and Remuneration Committee has devised criteria for performance evaluation of Directors including Independent Directors.

The said criteria provide for certain parameters like seniority/experience, number of years on the Board, Board/ Committee meetings attended, Director's position on the Company's Board Committees, acquaintance with business, effective participation, communication inter- se with Board members, compliance with Code of Conduct, other relevant factors and performance of the Company.

Remuneration Policy:

The Company's Remuneration Policy is designed to reward performance through periodic reviews of individual and organizational achievements. The remuneration policy aligns with prevailing industry standards and practices. The Company's remuneration policy for Directors, Key Managerial Personnel and other employees is available on the website of the Company at https://shardaispat.com/investor/policy/.

The Remuneration to Managing Director shall take into account the Company's overall performance, Managing Director's contribution for the same & trends in the industry in general, in a manner which will ensure and support a high-performance culture.

The Managing Director and Whole-time Director are paid remuneration in accordance with the terms approved by the Nomination and Remuneration Committee, the Board of Directors and subsequently confirmed by the Shareholders of the Company. The remuneration of the Managing Director and Whole-time Director comprises of Salary, contributions to provident fund, gratuity and leave encashment facility. The Company does not have any stock option scheme. The tenure of the Managing Director and Whole-time Director is five (5) consecutive years. There is no separate provision for payment of severance fees. Each Non-executive Directors is paid sitting fee of Rs. 2,000/- for each board meeting attended by him.

Details of remuneration to Chairman & Managing Director and Whole time Directors are as under:

(Rs. In Lakhs)

Name of the Director	**Salary**	**Perquisites & Allowances**	**Commission**	**Total**	**Stock Options granted***
Shri Nandkishore Sarda	72.00	--	--	72.00	NIL
Smt. Poonam Sarda #	60.00	--	--	60.00	NIL

Also holds the office of CFO.
* No stock options were granted during the year.

Contract period: Shri Nandkishore Sarda, Chairman & Managing Director- Five years from 01st April, 2022.
Smt. Poonam Sarda, Whole-time Director- Five years from 01st April, 2022.

Details of remuneration to Non-Executive Directors are as under:

Name of the Director	**Sitting fees (per meeting)**	**Total**
Shri Mukund Mohta	2,000	8,000
Shri Prakash Soni	2,000	6,000
Shri Govind Mantri	2,000	8,000

None of the Non-Executive Directors has any material financial interest in the Company, other than the remuneration received by way of sitting fees for their participation in the meetings of the Company during the year.

3.3 Stakeholders Relationship Committee

Composition and Meetings

The Stakeholders Relationship Committee is responsible for addressing matters related to shareholder interests and maintaining positive relations with investors and shareholders. Its main role includes overseeing the resolution of shareholder grievances and monitoring the performance of the Company's Registrar and Transfer Agent to ensure compliance with established service standards.

Additionally, the Committee reviews the measures implemented to facilitate the effective exercise of voting rights by shareholders. The Stakeholders Relationship Committee ('SRC') comprises of 1 Independent Director and 2 Executive Directors. The composition of the Stakeholders Relationship Committee is in accordance with the requirements of Regulation 20 of the Listing Regulations and Section 178 of the Companies Act, 2013.

Shri Amit B. Mundada, Company Secretary, acts as the Secretary to the Stakeholders Relationship Committee.

During the financial year ended March 31, 2026, 1 (One) meeting of the Stakeholders Relationship Committee was held on 24th January, 2026. The requisite quorum was present for the meeting.

The Composition of the Stakeholders Relationship Committee and the details regarding the attendance are given below:

Name of the Director	**Designation**	**No. of Meetings Held**	**No. of Meetings attended**
Shri Govind Mantri	Chairman	1	1
Shri Nandkishore Sarda	Member	1	1
Smt. Poonam Sarda	Member	1	1

Shri Govind Mantri, Chairman of the Stakeholders Relationship Committee was present at the last Annual General Meeting of the Company held on 26th September 2025, to answer the shareholders queries.

Brief Description of the Role/ Terms of Reference of Stakeholders Relationship Committee

1. The Committee meets, as and when required, to, inter-alia, deal with matters relating to issue of Letter of Confirmation in case of loss of share certificates, issue of new share certificates.

2. Resolving the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, dematerialization of shares, non-receipt of annual report, issue of new / duplicate certificates, general meetings etc.;

3. With a view to expedite the process of transmission, necessary authority has been delegated to Company Secretary and Compliance officer of the Company.

4. The Committee is, inter-alia, authorized to approve the requests for transmission of shares and issue of duplicate share certificates.

5. Review of measures taken for effective exercise of voting rights by shareholders.

6. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.

7. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.

8. Such other functions as per Regulation 20(4) read with Part - D of Schedule - II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Section 178 of the Companies Act, 2013.

Shareholders' Complaints

The number of shareholders' complaints received and resolved as on 31st March 2026 is given below.

The number of complaints received during the financial year:	During the year under review, the Company received a total of five complaints from investors/shareholders, and all of them were resolved satisfactorily within the prescribed timelines. Of these, two complaints were received from shareholders seeking clarification as well as assistance regarding the non-updation of address/signature details, corrections in shareholder records, & other related matters. The remaining three complaints pertained to other investor grievances, which were duly examined and resolved in accordance with the Company's established investor grievance redressal mechanism.
The number of complaints not	NIL

solved to the satisfaction of shareholders:	
Number of pending complaints:	NIL No complaint was pending for redressal as on 31st March, 2026.

Compliance Officer

Shri Amit B. Mundada, Company Secretary is the Compliance Officer.

3.4 Procedure at Committee Meetings

The procedures applicable to Board meetings are followed for Committee meetings as far as practicable. Each Committee is empowered to engage external experts, advisors, or legal counsel, as deemed necessary, to assist in the effective discharge of its duties and functions. Committee decisions are made either during meetings or through circular resolutions. The Company Secretary serves as the Secretary for all Committees. Each Committee Chairperson provides the Board with updates on key discussions and deliberations held during Committee meetings.

During the year under review, all recommendations made by the Committees were accepted by the Board. The minutes of all Committee meetings are circulated to the directors and placed at the Board meetings for its information and noting.

3.5 Details of Senior Management and changes therein during the year

Sr.No.	Name	Designation	Change/ No Change
1	Poonam Sarda*	Chief Financial Officer	No Change
2	Ravi Iyer $	Vice President	Change
3	Anand Motghare	Assistant General Manager (Administration)	No Change
4	Chandrakant Panchariya	Assistant General Manager (Purchase)	No Change
5	Amit B. Mundada	Company Secretary	No Change

* Smt. Poonam Sarda is also Whole-time Director.
$ Shri Ravi Iyer Superannuation from Service with effect from 15th April, 2025.

4. General Body Meetings

The venue, date and time of the last three Annual General Meetings and the details of Special Resolutions passed thereat are as under:

Date	Time	Venue	Special Resolution Passed
26th September, 2025	09:30a.m.	At Da-rock, Plot no. 230, 7th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	No Special Resolution was passed in the meeting
18th September, 2024	11:00a.m.	At the corporate office of the Company at Da-rock, Plot no. 230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	1. Appointment of Shri Prakash Soni (DIN: 01741631) as an Independent Director of the Company. 2. Appointment of Shri Mukund Mohta (DIN: 00580540) as an Independent Director of the Company. 3. Appointment of Shri Govind Mantri (DIN: 00414922) as an Independent Director of the Company. 4. Revision in Remuneration of Shri Nandkishore Sarda (DIN:00229911), Chairman and Managing Director of the Company. 5. Revision in Remuneration of Smt. Poonam Sarda (DIN:00190512), Whole-time Director of the Company.
29th September, 2023	11:00a.m.	At the corporate office of the Company at Da-rock, Plot no. 230, 6th Floor, Hill Road, Shivaji Nagar, Nagpur-440010	No Special Resolution was passed in the meeting

Special Resolution(s) passed through Postal Ballot:

During the year 2025-26, No resolution was put through postal ballot.

5. Means of communication

Quarterly, half-yearly and annual results are submitted to the stock exchange in accordance with the Listing Regulations and published in Indian Express (English Language) and Loksatta (Vernacular Language) newspapers. The financial results and other relevant information are placed simultaneously on the Company's website - shardaispat.com. During the year under review, no news releases were made to the institutional investors or to the analysts. In the financial year 2025-26, no presentations have been made to the institutional investors/analysts.

6. General shareholder information

Annual General Meeting	Date: 29th September, 2026 Time: 09:30 a.m. Venue: At Da-rock, Plot no. 230, 7th Floor, Hill Road, Shivaji Nagar, Nagpur-440010

Financial calendar for 2025-26 (tentative)

Financial results for the quarters ended:

30th June, 2026	1st Week of August, 2026
30th September, 2026	1st Week of November, 2026
31st December, 2026	1st Week of February, 2027
31st March, 2027	4th Week of May, 2027
Annual General Meeting (for F.Y. 2026-27)	September, 2027
Dividend payment date (For F.Y. 2025-26)	In view of meeting our Company's working capital requirements during the ensuing year, your directors express their inability to recommend any dividend for this year.
Listing on stock exchanges Equity Shares	The shares of the Company are listed on the following exchanges: 1. BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 2. The Calcutta Stock Exchange Association Limited, 7, Lyons Range, Dalhousie, Kolkata - 700001 ISIN NSDL & CDSL-INE385M01012 The security of the Company has been shown as suspended on the Calcutta Stock Exchange Association Limited. The Company has stepped up and is in the process to expel the suspension

	from Calcutta Stock Exchange. Your Company has paid annual listing fees to the BSE Limited, Mumbai, for the equity shares for the financial year 2025-26.
Registrar and share transfer agents (for physical and electronic)	Adroit Corporate Services Private Limited 18-20, Jafferbhoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400059

Shareholding pattern as on 31st March, 2026

Sr.No.	Category	No. of Shares	Percentage
1.	Promoter and Promoter Group	38,06,099	74.97
2.	Banks/MFs/FIs/Ins.Cos./NBFCs	0	0.00
3.	Foreign Portfolio Investors	0	0.00
4.	Overseas Corporate Bodies	0	0.00
5.	Bodies Corporate	4,82,405	9.50
6.	Individual NRIs	6675	0.13
7.	Resident Individuals	7,57,743	14.93
8.	IEPF Authority	0	0.00
9.	Others	23,878	0.47

Distribution of shareholding as on 31st March, 2026

Shareholding of nominal value (Rs.)	Shareholders		Shares	
	Number	% to total	Number	% to total
Up to 100	2692	69.20	163669	3.22
101-500	976	25.09	265120	5.22
501-1000	131	3.37	109849	2.16
1001- 2000	29	0.75	45940	0.90
2001-3000	13	0.33	33000	0.65
3001-4000	16	0.41	56425	1.11
4001-5000	1	0.03	5000	0.10
5001-10000	7	0.18	54271	1.07
10001-20000	3	0.08	59495	1.17
20001-50000	4	0.10	102200	2.01
50,001 and above	18	0.46	4181831	82.37
Total	**3890**	**100.00**	**50,76,800**	**100.00**

Share Transfer System

Shares of the Company can be transferred only in dematerialized form with effect from April 1, 2019.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, has mandated all listed companies to issue securities in dematerialized form only, while processing the service request of issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/ exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission & transposition.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are requested to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

Also, share transactions in electronic form can be affected in a much simpler and faster manner. After a confirmation of a sale /purchase transaction from the broker, shareholders should approach the Depository Participant ('DP') with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account.

SEBI has opened a special window from 7th July 2025 to 6th January 2026 for pending transfer of physical shares, Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 02nd July 2025. Subsequently, SEBI extended the validity of the special window from 05th February, 2026 to 04th February, 2027 through Circular No. HO/38/13/11(2)2026MIRSDPOD/I/3750/2026 dated January 30, 2026. Any person fulfilling the eligibility conditions specified in the aforesaid circulars may avail themselves of this special window for the transfer & subsequent dematerialization of such physical shares.

Shareholders should communicate with Adroit Corporate Services Private Limited, Company's Registrars & Transfer Agent ('RTA') quoting their folio number or Depository Participant ID ('DP ID') and Client ID number, for any queries to their securities.

Shareholders are advised to refer to the latest SEBI guidelines & circular(s) issued from time to time regarding securities held in physical form in listed companies. Shareholders must ensure that their KYC details are kept updated at all times to avoid their folios being frozen, as prescribed by SEBI.

Further, the Company's RTA has implemented various investor initiatives given below as part of their endeavor to enhance investor servicing.

The Shareholders may avail themselves of these facilities, as applicable, by visiting the following link: https://www.adroitcorporate.com/RandTServices.aspx.

Dematerialization of Shares

The Company has arrangement with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) for dematerialization of equity shares. As on 31st March, 2026 out of the total 50,76,800 equity shares held by about 3,890 (PY 3,996) shareholders 42,00,540 (PY 41,85,540) equity shares held by 1,836 (PY 1,889) shareholders representing 82.74% (PY 82.44%) of the total paid-up equity capital have been dematerialized. The Promoters hold 99.74% of their equity shareholding in the Company in dematerialized form.

GDR, ADR, Warrants or Conversion Instruments

During the year under review, the Company has not issued any Global Depository Receipts (GDRs), American Depository Receipts (ADRs), Warrants, or any other convertible instruments.

