

RAKAN

RAKAN STEELS LIMITED
(CIN: L27320UP1985PLC007582)
36TH ANNUAL REPORT 2022-2023

CONTENTS

S. NO.	DESCRIPTION	PAGE NO.
1.	LETTER TO THE SHAREHOLDERS	1 - 2
2.	MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT	3 - 5
3.	DIRECTOR'S REPORT (INCLUDING SECRETERIAL AUDIT REPORT)	6 - 33
4	STATUTORY AUDITOR'S REPORT	34 - 44
5.	BALANCE SHEET	45
6.	PROFIT AND LOSS STATEMENT	46
7.	STATEMENT OF CHANGES IN EQUITY	47 - 48
8.	CASH FLOW STATEMENT	49
9.	NOTES ALONG WITH ANNEXURES	50 - 66
10.	NOTICE OF ANNUAL GENERAL MEETING	67 - 89

COMPANY'S PROFILE

BOARD OF DIRECTORS

Mr. Kannan Agarwal
Managing Director

Mrs. Bindu Agarwal
Executive Director

Mr. Rishabh Agarwal
Non- Executive Director

Mr. Manish Chandra
Independent Director

Mr. Mahendra Bahadur Singh
Independent Director

CHIEF FINANCIAL OFFICER

Mrs. Kashish (Grover) Agarwal

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Madhu Bansal

BANKERS

State Bank of India

H.D.F.C Bank Limited

REGISTRAR AND SHARE TRANSFER AGENT

M/S Skyline Financial Services Private Limited

D-153-A, 1st floor, Okhala Industrial Area, Phase I, New Delhi- 110020

STATUTORY AUDITORS

M/s Vishal Maheshwari & Company

Chartered Accountants

Add: 205-A Anand Tower, 117/K/13

Sarvodaya Nagar, Kanpur-25,

SECRETARIAL AUDITORS

M/s V. Agnihotri & Associates

Company Secretaries

Add: 401, Kan Chambers,

Civil Lines, Kanpur-208001

REGISTERED OFFICE

NH-2 (1 km from Bara Toll Plaza)

Umran, Rania, Kanpur Dehat-209311

CORPORATE OFFICE

Anand Palace, 10/499, Allen Ganj,
Kanpur-208002

E-MAIL I.D. & CONTACT NO. FOR INVESTORS

E- Mail ID: support@rakansteels.co.in

Website: www.rakansteels.co.in;

Tel no.: (+91) 9598668666; 9129128786;

Fax No.: 0512-2544025

MANAGING DIRECTOR'S MESSAGE

Demonstrating resolute strength and unwavering determination

Dear Stakeholders,

It is my privilege to present to you Rakan Steel's Annual Report for FY 2022-23. I hope this letter finds you and your families well and safe.

The macro-economic volatility and geo-political factors have dominated the global business environment during FY2022-23. Looking ahead, global growth is poised to slow down to 2.8% in 2023 (from 3.4% in 2022), led by a pronounced slowdown in developed markets. In contrast, emerging markets, led by India, will provide some cushion.

India's growth continues to be resilient, underpinned by the Government's capital outlay and buoyant private consumption. India's GDP is estimated to have registered a growth of 6.8% in FY2022-23 and is expected to continue to be the fastest growing large economy for the third consecutive year.

From a steel industry perspective, the impact of the tepid global Economic recovery led to easing of global steel production. However, India was a notable exception, overcoming uncertain demand-supply dynamics, volatile raw material prices and residual effects of the pandemic.

India's steel consumption grew by over 10% to 117 million tonnes in FY 2022-23. Given the current stage of development of the Indian economy and the focus on infrastructure development, steel demand growth in India is expected to keep pace with the GDP growth over the next decade. Demand from key steel consuming sectors such as construction, capital goods, railways, and automotive is expected to remain robust. The financial performance in FY 2022-23 was impacted by higher cost structure due to elevated energy and emission related costs and raw material price volatility.

Furthermore, it is noteworthy to state that Rakan (Private) I.T.I falls under the umbrella of Rakan Group of Institutions, which was established with the objective of instilling technological proficiency in the younger generation to empower them for rewarding employment opportunities through technical and vocational education. Additionally, the institution aims to enhance productivity in both the formal and non-formal sectors of the economy by fostering close collaboration with the industry. With great pride and unwavering conviction, we express our heartfelt appreciation to the management team of I.T.I. for their unparalleled commitment and unwavering dedication in elevating the institution to unprecedented heights, thereby establishing it as a renowned brand. Numerous distinguished companies and industries have partnered with our institution to recruit exceptionally talented and skilled youth, thus fulfilling our ambition of becoming the foremost I.T.I. establishment in the city.

In Rakan Steel, we responded with agility and sharpened our focus on managing the volatility by raising the bar on managing risks arising from sharp changes in underlying trading conditions especially given our long supply chain.

Despite the challenging circumstances, Rakan Steels Limited is diligently understanding the situation and devising innovative strategies to enhance growth prospects and counter the decline in revenue. The Company asserts the employees to be its most valuable assets. We adhere to a "People First" philosophy. Our focus is on nurturing our workforce, fostering a conducive environment that inspires our employees to realise their full potential and maintaining a high level of engagement.

Furthermore, achieving this would be impossible without the trust and confidence of our esteemed shareholders.

I express my heartfelt gratitude to my colleagues at Rakan Steels Limited, the Board, and investors for standing by us and assisting us in navigating through numerous challenges towards new horizons. Looking forward, I maintain a positive outlook on the opportunities arising from the work we are undertaking for our clients and sincerely hope that we accomplish all the cherished aims and goals we have consistently pursued.

I solicit your continued cooperation.

With my warmest regards,

Sd/-

Kannan Agarwal (Managing Director)

MANAGEMENT'S DISCUSSION ANALYSIS REPORT

INTRODUCTION

This Management Discussion and Analysis (MD&A) report aims to provide a comprehensive overview and analysis of the operational and financial performance of Rakan Steels Limited for the fiscal year ending March 2023. The report highlights key strategic initiatives, industry trends, risks, and opportunities that have influenced the company's performance. It also delves into the company's financial position, liquidity, and future prospects, offering valuable insights to stakeholders and investors. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013, as amended and regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

INDUSTRY OVERVIEW

The steel industry has witnessed both challenges and opportunities during the financial year 2022-2023. Despite global economic uncertainties and fluctuations in raw material prices, the industry experienced steady growth due to increasing infrastructure projects, construction activities, and global demand for steel products.

COMPANY PERFORMANCE

Rakan Steels Limited performed well during the financial year 2022-2023. Our revenue was nearly at par as compared to the previous year, primarily driven by higher sales volume and favorable pricing conditions. We also implemented cost optimization measures, enhancing operational efficiency and maintaining profitability.

OPERATIONAL HIGHLIGHTS

Throughout the financial year, Rakan Steels Limited focused on optimizing its operations. We continued to invest in advanced technologies, upgrading our production facilities, and improving product quality. Additionally, we emphasized sustainability initiatives, promoting energy efficiency, waste reduction, and responsible resource management.

FINANCIAL OVERVIEW

During the financial year 2022-2023, Rakan Steels Limited achieved strong financial results. Our gross profit margin improved due to effective cost management

strategies. We successfully reduced overhead costs while maintaining product quality and customer satisfaction. Moreover, our diligent working capital management ensured adequate liquidity to support our operations and growth plans.

RISK MANAGEMENT

Rakan Steels Limited acknowledges the presence of various risks inherent in the industry. These include volatility in raw material prices, fluctuations in foreign exchange rates, and the potential impact of trade policies. To mitigate these risks, we employ comprehensive risk management strategies, including hedging activities, supplier diversification, and monitoring of market trends.

FUTURE OUTLOOK

Looking ahead, Rakan Steels Limited is optimistic about the future. We anticipate sustained demand for steel products due to ongoing infrastructure developments and urbanization trends. We will continue our efforts to enhance operational efficiency, expand our product portfolio, and explore new markets. Additionally, we remain committed to sustainable practices, aligning our operations with environmental and social responsibilities.