Hedging of Risks

The Company has in place a Board approved policy which establishes the risk management framework and defines the procedures and controls for effective management of risks faced by the Company. With respect to price risk related to raw materials used in manufacturing, appropriate measures are taken in line with industry practices. The Company's exposure in none of the commodities, which are sourced for use in its business, is material in the context of its overall operations and also in terms of the 'policy on Determination of Materiality for Disclosures (s)', as approved by the Board. Accordingly, the disclosure requirements prescribed under the SEBI Circular dated 15th November, 2018 is not applicable to the Company.

Credit Ratings

During the year under review, the Company did not obtain any credit ratings.

Plant Location	Kamptee Road, Nagpur- 440026
Address for correspondence	Regd. Office Kamptee Road, Nagpur- 440026 Phone No: -: 0712-2640071 e-mail: shardaispat.ngp@gmail.com Corporate Office Da-rock, Plot No.230, 6th Floor, Hill Road, Shivaji Nagar,

Nagpur-440010
Phone No: - 0712-2245888
0712-2245156
e-mail: shardaispat.ngp@gmail.com

7. Disclosures

a) Related Party Transactions

All transactions entered into with related parties as defined under the Act and Regulation 23 of the SEBI Listing Regulations, each as amended, during the year under review were on an arm's length price basis and in the ordinary course of business. These have been approved by the Audit Committee and by the shareholders of the Company, where required, in terms of provisions of the SEBI Listing Regulations. Certain transactions which were repetitive in nature were approved through omnibus route by the Audit Committee. The Company has not entered into any materially significant related party transaction that has potential conflict with the interest of the Company at large. None of the transactions with any of related parties were in conflict with the Company's interest.

Attention of members is drawn to the disclosures of transactions with related parties set out in Note No. 12, 35 and 36 of Standalone Financial Statements, forming part of the Annual Report. The Company's major related party transactions are generally with its group companies. In addition to the above and as required under the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company is in compliance with the Accounting Standards on related party disclosures. It has been submitting disclosures of related party transactions to the Stock Exchanges in the prescribed format within prescribed timelines.

All related party transactions are negotiated on an arm's length basis and are intended to further the Company's interest.

b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

The Company has complied with all the requirements of regulatory authorities on capital markets. Except as provided below, there has been no instance of non-compliance by the Company on any matters related to the capital markets, nor have any penalty or strictures been imposed on the Company by the SEBI, Stock Exchanges or any other statutory authorities on such matters, for the last 3 (three) Financial Years.

Financial Year	Details of non-compliance Fine levied Name of stock Exchange	Fine levied	Name of stock Exchange
2025-26	Nil	Nil	Nil
2024-25	Nil	Nil	Nil
2023-24	Regulation 23 (9) of the SEBI (LODR) Regulations, 2015 – Delay in disclosure of related party transactions on consolidated basis.	Rs. 15,000/- (Excluding GST Rs.2,700/-)	BSE Limited (BSE)

c) Whistle Blower policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal / unethical behavior. The Company has adopted Whistle Blower Policy and has established necessary vigil mechanism for employees / directors, wherein they can report the instances of unethical behavior, actual or suspected fraud or any violation of the Code of Conduct and / or laws applicable to the Company, report the instances of leakage of unpublished price sensitive information and seek redressal. The reportable matters may be disclosed to the head HR or the Compliance Officer who report to the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

We affirm, that no employee is denied a direct access to the Chairman of the Audit Committee. The Whistle Blower Policy / Vigil Mechanism has been disclosed on the website of the Company viz. https://shardaispat.com/investor/policy.

d) Compliance with mandatory and discretionary requirements

The Company has complied with all the mandatory requirements of the Listing Regulations. The Company has also adopted the following discretionary requirements as provided in the Listing Regulations:

Financial Statements: The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards (“Ind AS”) notified under the Companies (Accounting Standards) Rules, 2015.

Listing Regulations: There is no non-compliance of any of the requirements of Corporate Governance for the year under review as required under the Listing Regulations.

The Company has also adopted the following non-mandatory requirements of Listing Regulations.

1) Unmodified Opinion(s) in Audit Report

The auditor has expressed an unmodified opinion in their report on the financial statements of the Company.

2) Reporting of Internal Auditors

The Internal Auditors of the Company report to the Audit Committee periodically to ensure independence of the Internal Audit function.

The Company has also complied with the corporate governance requirements specified in regulation 17 to 27 & clauses (b) to (i) of sub-regulation (2) of regulation 46.

e) Transfer of Unclaimed Dividend amounts to Investor Education and Protection Fund

Unclaimed Dividend/ Transfer of Shares to IEPF: The Company has not declared or paid any dividend. The details of which are given below.

Financial Year	Unpaid/ Unclaimed dividend as on 31.03.2026 (In Rs.)	Date of declaration	Date of transfer to IEPF
2019-20	Nil	N. A	N. A
2020-21	Nil	N. A	N. A
2021-22	Nil	N. A	N. A
2022-23	Nil	N. A	N. A
2023-24	Nil	N. A	N. A
2024-25	Nil	N. A	N. A
2025-26	Nil	N. A	N. A

f) Web link for policy on Material Subsidiary:

The policy to determine a material subsidiary has been framed and the same is disclosed on the Company's website at the link given below.
https://shardaispat.com/investor/policy.

g) Web link for dealing with Related Party Transactions:

The Policy on materiality of Related Party Transactions and also on dealing with such transactions is available on the website of the Company at the link given below.
https://shardaispat.com/investor/policy.

h) Disclosure of commodity price risks and commodity hedging activities: Not Applicable

i) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A):

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

j) Certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

All the Directors of the Company have submitted a declaration stating that they are not debarred or disqualified, by the virtue of any order issued by Securities and Exchange Board of India / Ministry of Corporate Affairs or any other Competent or Statutory Authority, from being appointed or continuing as Directors of Companies. A certificate to this effect, issued by Shri Sunil Kumar Sharma, Practicing Company Secretary (Membership No.: FCS 10043, CP No.: 12708), is enclosed at the end of this Report.

k) During the year under review, the Board has adopted all the recommendations made by the Committees of the Board.

l) Total fees for all services paid by the Company to the statutory auditor are Rs. 3.50 Lakhs. (Gross)

m) No complaint pertaining to sexual harassment of women employees was received during the year under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Accordingly, there is no information required to be furnished.

n) Disclosure of Loans and advances in the nature of loans to firms/companies in which directors are interested:

Sr.No.	Name	Nature	Amount (Rs.in Lakhs) *
1.	Kyoto Merchandise Private Limited	Unsecured Loan	3951.75

* Outstanding as on 31st March, 2026.

o) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:
The Company does not have any material subsidiary, and hence, the details regarding incorporation and statutory auditors are not applicable.

p) The Company has also complied with the requirements stipulated under Regulations 17 to 27 read with Schedule V and clauses (b) to (i) and (t) of Regulation 46 (2) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as applicable, with regard to corporate governance.

q) Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has not entered into any agreement(s) with media companies and/or their associates that would result in any shareholding in the Company. Consequently, disclosures relating to such agreements—such as the appointment of nominee(s) of media companies on the Board of the Company, management control, or any potential conflict of interest—are not applicable. Further, the Company has not entered into any other back-to-back treaties/ contracts/ agreements/ memorandum of understanding (MoUs), or similar instruments with media companies and/or their associates.

r) Details of Shares transferred to the Suspense Escrow Demat Account:

As per Part F of Schedule V of SEBI (LODR) Regulations, 2015, the Company reports the following details in respect of equity shares lying in the demat suspense account or unclaimed suspense account.

i) Aggregate no. of shareholders and the outstanding shares lying in the suspense account at the beginning of the year: Nil.
ii) Number of shareholders who approached listed entity for transfer of shares from suspense account during the year: Nil.
iii) Number of shareholders to whom shares were transferred from suspense account during the year: Nil.
iv) Aggregate no. of shareholders and the outstanding shares lying in the suspense account at the end of the year: Nil.
v) That the voting rights on the equity shares shall remain frozen till the rightful owner claims such equity shares: Nil.

s) Disclosure of Agreements binding the Company under Clause 5A of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

During the financial year 2025-26, no such agreements as specified under Clause 5A of Para A of Part A of Schedule III were entered.

t) Material financial & commercial transactions by Senior Management

There were no material financial & commercial transactions by Senior Management as defined in Regulation 26 of the Listing Regulations where they have any personal interest that may have a potential conflict with the interests of the Company at large requiring disclosure by them to the Board of Directors of the Company.

u) Certificate from Practicing Company Secretary

Certificate from Shri Sunil Kumar Sharma, Practicing Company Secretaries that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority is as under:

TO WHOMSOEVER IT MAY CONCERN

I, Sunil Kumar Sharma, Practicing Company Secretary do hereby certify that none of the directors on the Board of M/s. Sharda Ispat Limited have been debarred or disqualified from being appointed or from continuing as directors of companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority to the best of my knowledge.

This certificate is being issued as per Schedule V under Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Sunil Kumar Sharma & Associates
Company Secretaries
PR:2547/2022

Sunil Kumar Sharma
(Proprietor)
M No. 10043
CP No. 12708
UDIN: F010043H001106677

Place: Nagpur
Date: 13.08.2026

Compliance Certificate from the Practicing Company Secretary regarding compliance of conditions of Corporate Governance

To,
The Members of,
Sharda Ispat Limited

We have examined the compliance of conditions of corporate Governance by Sharda Ispat Limited ("the Company"), for the year ended 31st March, 2026 as stipulated in relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Listing Regulations).

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations as applicable for the year ended March 31, 2026.

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

For Sunil Kumar Sharma & Associates
Company Secretaries
PR:2547/2022

Sunil Kumar Sharma
(Proprietor)
M No. 10043
CP No. 12708
UDIN: F010043H001106732

Place: Nagpur
Date: 13.08.2026

INDEPENDENT AUDITOR'S REPORT

To the Members of,
Sharda Ispat Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying Financial Statements of Sharda Ispat Limited ('the Company'), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss (including the statement of Other Comprehensive Income), the Cash flow Statement and the Statement of Changes in Equity for the year then ended and notes to the financial statements including a summary of material accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanation given to us, the aforesaid 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 principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31st March, 2026, its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31,2026. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

Key audit matter	How our audit addressed the key audit matter
During the year under review, the Company's investment has increased significantly. The Company made investments in various investment instruments, both directly and through a Portfolio Management Services (PMS) arrangement. We considered investments made during the year to be a key audit matter because of the significant increase in the Company's investment portfolio during the year, the nature and diversity of the investments undertaken and the complexity involved in accounting for and presenting investments held through the PMS arrangement. The matter also involved significant auditor attention in assessing the appropriate classification and presentation of investments, the recognition and presentation of income arising from investments in profit or loss or other comprehensive income, as applicable, the valuation of investments, and the related tax treatment and categorisation of gains arising from such investments	Our audit procedures included, among others: • obtained an understanding of the Company's investment activities, including investments made directly and through the PMS arrangement, and the relevant controls over investment transactions; • understood the terms and conditions and structure of the PMS arrangement and evaluated the accounting and presentation of the investments held through the arrangement; • assessed the accounting policies applied by the Company for recognition, classification and measurement of investments and related investment income; • evaluated the basis adopted by the Company for recognition and presentation of investment income in profit or loss or other comprehensive income, as applicable under the applicable financial reporting framework; • examined investment transactions undertaken during the year and verified the amounts of investments with relevant supporting documentation; • obtained and examined statements and other confirmations from the PMS provider and relevant intermediaries, as applicable; • verified the existence and ownership of investments as at the reporting date; • assessed the valuation of investments as at the reporting date, including the basis and source of valuation used for the relevant investments; • assessed the classification and presentation of investments and related income in the financial statements; • evaluated the tax treatment of income and gains arising from investments, including the appropriate categorisation of gains

	as short-term or long-term, as applicable, and the related current and deferred tax implications; and • evaluated the adequacy of the related disclosures in the financial statements.

Information other than the Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual Report but does not include the financial statements and our auditor's report thereon.

   Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit, or otherwise, appears to be materially misstated. If, based on the work we have performed, 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.

Management's Responsibility for the Financial Statements

6. 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 of these Financial Statements that give a true and fair view of the state of affairs (financial position), profit and loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder. 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 Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

7. In preparing the 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.

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

    - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

    - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

11. 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.

12. 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.

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

Report on Other Legal and Regulatory Requirements

14. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

15. 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 Balance Sheet, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and Statement of Changes in equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid Financial Statements, comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;

(e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a Director in terms of Section 164 (2) of the Act;

(f) We have also audited the internal financial controls over financial reporting of the Company as on 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date and our report as per "Annexure B" expressed an unmodified opinion;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in the financial statements. (Refer Note 34 of the financial statements on Contingent Liabilities)

ii. The company did not have any material foreseeable losses on long term contracts including derivative contracts;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) contain any material misstatement.

v. During the year under review, the Company has not paid any dividend and hence Section 123 of the Act is not applicable to the Company.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which have a feature of recoding audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we have not come across any instance of audit trail feature being tampered with and the audit trail has been preserved as per the statutory requirements for record retention.

16. 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 Act.

UDIN- 26115665MJLLDK4207

For Panpaliya Taori & Co.
Chartered Accountants

Ritesh Panpaliya
Partner (M.No.115665)
Firm Reg. No. 125508W

Nagpur, dated
29th May, 2026.

“ANNEXURE A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred in our Audit Report of even date of M/s Sharda Ispat Limited for the year ended 31-03-2026)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

(i) (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, all property, plant, and equipment were verified during the year. No material discrepancies were noticed on such verification.

(c) The Company does not own any immovable property. Accordingly, the reporting under clause 3(i)(c) of the order is not applicable to the company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year ended March 31,2026. Accordingly, the reporting under clause 3(i)(d) of the order is not applicable to the company.

(e) No proceedings have been initiated or are pending against the company for holding any Benami property under the “Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and Rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. For stocks lying with third parties at the year-end, written confirmations have been obtained from them and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) During the year, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below:

Rs in lakhs

Name of the Bank	Working Capital Limit Sanctioned	Nature of current assets offered as security	Quarter	Amount as per statement submitted to bank (a)	Amount as per books of account (b)	Difference (a-b)	Reason for difference
Nagpur Nagarik Sahakari Bank Limited	875.00	Hypothecation of Stock and Debtors	Mar-26- Stock	2056.62	2157.69	-101.07	Incorrect valuation of stock
			Book Debts	1898.45	1862.23	36.22	Discount and tax deducted at source entry passed after preparation of stock statement

(iii) During the year, the Company has granted unsecured loans to company in respect of which the requisite information is stated in sub-clause (a) below. The company has not made investment, provided any guarantee or security or granted advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties.

(a) The Company has provided loans only and the requisite information is given below

Rs in lakhs

Particulars	Loans
Aggregate amount granted/ provided during the year	1520.00
Particulars	
Subsidiaries	-
Associate	-
Others	1520.00
Balance Outstanding as at balance sheet date	
Subsidiaries	-
Associate	-
Others	3951.76

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, the Company has not provided guarantees during the year. The investment made and the terms and conditions of the grant of loans during the year are not prima facie prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no amount is overdue for more than ninety days in respect of loans granted by company

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to same parties. Further, the Company has not given any advances in the nature of loans to any party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013, in respect of granting of loans, making investments and providing guarantees and securities, as applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits during the year as per the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed thereunder. Accordingly, the requirement to report on Clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's products/ services and are of the opinion that, *prima facie,* the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, Income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amount payable in respect of these statutory dues were outstanding at the year-end, for a period of more than six months from the date they become payable.

(b) The details of statutory dues referred to in above sub- clause (a) which have not been deposited with the concerned authorities as on 31 March 2026, on account of dispute are given below.

Rs in lakhs

Sr. No.	Name of the Statute	Nature of Dues	Amount	Forum where dispute is pending
1	Central Excise Act	Excise Duty & Penalty	19.64	Joint Commissioner, Central Excise Nagpur
2	Goods and Service Tax	GST	58.92	Commissioner of GST (Appeals), Nagpur

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) In our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) No term loans were sanctioned during the year.

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

(e) The Company does not have subsidiary, associates or joint venture and accordingly reporting under clause 3 (ix) (e) is not applicable to the company.

(f) The Company does not have subsidiary, associates or joint venture and accordingly reporting under clause 3 (ix) (f) is not applicable to the company. Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable to the company during the year.

(b) The company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under subsection (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) According to the information and explanations given to us, no whistle blower complaints were received by the Company during the year.

(xii) As the Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Hence reporting on Clause 3(xii)(a)/(b)/(c) of the Order is not applicable to the Company.

(xiii) In our opinion, all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the notes to the Financial Statements, as required by the applicable Indian accounting standards (Ind-As 24).

(xiv) (a) In our opinion the company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors issued for the period under audit have been considered by us.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company and therefore reporting under clause 3(xv) is not applicable to the company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve bank of India, hence, the requirement to report under Clause 3(xvi)(c) of the order is not applicable to the company.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly the reporting under Clause 3(xviii) of the order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in notes to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) The Company has during the year fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

(xxi) The Company is not required to prepare the consolidated financial statements as the company does not have subsidiary or associates or joint venture hence reporting under the clause (xxi) is not applicable to the company.

UDIN-**26115665MJLLDK4207**

For Panpaliya Taori & Co.
Chartered Accountants

Ritesh Panpaliya
Partner (M.No.115665)
Firms Reg. No. 125508W

Nagpur, dated the
29-05-2026

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of M/s Sharda Ispat Limited

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

We have audited the internal financial controls over financial reporting of M/s Sharda Ispat Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on, the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (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 ICAI. 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 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 is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, 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 ICAI.

For Panpaliya Taori & Co.
Chartered Accountants

UDIN-26115665MJLLDK4207

Ritesh Panpaliya
Partner (M.No.115665)
Firm Reg. No. 125508W

Nagpur, dated

29th May, 2026.

SHARDA ISPAT LIMITED, NAGPUR.
BALANCE SHEET AS AT 31ST MARCH 2026

(Rs. In Lakhs)

		PARTICULARS	Note	31.03.2026	31.03.2025
	Assets				
1	**Non-current assets**				
	(a)	Property, plant and equipment	4	353.69	195.36
	(b)	Intangible assets	5	-	-
	(c)	Financial Assets			
		Investments	6	929.15	458.76
		Other financial assets	7	75.04	3.64
	(d)	Deferred tax Assets (Net)	18	7.34	3.64
	(e)	Current Tax Assets (Net)	22	44.57	13.07
		Total Non-Current Assets		**1,409.81**	**674.47**
2	**Current assets**				
	(a)	Inventories	8	2,264.24	2,161.88
	(b)	Financial Assets			
		Trade receivables	9	1,859.48	1,231.13
		Cash and cash equivalents	10	178.11	132.83
		Bank balances (other than above)	11	19.25	84.34
		Loans	12	3,954.58	4,937.45
		Other financial assets	7	0.36	5.52
	(c)	Other current assets	13	472.88	588.46
	Total Current Assets			**8,748.90**	**9,141.60**
	TOTAL ASSETS			**10,158.71**	**9,816.07**
	EQUITY AND LIABILITIES				
	Equity				
	(a)	Equity share capital	14	507.68	507.68
	(b)	Other equity	15	6,037.86	5,407.03
	Total Equity			**6,545.54**	**5,914.71**
	Liabilities				
	Non-Current Liabilities				
	(a)	Financial Liabilities			
		Lease liabilities	16	69.81	-
	(b)	Provisions	17	24.40	15.61
	(c)	Deferred tax Liabilities (Net)	18	-	-
	Total Non-Current Liabilities			**94.21**	**15.61**
	Current Liabilities				
	(a)	Financial Liabilities			
		Borrowings	19	3,037.98	3,463.99
		Lease liabilities	16	66.51	0.72
		Trade payables	20		
		(a).Total outstanding dues of Micro enterprises and small enterprises		90.10	6.04
		(b).Total outstanding dues of creditors other than Micro enterprises and small enterprises		170.04	292.46
	(b)	Other current liabilities	21	113.64	80.63
	(c)	Provisions	17	40.70	41.91
	(d)	Current tax Liabilities (Net)	22	-	-
	Total Current Liabilities			**3,518.96**	**3,885.75**
	Total Liabilities			**3,613.17**	**3,901.36**
	TOTAL EQUITY AND LIABILITIES			**10,158.71**	**9,816.07**

The Accompanying Notes are an Integral Part of the Financial Statements

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

For & on behalf of the Board of Directors
(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29/05/2026

Nagpur
Dated:- 29/05/2026

SHARDA ISPAT LIMITED, NAGPUR

STATEMENT OF PROFIT AND LOSS FOR YEAR ENDING 31ST MARCH 2026

(Rs. In Lakhs)

	PARTICULARS	Note	For the year ended 31.03.2026	For the year ended 31.03.2025
I	**Income**			
	Revenue from Operations	23	16,879.39	17,544.30
	Other Income	24	378.68	311.01
	Total Income		**17,258.07**	**17,855.31**
II	**Expenses**			
	Costs of Material Consumed	25	13,959.68	14,323.32
	Purchases of Stock-in-Trade	26	422.60	694.14
	Changes in Inventories of Stock-in-Trade & Finished Goods	27	(687.11)	(619.89)
	Employee Benefits Expense	28	313.14	286.52
	Finance Costs	29	251.07	149.58
	Depreciation and Amortisation Expenses	30	85.35	84.03
	Other Expenses	31	2,073.62	1,917.48
	Total Expenses		**16,418.35**	**16,835.18**
III	**Profit / (Loss) before Tax**		**839.72**	**1,020.13**
IV	**Tax Expense**			
	(1) Current Tax		(223.53)	(264.06)
	(2) Deferred tax (charge) / credit		4.93	2.68
	(3) Excess / (Short) provision for taxation in respect of		(0.88)	(0.19)
	earlier years		-	-
			(219.48)	**(261.58)**
V	**Profit / (Loss) for the Year**		**620.24**	**758.55**
VI	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	Gain / Loss on Fair Valuation of Investment		6.67	(19.38)
	Remeseaurement of the net defined benefit plans		9.91	4.91
	Tax on above		(5.99)	2.83
VII	**Total comprehensive income for the year**		**630.83**	**746.91**
VIII	**Earning per equity share of nominal value of ` 10/- each**	32	**12.22**	**14.94**
	Basic and Diluted			

The Accompanying Notes are an Integral Part of the Financial Statements

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

For & on behalf of the Board of Directors
(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29/05/2026

Nagpur
Dated:- 29/05/2026

SHARDA ISPAT LIMITED, NAGPUR.
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. In Lakhs)

	Particulars	31-03-2026	31-03-2025
A.	**Cash Flow From Operating Activities**		
	Net Profit(Loss) before tax	**839.72**	**1,020.13**
	Adjustments for:		
	i) Depreciation & Amortisation	85.35	84.03
	iii) Interest Paid	251.07	149.58
	iv) Interest Received	(373.68)	(270.08)
	v) Loss / (Profit) on redemption of Mutual Fund	-	(0.21)
	vi) Sundry debit balance written off	0.74	-
	vii) Interest Income on security deposit	(0.15)	(0.29)
	viii) Provision for doubtful debts	0.01	1.24
	ix) Dividend received	(4.66)	(1.99)
	Operating Profit before Working Capital Changes :	**798.41**	**982.41**
	Adjustments for:		
	i) Decrease/(Increase) in Trade & Other Receivables	(629.10)	35.40
	ii) Decrease/(Increase) in Inventories	(102.36)	533.70
	iii)Increase/(Decrease) in Trade Payable & Other Liabilties	(5.34)	157.90
	iv) Increase/(Decrease) in provision	17.48	3.03
	v) Decrease/(Increase) in other financial asset and other asset	110.62	(267.75)
	Cash Generation from Operations	**189.71**	**1,444.70**
	Add: Taxes Paid	(260.68)	(320.17)
	Net Cash from Operating Activities (A)	**(70.97)**	**1,124.52**
B.	**Cash Flow From Investing Activities**		
	Purchase Of Fixed Assets	(49.22)	(41.57)
	Sale of Fixed asset	-	-
	Purchase of Investment	(1,283.46)	(445.51)
	Sale of Investment	819.73	18.32
	(Investment)/Withdrawal from Bank account with portfolio management service provider	7.68	(22.57)
	Loan (given)/received back during the year	982.87	(2,024.63)
	Dividend Received	4.66	1.99
	Interest Received	363.75	268.94
	(Investment)/ Redemption of Bank deposits	6.20	-
	Net Cash from Investing Activities (B)	**852.21**	**(2,245.04)**
C.	**Cash Flow From Financing Activities**		
	Increase/(Decrease) in the Borrowings from Bank	841.38	(482.84)
	Increase/(Decrease) in the Unsecured loan	(1,267.39)	1,834.94
	Repayment of Lease obligation	(79.66)	(71.58)
	Interest Paid	(230.29)	(144.69)
	Net Cash from Financing Activities (C)	**(735.95)**	**1,135.83**
	Net Increase/(Decrease) in Cash & Cash Equivalents A+B+C	45.29	15.33
	Cash & Cash Equivalents at beginning of the year	132.83	117.50
	Cash & Cash Equivalents at the year end	**178.11**	**132.83**

The Accompanying Notes are an Integral Part of the Financial Statements

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

CA. Ritesh Panpaliya
Partner
Membership No.115665

For & on behalf of the Board of Directors

(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29/05/2026

Nagpur
Dated:- 29/05/2026

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Statement of Changes in Equity
Equity share capital

(Rs. In Lakhs)

Particulars	Notes	For the Year ended 31st March 2026	For the Year ended 31st March 2025
A. EQUITY SHARE CAPITAL			
Balance at the beginning of the year	14	**507.68**	**507.68**
Changes in equity share capital during the year		-	-
Balance at the end of the year		**507.68**	**507.68**

B. OTHER EQUITY (Rs. In Lakhs)

Particulars	Notes	Capital reserve	Securities Premium reserve	Retained Earnings	Other comprehensive income	Total
Balance at 1st April, 2024	15	**25.00**	**273.79**	**4,314.38**	**46.95**	**4,660.12**
Profit / (Loss) for the year		-	-	758.55	-	**758.55**
Transfer to retained earnings		-	-	-	-	**-**
Other comprehensive income		-	-	-	(11.64)	**(11.64)**
Balance at 31st March, 2025		**25.00**	**273.79**	**5,072.93**	**35.31**	**5,407.03**
Balance at 1st April, 2025		**25.00**	**273.79**	**5,072.93**	**35.31**	**5,407.03**
Profit / (Loss) for the year		-	-	620.24	-	**620.24**
Transfer to retained earnings						
Other comprehensive income		-	-	-	10.59	**10.59**
Balance at 31st March, 2026		**25.00**	**273.79**	**5,693.17**	**45.90**	**6,037.86**

The Accompanying Notes are an Integral Part of the Financial Statements

For & on behalf of the Board of Directors

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Amit Mundada)
(Company Secretary)

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29/05/2026

Nagpur
Dated:- 29/05/2026

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

Note 1. Company Overview And Material Accounting Policies

1.1 Company Overview

Sharda Ispat Limited is a listed public limited company domiciled in India, incorporated under the Companies Act, 1956. The Company is engaged in Manufacturing and job work of alloy steel flat / rolled products which are used in automobile component industries.