INTERNAL CONTROL SYSTEM & THEIR ADEQUACY

The Company has a proper and adequate internal control system to ensure that all the assets of the Company are safeguarded and protected against any loss and that all the transactions are properly authorized and recorded. Information provided to management is reliable and timely. Company ensures adherence to all statutes. The Internal Financial Control systems are adequate considering the present state of business. The company has established Internal Financial Control framework including internal control over financial reporting operating controls and fraud framework. The framework is revised regularly by the management and tested by the internal audit team. Based on the periodical testing, the frame work is strengthened from time to time to ensure adequacy and effectiveness of Internal Financial Controls.

CAPITAL EXPENDITURE HUMAN RESOURCE

As on March 31, 2023, the Company had 15 employees on Roll. The Company strives to maintain a cordial relationship and healthy atmosphere with its employees at all times. Continuous commitment to upgrading skills is an integral part of the human resource development of the Company. The Company is an equal opportunity employer and promotes diversity in its workforce. Equal opportunities are given to optimize their potential and improve their standard of living. The Company lays

great emphasis on retention of its human talents. Employees' welfare is a paramount consideration of the Company.

STATUTORY COMPLIANCES

The Managing Director, after obtaining confirmation from each of the departments, reports to the Board on a quarterly basis regarding the compliance with the provisions of various statutes, applicable to the Company. Due systems and processes are in place to ensure effectiveness of this tool.

CAUTIONARY STATEMENT

The Management Discussion and Analysis Report contains forward looking statements based upon the data available with the Company, assumptions with regard to global economic conditions, the Government policies etc. The Company cannot guarantee the accuracy of assumptions and perceived performance of the Company in future. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements. Therefore, it is cautioned that the actual results may materially differ from those expressed or implied in the report.

CONCLUSION

The financial year 2022-2023 has been a period of growth and progress for Rakan Steels Limited. We have demonstrated resilience in the face of industry challenges and achieved significant milestones. With a strategic focus on operational excellence, financial strength, and sustainable practices, we are confident in our ability to navigate the evolving market landscape and create long-term value for our stakeholders.

DIRECTOR'S REPORT

Dear Shareholders,

Your Directors take immense pleasure and hereby submits the report of the business and operations of your Company along with the Audited Financial Statements for the financial year ended on March 31, 2023.

FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2023 is summarized below: -

(IN LAKHS)

Income	3167.44	3382.26
Profit/(Loss) before interest & dep.	19.20	19.89
Less:		
Interest	55.50	61.61
Depreciation & Amortization	8.01	10.45
Profit/(Loss) Before Tax	11.19	09.44
Provision for Taxation	2.50	2.35
Deferred Tax	0.27	-0.07
Adjustment related to Previous Year	00	00
Net Profit	7.55	7.16

SUMMARY OF OPERATIONS

During the year, the Income of the Company amounted to Rs. 3167.44 (in '00000) in comparison to the Income of the last year which amounted to Rs. 3382.26(in '00000). Your Company earned a profit during the year amounted to Rs. 7.55 (in '00000) in comparison to last year's profit which amounted to Rs. 07.16 (in '00000).

LISTING ON STOCK EXCHANGES

The Company's shares are listed on the Metropolitan Stock Exchange of India Limited (MSE).

STATUTORY AUDITORS

M/s Vishal Maheshwari & Company, Chartered Accountants, Kanpur (ICAI Firm Registration No.: 007952C) were appointed as Statutory auditors of the company for a period of 5 years i.e., from 2022 to 2027 on the terms and conditions as may be mutually agreed by the board and the auditors in the previous Annual General Meeting.

M/s Vishal Maheshwari & Company conducted the statutory audit of the Company for the financial year 2022-2023.

Moreover, the Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under the Companies Act, 2013.