1.2 The financial statements are approved for issue by the Company's Board of Directors on 29th May 2026.

1.3. Recent Accounting Pronouncement

Ministry of Corporate Affairs ("MCA") notifies new amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, Ind AS 1 - Presentation of Financial Statements, Ind AS 7 - Statement of Cash Flows, Ind AS 107 - Financial Instruments: Disclosures and Ind AS 12, International Tax Reform – Pillar Two Model Rules. The company has reviewed the new pronouncements and based on its evaluation given necessary impact (including additional disclosures), if any.

Note 2. Basis of Preparation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind 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.

Accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements have been prepared on accrual basis and under the historical cost convention with the exception of certain financial assets and liabilities which have been measured at fair value.

The Company's financial statements are reported in Indian Rupees, which is also the Company's functional currency.

I. Significant accounting judgements, estimates and assumptions

The preparation of financial statement is in conformity with the recognition and measurement principles of Ind AS requires management to make judgements, estimates and assumptions that affect the reported balances of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

The areas involving critical estimates or judgements are :

a) Estimation of defined benefit obligation
b) Impairment of financial asset such as trade receivables
c) Impairment of Non- financial Assets
d) Estimation of Tax Expense and Liability

Note 3: Material Accounting Policies:

I. Revenue recognition

The company derives revenues primarily from sale of manufactured goods, traded goods, and related services.

Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. Revenue is measured based on the transaction price, which is the consideration, adjusted to discounts, incentives and returns, etc., if any

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Revenue in excess of invoicing are classified as contract asset while invoicing in excess of revenues are classified as contract liabilities.

The specific recognition criteria described below must also be met before revenue is recognised

A. Sale of goods

Revenue from sale of products and services are recognised at a time on which the performance obligation is satisfied.

B. Interest and dividend:

Interest income including income arising on other instruments recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

C. Others:

Other revenues / incomes and costs / expenditure are accounted on accrual, as they are earned or incurred.

II. Property, plant and equipment, investment property and depreciation / ammortisation

A. Tangible fixed assets are stated at cost of acquisition or construction including attributable interest and finance cost, if any till the date of acquisition/installation of the assets, less accumulated depreciation/amortisation and accumulated impairment losses, if any.

B. Subsequent expenditure relating to Property, Plant and Equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss as incurred. The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the Statement of Profit and Loss.

C. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated on pro-rata basis.

Asset Category	Estimated useful life (in Years)
Plant and Machinery	15
Computer servers and network systems	6
Computer desktops and laptops	3
Office Equipments	5
Vehicles	8
Furniture and Fixture	10
Factory Equipment	5
Factory Building	30

The residual values, useful lives and methods of depreciation of property plant equipment are reviewed at each financial year and adjusted prospectively, if appropriate.

III. Intangible assets and amortisation

Acquired computer softwares are classified as intangible assets and are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life of five years, as determined by the management.

IV. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial Assets

i. Initial recognition

Financial assets are initial measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

ii. Subsequent measurement

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

a) Financial Assets at Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets Measured at Fair Value

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.

iii. De-recognition of Financial Assets:

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

B. Financial Liabilities

Financial liabilities issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

i Financial Liabilities

1. Initial Recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

2. Subsequent Measurement

The measurement of financial liabilities depends on their classification, as described below:

- Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

- Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

3. De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

C. Offsetting Financial Instruments

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

V. Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expires or it transfers the finacial asset and the transfer qualifies for derecognition under IndAS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

VI. Impairment

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in the statement of profit or loss.

b. Non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses, including impairment on inventories, are recognised in the statement of profit and loss.

i. Intangible assets and property, plant and equipment

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

ii. Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

VII. Taxation

i. Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the financial statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using rates that have been enacted or substantively enacted by the end of the reporting period.

In case the Company is liable to pay income tax u/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognized as an asset (MAT Credit entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

ii. Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax asset is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

iii. Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

VIII. Inventories

All inventories are stated at lower of 'Cost or Net Realizable Value'.

The raw material & Stores & Spares are valued at cost. The cost includes duties & taxes other than credits availed under modvat and is arrived at on First in First out basis

IX. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after reporting period. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

X. Trade receivable

A receivable is classified as a ‘trade receivable’ if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

XI. Employee benefits

a) Defined Contribution Plan

Contributions to defined contribution schemes such as provident fund, labour welfare fund are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company’s provident fund contribution is made to a government administered fund and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further obligations beyond the monthly contributions.

b) Defined Benefit Plan

The Company provides for gratuity which is a defined benefit plans the liabilities of which is determined based on valuations, as at the balance sheet date, made by an independent actuary using the projected unit credit method. Re-measurement, comprising of actuarial gains and losses, in respect of gratuity are recognised in the OCI, in the period in which they occur. Re-measurement recognised in OCI are not reclassified to the Statement of Profit and Loss in subsequent periods.

The classification of the Company’s obligation into current and non-current is as per the actuarial valuation report.

c) Leave Entitlement

The company has a scheme for leave encashment for employees. The liability for which is determined on estimation basis as per rules of the company.

XII. Borrowings and Borrowing costs

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit or Loss when the liabilities are de-recognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Interests and other borrowing costs included under finance costs calculated as per effective interest rate attributable to qualifying assets, which takes substantial period of time to get ready for its intended use are allocated as part of the cost of such assets. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Other borrowing costs are charged to the Profit and Loss Account.

XIII. Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

XIV. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period 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.

XV. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

XVI. Provisions, contingent liabilities and contingent assets

A provision is recognized when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

Contingent assets are neither recognised nor disclosed in the financial statements.

XVII. Leases

Measurement of Lease Liability

At the time of initial recognition, the Company measures lease liability as present value of all lease payments discounted using the Company's incremental cost of borrowing and directly attributable costs. Subsequently, the lease liability is –

1) increased by interest on lease liability;
2) reduced by lease payments made; and
3) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

Measurement of Right-of-use assets

At the time of initial recognition, the Company measures 'Right-of-use assets' as present value of all lease payments discounted using the Company's incremental cost of borrowing w.r.t said lease contract. Subsequently, 'Right-of-use assets' is measured using cost model i.e. at cost less any accumulated depreciation and any accumulated impairment losses adjusted for any remeasurement of the lease liability specified in Ind AS 116 'Leases'.

Depreciation on 'Right-of-use assets' is provided on straight line basis over the lease period.

The exception permitted in Ind AS 116 for low value assets and short term leases has been adopted by Company.

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

Note 4 Property, plant and equipment **(Rs. In Lakhs)**

Particulars	Building	Plant and Machinery	Factory Equipment	Office Equipment	Furniture and Fittings	Computers	Servers and Networks	Vehicles	Lease Asset	Total
Gross Block										
Balance at 31st March, 2025	200.70	1,474.56	4.88	34.57	45.03	11.90	2.23	113.09	176.56	2,063.52
Additions	-	45.31	0.80	0.25	0.09	2.78	-	-	194.46	243.69
Disposals	-	-	-	-	-	-	-	-	(176.56)	(176.56)
Balance at 31st March, 2026	**200.70**	**1,519.86**	**5.68**	**34.82**	**45.12**	**14.68**	**2.23**	**113.09**	**194.46**	**2,130.65**
Gross Block										
Balance at 31st March, 2024	200.70	1,433.61	4.88	34.26	44.88	11.74	2.23	113.09	176.56	2,021.96
Additions	-	40.95	-	0.31	0.15	0.16	-	-	-	41.56
Disposals	-	-	-	-	-	-	-	-	-	-
Balance at 31st March, 2025	**200.70**	**1,474.56**	**4.88**	**34.57**	**45.03**	**11.90**	**2.23**	**113.09**	**176.56**	**2,063.52**

Particulars	Building	Plant and Machinery	Factory Equipment	Office Equipment	Furniture and Fittings	Computers	Servers and Networks	Vehicles	Lease Asset	Total
Accumulated depreciation and impairment										
Balance at 31st March, 2025	185.72	1,346.57	4.64	27.13	29.63	10.67	2.12	85.72	175.97	1,868.17
Depreciation expense for the Year	1.85	6.98	0.01	2.31	2.01	0.98	-	4.92	66.30	85.35
Adjustment	-	-	-	-	-	-	-	-	(176.56)	(176.56)
Balance at 31st March, 2026	**187.56**	**1,353.54**	**4.65**	**29.44**	**31.64**	**11.65**	**2.12**	**90.64**	**65.71**	**1,776.96**
Accumulated depreciation and impairment										
Balance at 31st March, 2024	179.92	1,342.15	4.39	24.19	25.66	9.40	2.12	79.19	117.12	1,784.13
Depreciation expense for the Year	5.80	4.42	0.25	2.94	3.97	1.27	-	6.53	58.85	84.03
Adjustment	-	-	-	-	-	-	-	-	-	-
Balance at 31st March, 2025	**185.72**	**1,346.57**	**4.64**	**27.13**	**29.63**	**10.67**	**2.12**	**85.72**	**175.97**	**1,868.16**
Net Block as at 31st March, 2026	13.14	166.32	1.04	5.38	13.48	3.03	0.11	22.44	128.75	**353.69**
Net Block as at 31st March, 2025	14.99	127.99	0.24	7.44	15.40	1.23	0.11	27.36	0.59	**195.35**

SHARDA ISPAT LIMITED, NAGPUR.
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

Note 5 Intangible assets

(Rs. In Lakhs)

Particulars	Software
Gross block	
Balance at 31st March, 2025	3.88
Additions	-
Disposals	-
Balance at 31st March, 2026	**3.88**
Gross Block	
Balance at 31st March, 2024	3.88
Additions	-
Disposals	-
Balance at 31st March, 2025	**3.88**

Particulars	Software
Accumulated Depreciation and Impairment	
Balance at 31st March, 2025	3.88
Eliminated on disposal of assets	-
Depreciation expense	-
Balance at 31st March, 2026	**3.88**
Accumulated depreciation and impairment	
Balance at 31st March, 2024	3.88
Eliminated on disposal of assets	-
Depreciation expense	-
Balance at 31st March, 2025	**3.88**
Net Block as at 31st March, 2026	**-**
Net Block as at 31st March, 2025	**-**

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

Note 6 Investments
Non Current

Particulars	Face Value	As at 31.03.2026		As at 31.03.2025	
		Qty	Fair Value	Qty	Fair Value
Investment in equity instruments (Unquoted) (Refer Footnote a)					
Nagpur Nagrik Sahakari Bank	50.00	65,252.00	32.63	65,252.00	32.63
Investment in equity instruments (Quoted) (Refer Footnote a)					
(at Fair value through Other Comprehensive Income)					
Mirae Asset Gold ETF	-	7,917.00	11.21	-	-
Sarda Energy & Minerals Ltd.	1.00	73,675.00	376.22	-	-
Aditya Birla Sun life Silver ETF	-	23,055.00	51.85	-	-
Nippon India ETF Gold Bees	-	1,24,850.00	151.31	-	-
ICICI Prudential Gold ETF	-	6,000.00	7.52	-	-
Motilal Oswal Gold ETF	-	5,000.00	7.17	-	-
ICICI Prudential Silver ETF	-	3,000.00	6.76	-	-
Fedral Bank	2.00	3,700.00	9.60	-	-
Cyient	5.00	765.00	5.76	-	-
Netweb Technologies India Ltd	2.00	356.00	11.03	-	-
PVR INOX Limited	10.00	1,118.00	10.27	-	-
CSB Bank Limited	10.00	2,259.00	7.69	-	-
Zerodha Gold ETF	-	31,515.00	7.22	-	-
Chennai Petroleum Corporation Limited	10.00	698.00	6.75	-	-
V.S.T.Tillers Tractors Ltd	10.00	140.00	6.73	-	-
Aegis Vopak Terminals Ltd	10.00	3,775.00	6.10	-	-
Krishna Institute of Medical Sciences Ltd	2.00	949.00	5.90	-	-
Kaynes Technology India Ltd	10.00	152.00	5.21	-	-
Genus Power Infrastructures Ltd	1.00	2,357.00	5.07	-	-
LG Electronics India Ltd	10.00	330.00	4.76	-	-
REC Limited	10.00	1,414.00	4.31	-	-
Travel Food Services Ltd	1.00	328.00	4.14	-	-
MANGALORE REFINERY & PETROCHEMICALS LTD	10.00	2,261.00	4.07	-	-
ASTRAZENECA PHARMA INDIA LIMITED	2.00	46.00	3.57	-	-
Power Mech Projects Ltd	10.00	188.00	3.26	-	-
Indraprastha Medical Corporation Ltd	10.00	864.00	3.22	-	-
NCC Ltd	2.00	2,378.00	3.11	-	-
Pennar Industries Ltd	5.00	2,347.00	3.07	-	-
NAVKAR CORPORATION LTD	10.00	4,056.00	3.03	-	-
Muthoot Microfin Ltd	10.00	1,807.00	2.63	-	-
ICICI Prudential Life Insurance Company Ltd	10.00	506.00	2.58	-	-
Kalpataru Projects International Limited	2.00	237.00	2.51	-	-
Nesco Ltd	2.00	240.00	2.43	-	-
Sheela Foam Limited	5.00	505.00	2.35	-	-
Ethos Ltd	10.00	90.00	1.96	-	-
Kilburn Engineering Ltd	10.00	418.00	1.89	-	-
Five-Star Business Finance Ltd	1.00	511.00	1.80	-	-
Fusion Finance Ltd	10.00	1,264.00	1.75	-	-
GILLETTE INDIA LIMITED	10.00	23.00	1.67	-	-
Suryoday Small Finance Bank Ltd	10.00	1,345.00	1.60	-	-
TruAlt Bioenergy Ltd	10.00	393.00	1.59	-	-
Aavas Financiers Limited	10.00	131.00	1.41	-	-
Crizac Ltd	2.00	758.00	1.34	-	-
PTC India Ltd	10.00	842.00	1.33	-	-
GUJARAT INDUSTRIES POWER CO	10.00	985.00	1.19	-	-
TVS Supply Chain Solutions Ltd	1.00	1,072.00	0.98	-	-
Polyplex Corporation Ltd	10.00	126.00	0.94	-	-
ACTION CONST EQUIP LTD	2.00	117.00	0.88	-	-
Kirloskar Pneumatic Company Limited	2.00	76.00	0.79	-	-
Jain Irrigation Systems Limited	2.00	2,844.00	0.79	-	-
Genus Prime Infra Ltd	2.00	322.00	0.07	-	-
Anand Rathi Wealth Limited	5.00	-	-	272.00	5.20
Barbeque-Nation Hospitality Limited	5.00	-	-	1,894.00	5.13
Birla Corporation Limited	10.00	-	-	99.00	1.05
Bls International Services Limited	1.00	-	-	333.00	1.33
Capacit'E Infraprojects Limited	10.00	-	-	1,418.00	4.97

Cesc Limited	1.00	-	-	4,237.00	6.52
Ecos (India) Mobility & Hospitality Limited	2.00	-	-	337.00	0.64
Edelweiss Financial Services Limited	1.00	-	-	3,232.00	2.91
Electronics Mart India Limited	10.00	-	-	640.00	0.78
Electrosteel Castings Limited	1.00	-	-	2,039.00	2.00
Engineers India Limited	5.00	-	-	2,475.00	3.97
Hdfc Asset Management Company Limited	5.00	-	-	55.00	2.21
Hindustan Petroleum Corporation Limited	10.00	-	-	1,404.00	5.06
Indraprastha Medical Corporation Limited	10.00	-	-	163.00	0.63
Interglobe Aviation Limited	10.00	-	-	57.00	2.92
International Gemmological Institute (India) Limited	2.00	-	-	221.00	0.85
Iol Chemicals And Pharmaceuticals Limited	2.00	-	-	2,580.00	1.58
Lux Industries Limited	2.00	81.00	0.67	81.00	1.11
Mcx India Limited	10.00	-	-	74.00	3.93
Navkar Corporation Limited	10.00	-	-	2,334.00	2.41
Polyplex Corporation Limited	10.00	-	-	87.00	1.04
Praj Industries Limited	2.00	-	-	690.00	3.83
Prakash Industries Limited	10.00	-	-	1,733.00	2.76
Reliance Infrastructure Limited	10.00	-	-	1,057.00	2.73
Shyam Metalics And Energy Limited	10.00	-	-	167.00	1.43
Siyaram Silk Mills Limited	2.00	-	-	89.00	0.58
Solara Active Pharma Sciences Limited	10.00	-	-	253.00	1.30
Td Power Systems Limited	2.00	1,419.00	12.08	1,419.00	5.82
Thomas Cook India Ltd	1.00	1,775.00	1.59	1,389.00	1.87
Tube Investments Of India Limited	1.00	-	-	71.00	1.97
Upl Limited	2.00	-	-	990.00	6.30
Usha Martin Limited	1.00	-	-	1,028.00	3.47
Vst Tillers Tractors Limited	10.00	-	-	87.00	3.38
Welspun Corp Limited	5.00	-	-	771.00	6.71
Yatharth Hospital & Trauma Care Services Limited	10.00	-	-	338.00	1.44
Investment in Mutuals Fund (Quoted)					
(at Fair value through Other Comprehensive Income)					
HDFC Nifty Smallcap 250 ETF	-	-	-	30,500.00	46.41
Kotak Nifty Midcap 50 ETF	-	-	-	33,000.00	48.93
HDFC Midcap Opportunities Fund - Direct Plan - Growth option	-	9,838.46	19.62	9,838.46	18.76
ICICI Prudential Nifty Next 50 Index Fund - Direct Plan - Growth	-	-	-	75,723.61	44.09
Kotak Emerging Equity Fund - Direct Plan - Growth	-	-	-	34,528.42	47.08
Nippon India ETF Nifty Midcap 150	-	-	-	24,600.00	48.54
Mirae Asset Nifty 1D Rate Liquid ETF - Growth	-	8,544.00	92.20	7,072.00	72.49
Investment in Mutuals Fund (Quoted)					
(at Fair value through profit & loss a/c)					
HDFC Liquid Fund - Direct Plan - Growth Option	-	-	-	-	-
Total			**929.15**		**458.76**
Footnote a:					
Aggregate amount of quoted investments			896.55		426.13
Aggregate amount of unquoted investments			32.63		32.63
Aggregate provision for diminution in value of investment			-		-

(Rs. In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Note 7 Other financial assets		
Non current		
Unsecured - considered good, unless otherwise stated		
Deposits with maturity more than twelve months#	51.21	-
Interest accrued but not due	15.09	-
Security deposits	8.74	3.64
Total	**75.04**	**3.64**
Current		
Unsecured - considered good, unless otherwise stated		
Interest Receivable	0.32	5.48
Other current assets	0.04	0.04
Total	**0.36**	**5.52**
Note 8 Inventories		
Inventories (lower of cost or net realisable value)		
Raw Material	602.77	1,210.43
Stock-in-Trade	-	132.09
Finished Goods	1,555.46	736.23
Stores and Spares	106.00	83.13
Total	**2,264.24**	**2,161.88**
Note 9 Trade receivables		
Unsecured, considered good	1,862.23	1,233.87
Secured, considered good	-	-
Trade Receivables which have significant increase in Credit Risk	-	-
Trade Receivables - credit impaired	-	-
Less: Allowance for expected credit loss	(2.75)	(2.74)
Total	**1,859.48**	**1,231.13**
The movement in change in allowance for expected credit loss		
Balance as at beginning of the year	2.74	2.74
Change in allowance for expected credit loss and credit impairment during the year	0.01	-
Balance as at end of the year	**2.75**	**2.74**

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. No trade or other receivables are due from firms or private companies respectively in which any director is a partner, director or a member, except Rs. 491.99 lakhs (March 2025: Rs. 578.96 lakhs) which is due from companies in which directors have a significant influence.
Trade receivables are non-interest bearing and are generally on terms of 30 days.

Trade Receivable **F.Y. 2025-26**

Particulars	Outstanding for following periods from due date of payment		Total
	Less than 6 months	6 months to 1 year	
(i) Undisputed Trade receivables – considered good	1,724.58	134.90	**1,859.48**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	2.75	-	**2.75**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-
Total Trade Receivables			**1,862.23**
Less: Allowance for expected credit loss			**(2.75)**
Total Trade Receivables			**1,859.48**

Trade Receivable **F.Y. 2024-25**

Particulars	Outstanding for following periods from due date of payment		Total
	Less than 6 months	6 months to 1 year	
(i) Undisputed Trade receivables – considered good	1,230.88	0.25	1,231.13
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	2.74	-	2.74
(iii) Undisputed Trade Receivables – credit impaired	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-
Total Trade Receivables			**1,233.86**
Less: Allowance for expected credit loss			**(2.74)**
Total Trade Receivables			**1,231.13**

Note 10 Cash and cash equivalents		
Balances with banks:		
- in current accounts	177.95	132.66
Cash on hand	0.17	0.17
Total	**178.11**	**132.83**
Note 11 Bank balances (other than above)		
Other Bank Balances:		
Bank account with portfolio management service provider	14.89	22.57
Deposits with maturity of more than three months but less than twelve months*#	4.35	61.77
Total	**19.25**	**84.34**

* The bank deposits have an original maturity of 366 to 1,461 days however aforesaid deposits will mature within a year i.e. before March 2026 and carry an interest rate of 4.50% to 7.25% p.a. which is receivable on maturity.
# The fixed deposits are under lien for the purpose of bank guarantees.

Note 12 Loans		
Current		
Unsecured - considered good, unless otherwise stated		
Loans to related parties	3,951.76	4,935.74
Loans to employees	2.82	1.71
Total	**3,954.58**	**4,937.45**

Loans & Advances **F.Y. 2025-26** **Rs. In Lakhs**

Type of Borrower	**Amount of Loans & Advances in the nature of loans Outstanding**	**Percantage to the total loans and advances in the nature of loans**
Promoters	-	-
Directors	-	-
KMP	-	-
Related Party	3,951.76	99.93

Loans & Advances **F.Y. 2024-25** **Rs. In Lakhs**

Type of Borrower	**Amount of Loans & Advances in the nature of loans Outstanding**	**Percantage to the total loans and advances in the nature of loans**
Promoters	-	-
Directors	-	-
KMP	-	-
Related Party	4,935.74	99.97

Footnote:

The Company have not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by oron behalf of the company (Ultimate Beneficiaries) or
b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

Note 13 Other current assets		
Unsecured - considered good, unless otherwise stated		
Advance for Purchases	437.09	478.82
Balance with Statutory Authorities	35.75	109.59
Advance rentals	-	0.05
Others	0.05	-
Total	**472.88**	**588.46**

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note 14 Equity share capital (Rs. In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Authorised Share Capital		
51,00,000 (As at 31st March, 2025: 51,00,000) Ordinary Equity Shares of Rs.10 each	510.00	510.00
Total	**510.00**	**510.00**
Issued and subscribed capital comprises:		
Ordinary Equity Shares		
50,76,800 (As at 31st March, 2025: 50,76,800) Equity Shares of Rs.10/- each fully paid up	507.68	507.68
Total	**507.68**	**507.68**

a) Reconciliation of Number of shares outstanding at the beginning and at the end of the year

Particulars	Number of shares	Share Capital (Rs)
Ordinary Equity Shares		
Balance at 1st April, 2024	50.77	507.68
Add / (Less) : Issued / (Bought back) during the year	-	-
Balance at 31st March, 2025	50.77	507.68
Add / (Less) : Issued / (Bought back) during the year	-	-
Balance at 31st March, 2026	**50.77**	**507.68**

Terms / rights attached to Equity Shares:

i. The company has only one class of equity shares having a par value of Rs.10/- per share. Each shareholder is entitled to one vote per share held. In the event of liquidation of the company, the equity shareholders are eligible to receive the remaining assets of the company, in proportion to their shareholding.