STATUTORY AUDITOR'S REPORT

The Notes on financial statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

SECRETARIAL AUDIT REPORT

The Board had appointed Mr. Vaibhav Agnihotri (Prop. M/s V. Agnihotri & Associates) Practicing Company Secretary, to conduct the Secretarial Audit for the Financial Year 2022-2023. Therefore, as per the requirement of Section 204(1) of the Companies Act, 2013, the Company has obtained a Secretarial Audit Report from the Secretarial Auditor in the prescribed format. The format is attached as "Annexure A" to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

DIVIDEND

In the view to conserve the financial resources of the Company for meeting the financial requirements for future business projects, it was decided by your directors not to declare any dividend this year.

DEPOSITS

Your Company has not accepted any deposit prescribed u/s 73 of the Companies Act, 2013 during the Financial Year.

CHANGE IN MANAGEMENT & TAKEOVER

- Mr. Sandeep Agarwal resigned from the post of Executive Director in a board meeting held on 12.10.2022.
- Ms. Radhika Bansal resigned from the post of Independent Director in a board meeting held on 12.10.2022. He had further stated that there are no other material reasons other than those provided in the resignation letter.
- Mr. Manish Chandra was appointed as an additional director in the category of Independent director in the company by board of directors in a duly held board meeting held on 12.10.2022 and is due for regularization as Independent Director for a tenure of 5 years.
- Mrs. Bindu Agarwal was appointed as an additional director in the category of Executive Director of the company by board of directors in a duly held board meeting held on 12.10.2022 and is due for regularization as Executive director in the company.
- Mr. Rishabh Agarwal was appointed as additional director in the category of Non-Executive director of the company by board of directors in a duly held board meeting held on 12.10.2022 and is due for regularization as Non-Executive director for a tenure of 5 years.

Subject to the provisions of Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Board of Directors of the Company have an optimum constitution.

MATERIAL CHANGES & COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which has occurred between the end of financial year of the Company i.e. March 31, 2023 till the date of the Director's Report.

BUSINESS RISK MANAGEMENT

The recent economic crises have clearly demonstrated that many companies were inadequately prepared to deal with major risks. Although the lack of preparation was most visible among companies from all sectors were hit by unexpected events such as drops in product demand, decline in commodity prices, wild swings in currency exchange rates, and a broad liquidity crunch. The Company's robust risk management framework identifies and evaluates business risks and opportunities. The Company has guidelines for implementing the ERM framework and also reviews the key risks and mitigation plan for it. Risk management is embedded in our critical business activities, functions and processes. The Company believes that the overall risk exposure of present and future risks remains within risk capacity. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. Since, the business environment is always

uncertain and unpredictable therefore, the vigilance of not only the management but also the employees is of utmost importance.

A brief report on risk evaluation and management is provided under Management's Discussion & Analysis Report forming part of this Annual Report.

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS OF SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

S. No.	Requirement of Rule 5(1)	Disclosure
1	The ratio of remuneration of each director to the median remuneration of the employees for the financial year.	Mr. Kannan Agarwal - 6.66 Times Mrs. Kashish Agarwal – 6.66 Times Mr. Sandeep Agarwal – 6.66 Times Mrs. Bindu Agarwal – 1.66 Times of the median remuneration of employees (including KMPs) for the financial year.
2	Percentage increase in remuneration of each director, CFO, CEO, CS or Manager in the financial year.	Percentage increase in remuneration of: Directors:- MD:- N/A CFO:- N/A CEO:- N/A Company Secretary:-N/A
3	The percentage increase /decrease in the median remuneration of employees in the financial year.	% increase in the median remuneration of employees in the financial year: 5%

4	The number of permanent employees on the rolls of the Company.	There were 15 employees on the rolls of the Company as on March 31, 2023.
5	Average percentile increase already made in the salaries of employees other than the managerial personnel.	The Managerial remuneration is ascertainable by referring Point 2 above.
	in the last financial year i.e. 2021-2022 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.	There has been marginal increase in remuneration of other employees and there have been no exceptional circumstances for the increase in remuneration.
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	We affirm that the remuneration paid to employees and KMPs was based on the Remuneration Policy.

A) Details of every employee of the Company as required pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: -

- Drawing salary of 102 Lakhs or above for the Year, if employed throughout the year- NIL
- Drawing salary of 8.5 Lakhs p/m or above for a month, if employed for part of the year- NIL
- Drawing salary more than the salary of MD and having 2% stake in the Company- NIL

B) No Managing Director or Whole-Time Director of the Company is receiving any commission from the Company as well as from the Holding Company or Subsidiary Company of the Company.

INTERNAL FINANCIAL CONTROLS

As per Section 134(5)(e) of the Companies Act, 2013, the Directors have an overall responsibility for ensuring that the Company has implemented a robust system and framework of Internal Financial Controls which in turn is in line with the changing business environment and operational needs and is also innovative and updated as and when the need of the hour be. This framework provides the Directors with a reasonable assurance regarding the adequacy and operating effectiveness of

controls with regard to reporting, operational and compliance risks. The Company has in place adequate internal financial controls with reference to financial statements. The Company has devised appropriate systems and framework including proper delegation of authority, risk based internal audits, risk management framework and whistle blower mechanism.

DIRECTORS RESPONSIBILITY STATEMENT

As stipulated in section 134(5) of Companies Act 2013, The Directors of the Company would like to state: -

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under the review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act 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 had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

INDUSTRIAL RELATIONS

Industrial relations are of paramount importance in every organization and maintaining them with ease and poise is a very difficult task. Our Company gives equal importance to maintain industrial relations and keeping them at par with other stakeholder relationships. During the period under review, the relation between employee and Management remained cordial. All the problems of the employees were patiently heard by the Management and proper solutions pertaining to their problems were provided by the management. The Management has always been gracious about its employees and workers. They take every possible measure and endeavour to maintain sincere, healthy and friendly relations with the lower and middle level employees.

BOARD OF DIRECTORS

The Board of the Company is duly constituted. The Company is managed by well-qualified professionals. All directors are suitably qualified, experienced and competent. The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefitted by the experience and skills of the Board of Directors. None of the Directors are Disqualified u/s 164 of the Companies Act, 2013. All the Independent Directors have given their declaration as per Section 134 read along with Section 149 of the Companies Act, 2013.

BOARD MEETINGS

During the year Five board meetings were convened. The details thereof are given as under. Further, it is hereby stated that the intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

S. No.	DATE	BOARD STRENGTH	NO. OF DIRECTORS PRESENT
1.	May 30, 2022	5	5
2.	August 13, 2022	4	4
3.	October 12, 2022	5	2
4.	November 14, 2022	5	5
5.	February 14, 2023	5	5

AUDIT COMMITTEE

i. Terms of Reference:-

The terms of reference of this Committee are wide enough covering the matters specified under the Section 177 read with Rule 6 of Companies (Meetings of Board and its powers) Rules, 2014 of the Companies Act, 2013.

ii. **Composition, Name of Members and Chairperson: -**

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Mahendra Bahadur Singh	Chairman	4	4
Ms. Radhika Bansal	Member	4	2
Mr. Sandeep Agarwal	Member	4	2
Mr. Manish Chandra	Member	4	2
Ms. Bindu Agarwal	Member	4	2

iii. **Details of Audit Committee Meetings held during the year under review: -**

DATE	COMMITTEE STRENGTH	NO. OF MEMBERS PRESENT
May 30, 2022	3	3
August 13, 2022	3	3
November 14, 2022	3	3
February 14, 2023	3	3

- Ms. Radhika Bansal and Mr. Sandeep Agarwal resigned from directorship of the company w.e.f. 12.10.2022.
- Mr. Manish Chandra was appointed as Independent Director on 12.10.2022 and was appointed as member of Audit Committee.
- Mrs. Bindu Agarwal was appointed as an Executive Director on 12.10.2022 and was appointed as member of Audit Committee.

All the recommendations made by the Audit Committee were accepted by the Board. Four meetings of the Audit Committee were held during the year.

Note: The Company Secretary of the Company acts as the Secretary to the Committee.