Equity Share Capital

b) Details of shareholders holding more than 5% shares in the Company

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No of shares held	% holding of this class of shares	No of shares held	% holding of this class of shares
Ordinary Equity Shares				
Kyoto Merchandise Private Limited	4,00,000	7.88%	4,00,000	7.88%
Sulakshana Trade Holdings Limited	2,85,660	5.63%	2,85,660	5.63%
Anand Nandkishore Sarda	5,84,000	11.50%	5,84,000	11.50%
Ashadevi Sarda	7,65,219	15.07%	7,65,220	15.07%
Asha Agriculture & Properties Pvt. Ltd.	5,26,500	10.37%	5,26,500	10.37%
Nandkishore Sarda	3,23,100	6.36%	3,23,100	6.36%

c) Details of Promoters shareholders holding in equity shares of the company

For the year ended March 31, 2026

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	KYOTO MERCHANDISE PRIVATE LIMITED	4,00,000	7.88	Nil
2	SARDA AGRICULTURE & PROPERTIES (P) LTD.	1,81,400	3.57	Nil
3	PREM AGRICULTURE AND PROPERTY PRIVATE LIMITED	2,25,740	4.45	Nil
4	ASHA AGRICULTURE AND PROPERTIES PRIVATE LIMITED	5,26,500	10.37	Nil
5	PRACHI AGRICULTURE AND PROPERTIES PRIVATE LIMITED	98,100	1.93	Nil
6	NAVDEEP AGRICULTURE AND PROPERTIES PRIVATE LIMITED	2,43,380	4.79	Nil
7	POONAM SARDA	1,28,060	2.52	Nil
8	NANDKISHORE RAMNIWAS SARDA	3,23,100	6.36	Nil
9	ANANDKUMAR NANDKISHORE SARDA	5,84,000	11.50	Nil
10	MANISH JUGALKISHORE SARDA	1,29,133	2.54	Nil
11	NEERAJ SARDA	79,067	1.56	Nil
12	ASHADEVI SARDA	7,65,219	15.07	Nil
13	ADITYA GHANSHYAM SARDA	32,200	0.63	Nil
14	GHANSHYAM RAMKISHORE SARDA	55,000	1.08	100
15	VEENADEVI GHANSHYAM SARDA	-	-	100
16	ANANDKUMAR NANDKISHORE SARDA (HUF)	24,000	0.47	Nil
17	KAMINI SHARDA	1,200	0.02	Nil
18	R R SARDA AND COMPANY	10,000	0.20	Nil
	Total	**38,06,099**	**74.97**	Nil

*Promoter here means promoter as defined in the Companies Act, 2013.

** Details shall be given separately for each class of shares

*** percentage change shall be computed with respect to the number at the beginning of the year or if issued during the year for the first time then with respect to the date of issue.";

For the year ended March 31, 2025

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	KYOTO MERCHANDISE PRIVATE LIMITED	4,00,000	7.88	Nil
2	SARDA AGRICULTURE & PROPERTIES (P) LTD.	1,81,400	3.57	Nil
3	PREM AGRICULTURE AND PROPERTY PRIVATE LIMITED	2,25,740	4.45	Nil
4	ASHA AGRICULTURE AND PROPERTIES PRIVATE LIMITED	5,26,500	10.37	Nil
5	PRACHI AGRICULTURE AND PROPERTIES PRIVATE LIMITED	98,100	1.93	Nil
6	NAVDEEP AGRICULTURE AND PROPERTIES PRIVATE LIMITED	2,43,380	4.79	Nil
7	POONAM SARDA	1,28,060	2.52	Nil
8	NANDKISHORE RAMNIWAS SARDA	3,23,100	6.36	Nil
9	ANANDKUMAR NANDKISHORE SARDA	5,84,000	11.50	Nil
10	MANISH JUGALKISHORE SARDA	1,29,133	2.54	Nil
11	NEERAJ SARDA	79,067	1.56	Nil
12	ASHADEVI SARDA	7,65,220	15.07	Nil
13	ADITYA GHANSHYAM SARDA	32,200	0.63	Nil
15	VEENADEVI GHANSHYAM SARDA	55,000	1.08	Nil
16	ANANDKUMAR NANDKISHORE SARDA (HUF)	24,000	0.47	Nil
17	KAMINI SHARDA	1,200	0.02	Nil
18	R R SARDA AND COMPANY	10,000	0.20	Nil
	Total	**38,06,100**	**74.97**	Nil

*Promoter here means promoter as defined in the Companies Act, 2013.

** Details shall be given separately for each class of shares

*** percentage change shall be computed with respect to the number at the beginning of the year or if issued during the year for the first time then with respect to the date of issue.";

d) No shares have been allotted without payment of cash or by way of bonus shares during the period of five years immediately preceding the balance sheet date.

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Note 15 Other equity		
Capital Reserve	25.00	25.00
General reserve	273.79	273.79
Retained Earning	5,710.06	5,072.93
Other comprehensive income	29.01	35.31
Total	**6,037.86**	**5,407.03**
Capital Reserve		
Balance at the beginning of the year	25.00	25.00
Add / (Less) :	-	-
Balance at the end of the year	**25.00**	**25.00**
Securities Premium		
Balance at the beginning of the year	273.79	273.79
Add / (Less) :		
Amount transferred from Debenture redemption reserve	-	-
Balance at the end of the year	**273.79**	**273.79**
Retained Earnings		
Balance at the beginning of the year	5,072.93	4,314.38
Profit attributable to the owners of the company	620.24	758.55
Transfer from Other comprehensive income	16.89	-
Balance at the end of the year	**5,710.06**	**5,072.93**
Other comprehensive income		
Balance at the beginning of the year	35.31	46.95
Transfer to retained earnings	(16.89)	-
Gain / Loss on Fair Valuation of Investment	6.67	(19.38)
Remeseaurement of the net defined benefit plans	9.91	4.91
Tax on above	(5.99)	2.83
Balance at the end of the year	**29.01**	**35.31**

Security Premium :
Security Premium represents the premium received on issue of shares. It can be utilised to pay-off equity related expenses or for issuance of bonus shares and its related issue expenses.

Capital reserve
Capital Reserve is a reserve that is created out of capital profits.

Retained Earnings
Retained earnings is a free reserve available to the Company.

(Rs. In Lakhs)

Note 16 Lease liabilities	As at 31st March, 2026	As at 31st March, 2025
Non-current		
Lease Liability (Refer Note 38)	69.81	-
Current		
Lease Liability (Refer Note 38)	66.51	0.72
Total	**136.31**	**0.72**
Note 17 Provisions		
Non-current		
Employee Benefits		
Provision for Gratuity	19.81	15.61
Provision for leave benefit	4.59	
Total	**24.40**	**15.61**
Current		
Employee Benefits		
Provision for Gratuity	37.98	37.53
Provision for leave benefit	2.72	4.38
Total	**40.70**	**41.91**
		(Rs. In Lakhs)
Note 18 Deferred tax Assets / (Liabilities) (Net)		
The following is the analysis of deferred tax asset / (liabilities) presented in the balance sheet		
Deferred Tax Asset	7.34	3.64
Deferred Tax Liability	-	-
Total	**7.34**	**3.64**

Particulars	Opening Balance DTA / (DTL)	Charge / (Credit) in statement of Profit and Loss	Closing Balance DTA / (DTL)
For 2025-26			
Deferred tax assets / (liabilities) in relation to:			
On account of Allowances under Income Tax Act	-	-	-
On account of Employee Benefits	15.14	(2.05)	17.19
Property, plant and equipment	(16.31)	1.12	(17.43)

Fair Valuation of Investment	4.06	(2.83)	6.89
Short term capital loss on Investment	0.06	0.06	-
Expected Credit Loss	0.69	(0.00)	0.69
Total	**3.64**	**(3.71)**	**7.34**
For 2024-25			
Deferred tax assets / (liabilities) in relation to:			
On account of Allowances under Income Tax Act	2.64	2.64	-
On account of Employee Benefits	13.16	(1.97)	15.14
Property, plant and equipment	(17.76)	(1.46)	(16.31)
Fair Valuation of Investment	(0.29)	(4.35)	4.06
Short term capital loss on Investment	-	(0.06)	0.06
Expected Credit Loss	0.38	(0.31)	0.69
Total	**(1.87)**	**(5.51)**	**3.64**

Note 19 Borrowings		
Current		
(i) Secured (Refer Footnote a)		
From Banks		
Nagpur Nagrik Sahakari Bank Ltd. (CC A/c)	956.35	114.96
ICICI Bank Credit Card	-	0.00
(ii) Unsecured (Refer Footnote b)		
Corporate Loans and advances	2,081.63	3,349.03
Total	**3,037.98**	**3,463.99**

Disclosure related to Statement submitted to bank and amount disclosed in financial statement.

Name of bank	Quarter	Nature of current assets offered as security	Amount as reported in the quarterly return/ statement	Amount as per books of account	Amount of difference *
Nagpur Nagrik Sahakari Bank Ltd.	June-25	Stock	2,030.58	2,030.58	-
	June-25	Book Debts	976.27	976.27	-
	June-25	Creditors	-	-	-
	September-25	Stock	1,836.26	1,836.26	-
	September-25	Book Debts	1,371.71	1,371.71	-
	September-25	Creditors	-	-	-
	December-25	Stock	1,496.94	1,505.91	(8.97)
	December-25	Book Debts	1,365.65	1,365.65	-
	December-25	Creditors	68.25	68.25	-
	March-26	Stock	2,056.62	2,157.69	(101.07)
	March-26	Book Debts	1,894.45	1,862.23	32.22
	March-26	Creditors	-	-	-

* Difference in stock due to incorrect valuation of stock anddifference in book debts due to discount and tax deducted at source entry passed after preparation of stock statement,

Name of bank	Quarter	Nature of current assets offered as security	Amount as reported in the quarterly return/ statement	Amount as per books of account	Amount of difference *
Nagpur Nagrik Sahakari Bank Ltd.	June-24	Stock	1,562.03	1,562.03	0.00
	June-24	Book Debts	1,738.06	1,738.06	-
	June-24	Creditors	4.11	4.11	0.00
	September-24	Stock	3,147.02	3,147.02	-
	September-24	Book Debts	1,073.33	1,073.26	0.07
	September-24	Creditors	21.54	21.54	0.00
	December-24	Stock	974.98	974.98	-
	December-24	Book Debts	1,665.71	1,662.50	3.21
	December-24	Creditors	129.18	129.18	0.00
	March-25	Stock	2,071.54	2,078.74	(7.21)
	March-25	Book Debts	1,250.54	1,233.87	16.67
	March-25	Creditors	72.03	115.32	(43.29)

* Due to incorrect valuation of stock.

Footnotes:

a. All facilities including working capital loan, bills discounting limit backed by Letters of credit and Bank Guarantee limit are further secured by way of Notorized Equitable Mortgage of house property of one director as Collateral security.
All facilities are secured by personal guarantees of two directors.

b. Unsecured loan carry interest rate @9% p.a (PY 11%).

Note 20 Trade payables	**As at 31st March, 2026**	**As at 31st March, 2025**
MSME (Refer Footnote)	90.10	6.04
Other than Acceptances	170.04	292.46
Total	**260.15**	**298.50**

Outstanding for following periods from transaction date for the year ended March 2026.

Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	90.10	-	-	-	90.10
(ii) Others	164.91	0.55	1.20	3.38	170.04
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – others	-	-	-	-	-

Outstanding for following periods from transaction date for the year ended March 2025.

Particulars	Outstanding for following periods from due date of payment#				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	6.04	-	-	-	6.04
(ii) Others	287.32	0.55	1.20	3.38	292.46
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues – others	-	-	-	-	-

Footnote:
Trade payables are non interest bearing and normally settled on 30 to 90 days

Dues to Micro & Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditor. Moreover the Company is in the process of updating its suppliers data, as to the status as a Micro Small & Medium Enterprise with a copy of the Memorandum filed as per the provisions of Section 8 of the Micro Small & Medium Enterprises Development Act, 2006.

		As at 31st March, 2026	As at 31st March, 2025
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year :	Principal	90.10	6.04
	Interest	-	-
b) Interest paid by the buyer alongwith amount of payment made to the suppliers beyond the appointed day during the year.		-	-
c) Interest due and payable towards payments already made		-	-
d) The amount of interest accrued and remaining unpaid at the end of each accounting year, and		-	-
e) Further interest remaining due and payable in succeding years, until such interest is actually paid		-	-

Note 21 Other current liabilities		
Advance from customers	-	-
Other payables	113.64	80.63
Total	**113.64**	**80.63**
Note 22 Current tax Liabilities / (Assets) (Net)		
Provision for Tax	228.29	264.06
Less: Advance Tax	(272.86)	(277.13)
Total	**(44.57)**	**(13.07)**

Income Tax expenses (Rs. In Lakhs)

	31-Mar-26	31-Mar-25
Current Tax		
Tax for the year	228.29	264.06
Tax in respect of earlier years	0.88	0.19
Total Current Tax Expenses	**229.16**	**264.25**
Deferred Tax Expenses / (Income)	(4.93)	(2.68)
Income Tax expense	**224.23**	**261.58**

Reconciliation of tax expense and the accounting profit multiplied by the Company's tax rate

Profit for the Year	839.72	1,020.13
Applicable Rate of Tax		
Income tax expense calculated at 25.168% (P.Y. @25.168%)	211.34	256.75
Effect of expenses that are not deductible in determining taxable profit	37.83	31.78
Effect of expenses / Income that are deductible in determining taxable profit due to timing difference / other head of income	(25.65)	(24.47)
Effect of income that is exempt from taxation	-	-
Capital gains (Differential tax rate)	-	-
Effect on deferred tax due to timing difference	(4.93)	(2.68)
Adjustments for current tax of prior periods	0.88	0.19
Others	4.75	0.00
	224.23	**261.58**

SHARDA ISPAT LIMITED, NAGPUR
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ In Lakhs)

Particulars	For the Year ending 31st March, 2026	For the Year ending 31st March, 2025
Note 23 Revenue from Operations		
Sale of Goods	16,879.39	17,544.30
Sale of Services	-	-
Total	**16,879.39**	**17,544.30**
	31st March, 2026	**31st March, 2025**
Particulars		
Revenue from customers	16,879.39	17,544.30
Other operating revenue	-	-
Total revenue from operations	**16,879.39**	**17,544.30**
India	16,879.39	17,544.30
Outside India	-	-
Total revenue from operations	**16,879.39**	**17,544.30**
Timing of revenue recognition		
At a point in time	16,879.39	17,544.30
Total revenue from operations	**16,879.39**	**17,544.30**
Contract Balances		
Particulars		
Trade Receivables (Gross) (refer note 9)	1,859.48	1,231.13
Contract liabilities		
Advance from customers (refer note 21)	-	-

The credit period on sales of goods ranges from 90 days with or without security.
As at 31 March 2026: ₹ 2.75 lakhs (As at 31 March 2025: ₹ 2.74 lakhs) was recognised as provision for allowance for doubtful debts on trade receivables.

Note 24 Other Income		
Interest Income	373.68	270.08
Dividend Income	4.66	1.99
Other Income	0.19	38.44
Fair value gain on investments measured at fair value through profit or loss*	-	0.21
Reversal of Allowance for expected credit loss	-	-
Finance Income on security deposits	0.15	0.29
Total	**378.68**	**311.01**
* includes realised gain on sale of investments of Rs.Nil (31 March, 2025: ₹ 1.36 lakhs)		
Note 25 Costs of Material Consumed		
Opening Stock of Raw Material	1,210.43	1,761.75
Purchases including Expenses	13,356.93	13,773.00
	14,567.36	**15,534.74**
Less : Sales of Raw Material	(4.90)	(1.00)
Less: Closing Stock of Raw Material	(602.77)	(1,210.43)
Total	**13,959.68**	**14,323.32**
Note 26 Purchases of Stock-in-Trade		
Purchases of Stock	422.60	694.14
Total	**422.60**	**694.14**
Note 27 Changes in Inventories of Stock-in-Trade & Finished Goods		
Opening Stock of Finished Goods	868.34	248.43
Less : Closing Stock of Finished Goods	(1,555.46)	(868.34)
Total	**(687.11)**	**(619.89)**

Note 28 Employee Benefits Expense		
Salaries and wages	295.54	271.26
Contribution to provident and other funds	11.28	8.17
Staff welfare expenses	6.33	7.09
	313.14	**286.52**
Note 29 Finance Costs		
Interest expense on borrowings	230.29	144.70
Interest on lease liabilities	20.78	4.88
Total	**251.07**	**149.58**
Note 30 Depreciation and Amortisation Expenses		
Depreciation on property, plant and equipment	19.05	25.18
Depreciation on right of use asset	66.30	58.85
Depreciation on Intangible Asset	-	-
Total	**85.35**	**84.03**
Note 31 Other Expenses		
Consumption of Stores & Spare Parts	200.83	104.93
Power & Fuel	649.62	640.28
Repairs & Maintenance to		
Plant & Machinery	2.81	5.93
Building	9.34	0.89
Others	24.18	15.79
Finished Goods Expenses	6.42	4.75
Rent Expense	0.53	0.48
Bank Charges & Interest on LC Disc.	4.51	3.99
FG Outward Transportation Charges	553.54	581.63
Cash Discount	255.62	271.23
Factory Operating Expenses	38.48	35.35
Allowance for expected credit loss	0.27	1.24
Professional charges	43.50	49.07
Contractors Payments	197.35	112.02
Director Sitting Fees	0.22	0.24
Corporate Social Responsibility Expenses	23.27	19.00
Other Miscellaneous Expenses	59.64	67.16
Payment to Auditors		
Audit Fees	2.00	2.00
Tax Audit Fees	0.75	0.75
Certification Work	0.75	0.75
Total	**2,073.62**	**1,917.48**

Footnote:

Corporate Social Responsibility	**Year Ended 31st March, 2026**	**Year Ended 31st March, 2025**
Gross amount required to be spent by the company during the year.	22.90	18.84
Amount spent during the year on:	23.27	19.00
Construction/acquisition of any asset	-	-
On purposes other than (i) above	23.27	19.00
The additional disclosures included with regard to CSR activities are summarized below:-		
The amount of shortfall / (excess) at the end of the year out of the amount required to be spent by the Company during the year;	(0.37)	(0.16)
The total of previous years' shortfall / (Excess) amounts;	(0.43)	(0.27)
The reason for above shortfalls by way of a note;	-	-
(Excess) / Shortfall Payment at the end of the year	(0.80)	(0.43)
The nature of CSR activities undertaken by the Company.	Animal Welfare and Health care and medical facilities	Animal Welfare and Health care and medical facilities

SHARDA ISPAT LIMITED, NAGPUR

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note 32 - Earnings Per Share (EPS) **(Rs. In Lakhs)**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Basic Earning Per Share	**12.22**	**14.94**
Diluted Earnings Per Share	12.22	14.94
34.1 Basic EPS		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows Profit for the year attributable to the owners of the Company. (Rs. In Lakhs)	620.24	758.55
Earnings used in the calculation of basic earnings per share		
Weighted average number of equity shares for the purposes of basic earnings per share	50,76,800	50,76,800
Basic EPS	12.22	14.94
34.2 Diluted EPS		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
Earnings used in Calculation of Basic Earnings per Share (Rs. In Lakhs)	620.24	758.55
Weighted average number of equity shares for the purposes of basic earnings per share	50,76,800	50,76,800
Diluted EPS	12.22	14.94

(Rs. In Lakhs)

	Year ended 31st March, 2026	Year ended 31st March, 2025
Note 33 - Post Retirement Benefit Plans		
The Prinicipal assumptions used for the purpose of the actuarial valuations were as follows,		
Gratuity:		
Discount Rate	6.18%	6.34%
Expected rate of salary increase	6.00%	6.00%
Expected average remaining service	2.69	2.33
Service cost		
Current service cost	3.15	3.33
Past service cost- (Vested benefits)	9.23	-
Net interest expense	2.18	2.42
Component of define benefit cost recognised in profit or loss	**14.56**	**5.74**
Remeasurement on the net defined benefit liability:		
Actuarial (gains) / losses arising from changes in experience adjustment	(10.05)	(5.33)
Actuarial (gains) / losses arising from changes in financial assumption	0.14	0.42
Adjustment for restriction on the defined benefit asset	-	-
Component of defined benefit cost recognised in other comprehensive income	(9.91)	(4.91)
Total	**4.65**	**0.83**
Amount to be recognized in the balance sheet and statement of profit & loss account		
Present value of funded defined benefit obligation	57.79	53.14
Fair value of plan assets	-	-
Funded status	**(57.79)**	**(53.14)**
Restriction on asset recognised	-	-
others (describe)	-	-
Net liability arising from define benefit obligation		
Movement in PV of defined benefit obligation		
Opening define benefit obligation	53.14	52.30
Current service cost	3.15	3.33
Interest cost	2.18	2.42
Remesaurement (gains) / (losses):		
Actuarial gains and losses arising from changes in demogaphic assumption	-	-
Actuarial (gains) and losses arising from changes in financial assumption	(10.05)	(5.33)
Actuarial (gains) and losses arising from changes in experience adjustment	0.14	0.42
Past Service Cost -(vested benefits)	9.23	-
Closing define benefit obligation	**57.79**	**53.14**
Movements in fair value of plan assets		
Opening fair value of plan assets	-	-
Contribution from employer	-	-
Benefits paid	-	-
Closing fair value of plan assets	**-**	**-**
Asset Information:		
Gratuity Fund		-
Expected Payout:	**PVO Payout**	**PVO Payout**
Expected Outgo First Year	37.98	37.53
Expected Outgo Second Year	3.65	2.72
Expected Outgo Third Year	3.61	2.48
Expected Outgo Fourth Year	1.72	2.76
Expected Outgo Fifth Year	7.42	1.21
Expected Outgo Sixth to Tenth Years	5.98	9.13

Sensitivity Analysis:

As of 31st March, 2026, every percentage point increase in discount rate will affect our gratuity benefit obligation Rs.56.93 Lakhs.
As of 31st March, 2026, every percentage point decrease in discount rate will affect our gratuity benefit obligation Rs.58.71 Lakhs.
As of 31st March, 2026, every percentage point increase in salary escalation rate will affect our gratuity benefit obligation Rs.58.65 Lakhs.
As of 31st March, 2026, every percentage point decrease in salary escalation rate will affect our gratuity benefit obligation Rs.56.97 Lakhs.

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant.

Narrations:

1 **Analysis of Defined Benefit Obligation**
The number of members under the scheme have decreased by 15.38%. The total salary has increased by 9.61% during the accounting period. The resultant liability at the end of the period over the beginning of the period has increased by 8.75%.

2 **Expected rate of return basis:**
Scheme is not funded EORA is not applicable.

3 **Description of Plan Assets and Reimbursement Conditions**
Not Applicable

4 **Investment / Interest Risk**
Since the scheme is unfunded the Company is not exposed to Investment / Interest risk.

5 **Longevity Risk**
The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

6 **Salary Escalation Rate**
The salary escalation rate has remain unchanged and hence there is no change in liability resulting in no actuarial gain or loss due to change in salary escalation rate.

7 **Discount Rate**
The discount rate has decreased from 6.34% to 6.18% and hence there is an increase in liabilty leading to actuarial loss due to change in discount rate.

SHARDA ISPAT LIMITED,NAGPUR.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note 34 - Contigent Liability. **(Rs. In Lakhs)**

Particulars		31st March, 2026	31st March, 2025
a)	Central Excise Duty Matter	19.64	19.64
b)	Income Tax Matter	-	1.53
c)	Goods & Services Tax Matter	64.92	64.92

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

Note 35 - Related Parties Disclosures

A. Key Management Personnel

1 Shri Nandkishore Sarda
2 Smt. Poonam Sarda

B. Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)

1 Kyoto Merchandise Pvt. Ltd.
2 Sharda Dharamkata
3 Sharda Ispat Industries Ltd.
4 Shardashree Ispat Ltd.
5 Sharda Auto Industries Ltd.
6 Indigo Denim Pvt. Ltd.
7 Neo Vision Home Care Services Private Limited

C Relatives of key Managerial Personnel

1 Smt. Ashadevi Sarda
2 Shri Anand Sarda

(Rs. In Lakhs)

	Particulars	Key Management Personnel	Relatives of key Managerial Personnel	Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)
1	**Directors Remuneration**			
	Nandkishore Sarda	72.00	-	-
		(60.00)		
	Poonam Sarda	60.00	-	-
		(48.00)		
2	**Rent Paid**			
	Ashadevi Sarda	-	0.48	-
			(0.48)	
	Sharda Ispat Industries Ltd.	-	-	67.20
				(67.20)
	Sharda Dharamkata			1.80
				-
3	**Receiving of Services**			
	Anand Sarda	-	8.40	
			(8.40)	
4	**Sales of Material / Services**			
	Shardashree Ispat Ltd	-	-	35.32
				(6.43)
	Sharda Auto Industries Ltd	-	-	455.15
				(1,643.86)
5	**Receiving of Services**			
	Sharda Dharamkata	-	-	-
				(1.80)
6	**Interest Paid**			
	Shardashree Ispat Ltd	-	-	202.90
				(126.60)
7	**Interest Received**			
	Kyoto Merchandise Pvt Ltd	-	-	367.86
				(248.93)
	Neo Vision Home Care Services Private Limited	-	-	0.62
				(0.68)
8	**Purchases of Goods**			
	Shardashree Ispat Ltd	-	-	391.16
				(26.83)
	Sharda Auto Industries Ltd	-	-	0.00
				(0.59)
9	**Unsecured Loan Repaid**			
	Shardashree Ispat ltd	-	-	1,995.29
				(692.66)
10	**Unsecured Loan Granted**			
	Kyoto Merchandise Pvt Ltd	-	-	152.00
				(1,823.50)
11	**Unsecured Loan Refunded**			
	Kyoto Merchandise Pvt Ltd	-	-	1,494.79
				(39.89)
	Neo Vision Home Care Services Private Limited			9.06
				-
12	**Unsecured Loan Received**			
	Shardashree Ispat Ltd	-	-	525.00
				(2,401.00)

(Rs. In Lakhs)

	Particulars		
A)	**Others (Firms, Company & Proprietorship Concern in which directors and their relatives have significant influence)**	**31st March, 2026**	**31st March, 2025**
1	**Unsecured Loan Receivable**		
	Kyoto Merchandise Pvt Ltd	3,951.76	4,926.68
	Neo Vision Home Care Services Private Limited	-	9.06
	Sharda Ispat Industries Ltd.	-	-
2	**Trade Receivables**		
	Sharda Auto Industries Ltd	491.07	578.96
	Shardashree Ispat Ltd	1.22	-
3	**Trade Payables**		
	Sharda Dharamkata	1.76	1.76
	Sharda Ispat Industries Ltd.	3.60	8.62
	Shardashree Ispat Ltd	-	0.15
	Ashadevi Sharda	0.48	0.75
	Anand Sarda	0.76	6.05
4	**Unsecured Loan Payable**		
	Prem Agriculture & Pro. Private Limited	-	2.50
	Shardashree Ispat Ltd	2,079.13	3,346.52

Note:
1. The Figures in the bracket are related to Previous Year.
2. Related party identified by company and relied upon by auditor.

Note 36

DISCLOSURE PURSUANT TO REGULATION 34(3) AND PARA A OF SCHEDULE V OF SEBI (LODR), REGULATIONS, 2015.

Disclosures of the transactions with any person or entity belonging to the promoter / promoter group which hold(s) 10% or more shareholding in the company

Rs. In lakhs

Name of entities	Transaction value	Transaction Nature
Ashadevi Sarda	0.48	Rent paid
Anand Nandkishore Sarda	8.40	Consultancy fees paid

Note 37 - Financial Risk Management Objectives and Policies

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

1) Market Risk
Market risk is the risk that the fair value of future cash flows of a financial instrument which fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Major financial instruments affected by market risk include loans and borrowings and investment in equity oriented mutual fund.

a) Interest rate risk
Majority of the long-term borrowings of the Company bear fixed interest rate, thus interest rate risk is limited for the Company.

b) Foreign currency risk
The company imports certain material against Letter of Credit for which hedging instruments are not required.

c) Equity price risk
The Company's equity securities are not majorly susceptible to market price risk. However, the company's board of directors reviews and approves all equity investment decisions after taking due diligence which may affect the market related risk.

2) Credit Risk
Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade and other Receivables
The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Based on the historical data and financial position of party and chances of recovery, provision has been considered and created, wherever necessary.

(Rs. In Lakhs)

Particulars	**As at**	**As at**
Ageing of Trade receivables	**31st March, 2026**	**31st March, 2025**
0-30 days	1,312.49	686.43
30-60 days	226.39	91.52
60-180 days	188.44	456.27
More than 180 days	134.90	0.25
Total	**1,862.23**	**1,234.47**

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue.

3) Liquidity risk
Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Company's principal source of liquidity are cash and cash equivalents and the cash flow that is generated from operations. the Company believes that cash and cash equivalents is sufficient to meet its current requirements.

Maturity patterns of financial liabilities

As at March 31, 2026 **(Rs. In Lakhs)**

Particulars	**0-1 Years**	**1-5 Years**	**Above 5 Years**	**Total**
Long term borrowings	-	-	-	-
Short term borrowings	3,037.98	-	-	3,037.98
Trade payables	260.15	-	-	260.15
Lease Liabilities	66.51	69.81	-	136.31
	3,364.63	**69.81**	**-**	**3,434.44**

As at March 31, 2025 **(Rs. In Lakhs)**

Particulars	**0-1 Years**	**1-5 Years**	**Above 5 Years**	**Total**
Long term borrowings	-	-	-	-
Short term borrowings	3,463.99	-	-	3,463.99
Trade payables	298.49	-	-	298.49
Lease Liabilities	0.72	-		0.72
	3,763.21	**-**	**-**	**3,763.21**

Note 38 - IndAS 116 Leases

The Company's lease asset primarily consist of leases for buildings (premises) for factory and office premises having various lease terms.

The maturity analysis of lease liabilities are disclosed as follows,

(Rs. In Lakhs)

Particulars	Less than 1 year	1 to 5 years	Total
As at March 2026			
Finance lease (Discounted)	66.51	69.81	136.31
As at March 2025			
Finance lease (Discounted)	0.72	-	0.72

The Balance sheet discloses the following amounts relating to leases:

	As at 31st March, 2026	As at 31st March, 2025
Right-of-use assets		
Buildings	128.75	0.59
Lease Liabilities		
Current	66.51	0.72
Non Current	69.81	-
Amounts recognised in statement of profit and loss:		
Interest Expense included in Finance Cost	20.78	4.88
Depreciation charged on Right of Use Assets	66.30	58.85
Expense Relating to Short Term Leases/low-value assets	-	0.48
Additions to the right of use assets during the current financial year	194.46	-
Total cash outflow for leases during financial year (excluding short term leases)	79.66	71.58

Note 39 - Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the company's management is to maximise shareholders value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may issue new shares. Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total net debt (borrowings offset by cash and cash equivalents) divided by total capital of the company.

Gearing Ratio

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the borrowings that define the capital structure requirements. Breaches in meeting the financial covenants would permit the lenders to immediately call loans and borrowings.

The gearing ratio at the reporting period was as follows

(Rs. In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Borrowings including curent maturities	3,037.98	3,463.99
Total Debt	**3,037.98**	**3,463.99**
Less: Cash and cash equivalents	178.11	132.83
Net Debt (A)	**2,859.87**	**3,331.17**
Equity Share Capital	507.68	507.68
Other Equity	6,037.86	5,407.03
Total Equity (B)	**6,545.54**	**5,914.71**
Debt Equity Ratio (A/B)	**0.44**	**0.56**

Net Debt Reconciliation: (Rs. In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and cash equivalents	178.11	132.83
Current borrowings	(3,037.98)	(3,463.99)
Net debt	**(2,859.87)**	**(3,331.17)**

Particulars	Other assets	Liabilites from financing activities			
	Cash and cash equivalents	Current borrowings	Interest on above borrowings	Lease Liability	Total
Net Debt as at March 31, 2025	**132.83**	**(3,463.99)**	**-**	**(0.72)**	**(3,331.89)**
Cash flows	45.28	426.01	-	58.87	530.17
Non cash movement: Acquisitions/ disposals	-	-		(194.46)	(194.46)
Interest expense	-	-	-	20.78	20.78
Interest paid	-	-	-	(20.78)	(20.78)
Net Debt as at March 31, 2026	**178.11**	**(3,037.98)**	**-**	**(136.31)**	**(2,996.19)**

Particulars	Other assets	Liabilites from financing activities			
	Cash and cash equivalents	Current borrowings	Interest on above borrowings	Lease Liability	Total
Net Debt as at March 31, 2024	**117.50**	**(2,111.88)**	**-**	**(67.42)**	**(2,061.81)**
Cash flows	15.33	(1,352.11)	-	66.69	(1,270.08)
Non cash movement: Acquisitions/ disposals	-	-		-	-
Interest expense	-	-	144.69	4.88	149.58
Interest paid	-	-	(144.69)	(4.88)	(149.58)
Net Debt as at March 31, 2025	**132.83**	**(3,463.99)**	**-**	**(0.72)**	**(3,331.89)**

Note 40 - Fair Value measurement

(Rs. In Lakhs)

Particulars	31st March, 2026			31st March, 2025		
	FVOCI	FVTPL	Amortised Cost	FVOCI	FVTPL	Amortised Cost
Financial Assets						
Investments	896.55	-	32.63	426.13	-	32.63
Trade receivables	-	-	1,859.48	-	-	1,231.13
Cash and cash equivalents	-	-	178.11	-	-	132.83
Bank balances other than above	-	-	19.25	-	-	84.34
Loans	-	-	3,954.58	-	-	4,937.45
Other financial assets	-	-	75.40	-	-	9.16
Total	**896.55**	**-**	**6,119.45**	**426.13**	**-**	**6,427.54**
Financial Liabilities						
Borrowings	-	-	3,037.98	-	-	3,463.99
Trade payables	-	-	260.15	-	-	298.49
Lease Laibility	-	-	136.31	-	-	0.72
Total	**-**	**-**	**3,434.44**	**-**	**-**	**3,763.21**

The company has fair valued its Equity investment (through Mutual Fund) through OCI based / Profit & Loss on quoted prices of such investments in active market. Hence it falls under level 1 valuations technique.

Note 41 - Audit Trail

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software and the audit trail has been preserved as per the statutory requirements for record retention.

SHARDA ISPAT LTD., NAGPUR
Notes forming part of the Financial Statements for the year ended 31st March, 2026

Note 42 Analytical Ratios

Sr no.	Ratios Applicable	Formula	March 31, 2026	March 31, 2025	Variance (in %)	Remarks
1	Current ratio (in times)	Current assets/Current Liability	2.49	2.35	5.68%	No major change.
2	Debt : Equity Ratio (in times)	Debt/ Equity	0.46	0.59	-20.75%	No major change.
3	Debt Service Coverage ratio (in times)	Earnings available for debt service/Debt Service	3.56	5.67	-37.28%	Due to decrease in earning available for debt service
4	Return on Equity Ratio (in %)	Net Profits after taxes – Preference Dividend (if any) /Average Shareholder's Equity	9.96	13.69	-27.28%	Due to decrease in net profit after taxes.
5	Inventory Turnover ratio (in times)	Cost of goods sold OR sales / Average Inventory	7.63	7.22	5.64%	No major change
6	Trade Receivable Turnover Ratio (in times)	Net Credit Sales / Avg. Accounts Receivable	10.92	14.04	-22.20%	No major change.
7	Trade Payable Turnover Ratio (in times)	Net Credit Purchases / Average Trade Payables	47.82	62.69	-23.72%	No major change.
8	Net Capital T/o Ratio (in times)	Net Sales / Working Capital	3.22	3.48	-7.49%	No major change.
9	Net Profit Ratio (in %)	Net profit/Turnover	3.67	4.32	-14.94%	No major change.
10	Return on capital employed (in %)	EBIT/Capital Employed	11.38	12.47	-8.73%	No major change.
11	Return on Investment (in %)	Net Profit/ Cost of the Investments	1.63	(6.74)	-124.24%	Due to increase in net profit

Note 43

i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
ii) The Company does not have any transactions with companies struck off.
iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
vi) The Company has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders.

Note 44
The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 45
Previous period figures have been restated for prior period adjustments and regrouped / reclassified wherever necessary , to make them comparable with current period figures.

The accompanying notes are an integral part of the financial statements
As per our report of even date

For & on behalf of the Board of Directors
of Sharda Ispat Limited

Panpaliya Taori and Co.
Firm Registration No. 125508W
Chartered Accountants

(Nandkishore Sarda)
(Chairman cum Managing Director)
(DIN 00229911)

(Amit Mundada)
(Company Secretary)

CA. Ritesh Panpaliya
Partner
Membership No.115665

(Poonam Sarda)
(Whole Time Director & CFO)
(DIN 00190512)

Nagpur
Dated:- 29/05/2026

Nagpur
Dated:- 29/05/2026

SHARDA ISPAT LIMITED

CIN: L74210MH1960PLC011830

Regd. Office: Kamptee Road, Nagpur 440026
Phone No.: 0712-2640071, 0712-2245888, 0712-2245156
Email: shardaispat.ngp@gmail.com, **Website**: shardaispat.com

ATTENDANCE SLIP

I hereby record my presence at the Sixty-fifth Annual General Meeting held at Da-rock, Plot no.230, 7th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 Maharashtra on Tuesday, the 29th day of September, 2026 at 09.30 A.M. (IST).

Name of Shareholder________________________________ Registered Address___________________________________ ____ ---	DP ID*______________________________________ Client ID*______________________________________ Folio No.______________________________________ No. of Shares__________________________________

____

SIGNATURE OF THE SHAREHOLDER OR PROXY

NOTE: Please fill in this attendance slip and hand it over at the entrance of the meeting hall.

* For shares held in electronic form

Form No. MGT-11
Proxy form
[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]
CIN: L74210MH1960PLC011830

Name of the company: **SHARDA ISPAT LIMITED**
Registered office: Kamptee Road, Nagpur 440026 Maharashtra

Name of the member (s):

Registered address:

E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member(s) holding …………….. Shares of the above-named company, hereby appoint

1.Name:………………………………………………..
Address:…………………………………………………………………………
E-mail Id:……………………………………………… Signature:…………………….. ., or failing him

2.Name:………………………………………………..
Address:…………………………………………………………………………
E-mail Id:……………………………………………… Signature:…………………….. ., or failing him

3.Name:………………………………………………..
Address:…………………………………………………………………………
E-mail Id:……………………………………………… Signature:…………………….. ., or failing him

as my/our proxy to attend and vote (either on poll or through E-voting) for me/us and on my/our behalf at the Sixty-fifth Annual General Meeting of the company, to be held on Tuesday, the 29th day of September, 2026 at 09:30 A.M. (IST), at Da-rock, Plot no. 230, 7th Floor, Hill Road, Shivaji Nagar, Nagpur-440010 Maharashtra and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	Type of Resolution	For	Against
ORDINARY BUSINESS				
1.	Adoption of Financial Statements for the financial year ended March 31, 2026 along with the reports of the Board of Directors and Auditors thereon.	Ordinary		
2.	Re-appointment of Smt. Poonam Sarda (Retiring Director) as Director.	Ordinary		
SPECIAL BUSINESS				

3.	To approve the Remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2027.	Ordinary		
4.	To re-appoint Shri Nandkishore Sarda as Chairman and Managing Director of the Company.	Special		
5.	To re-appoint Smt. Poonam Sarda as Whole-time Director of the Company.	Special		
6.	Approval for Material Related Party Transaction with M/s. Kyoto Merchandise Private Limited.	Ordinary		
7.	Approval for Material Related Party Transaction with M/s. Shardashree Ispat Limited.	Ordinary		

Signed this…….. day of………………….. 20…

Signature of shareholder:

Signature of Proxy holder(s):

First Proxy holder Second Proxy holder Third Proxy holder

Notes: 1. This form of proxy to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to Notice of the 65th Annual General Meeting.
3. It is optional to indicate your preference (✓) in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including your membership details in above box before submission. Blank/Incomplete Proxies shall be considered as invalid.
5. A person can act as a Proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such persons shall not act as a proxy for any other person or member.
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
7. A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on a poll instead of himself and such proxy need not be a Member of the Company.

Route Map for the Venue of Annual General Meeting