NOMINATION & REMUNERATION COMMITTEE

i. Terms of Reference:-

The terms of reference of this Committee are wide enough covering the matters specified under Section 178 read with Rule 6 of Companies (Meetings of Board and its powers) Rules, 2014 of the Companies Act, 2013.

ii. Composition, Name of Members and Chairperson: -

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Manish Chandra	Chairman	2	-
Ms. Radhika Bansal	Member	2	2
Mr. Mahendra Bahadur Singh	Member	2	2
Mr. Rishabh Agarwal	Member	2	-

- The office of Mr. Uma Shankar Dixit got vacated due to his death which was taken on record on 13.08.2022.
- Ms. Radhika Bansal resigned from the directorship w.e.f. 12.10.2022.
- Mr. Manish Chandra was appointed as Independent Director on 12.10.2022 and was appointed as Chairman of Nomination and Remuneration Committee.
- Mr. Rishabh Agarwal was appointed as Non-Executive Director on 12.10.2022 and was appointed as member Nomination and Remuneration Committee.

Details of Nomination and Remuneration Committee Meetings held during the year under review: -

DATE	COMMITTEE STRENGTH	NO. OF MEMBERS PRESENT
August 13, 2022	2	2
October 12, 2022	2	2

iii. Remuneration Policy:-

Remuneration policy of the Company aims at recommending and reviewing the remuneration to Managing Director, Non-executive Directors and Key Managerial Personnel of the Company based on evaluation criteria such as industry benchmarks, company's annual performance & its strategy, expertise, talent and meritocracy.

Directors express their satisfaction with the evaluation process.

iv. Selection and Evaluation of Directors:-

The Board on the basis of recommendations of the Nomination & Remuneration Committee, laid down following policies: -

1. Policy for determining qualifications, positive attributes and Independence of a Director.
2. Policy for Board & Independent Directors Evaluation.

v. Performance Evaluation of Board, Committees & Directors: -

The Company believes formal evaluation of the Board and of the individual directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the company, evaluation provides an ongoing means for directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of board members helps in: -

- a) More effective board process
 - b) Better collaboration and communication
 - c) Greater clarity with regard to members roles and responsibilities
 - d) Improved Managing Director and board relations
- The evaluation process covers the following aspects:-
- Self evaluation of directors
 - Evaluation of the performance and effectiveness of the board
 - Evaluation of the performance and effectiveness of the committees
 - Feedback from the Non-Executive directors to the Management
 - Feedback on management support to the board

STAKEHOLDERS RELATIONSHIP COMMITTEE

i. Terms of Reference:-

The terms of reference of this Committee are wide enough covering the matters specified under Section 178 (5) & (6) of the Companies Act, 2013.

ii. Composition, Name of Members and Chairperson: -

Name	Designation	No. of Meetings Held	No. of Meetings Attended
Mr. Mahendra Bahadur Singh	Chairman	1	1
Mr. Manish Chandra	Member	1	1
Ms. Bindu Agarwal	Member	1	1

iii. Details of Share Transfer & Investors Grievance Committee Meetings held during the year under review: -

DATE	COMMITTEE STRENGTH	NO. OF MEMBERS PRESENT
February 14, 2023	3	3

- Ms. Radhika Bansal and Mr. Sandeep Agarwal resigned from directorship of the company w.e.f. 12.10.2022.
- Mr. Manish Chandra was appointed as Independent Director on 12.10.2022 and was appointed as a member of Stakeholder Relationship Committee.
- Ms. Bindu Agarwal was appointed as Executive Director on 12.10.2022 and was appointed as a member of Stakeholder Relationship Committee.

The Committee has met one time during the year, the Committee overlook the usual requests received for Dematerialization, transfer/transmission of shares and resolved or answered the complaints of members.

Note-1: The Company Secretary of the Company acts as the Secretary to the Committee.

Note-2: No complaint was pending against the Company during the year.

MEETINGS OF INDEPENDENT DIRECTORS

The Company's Independent Directors met once during the financial year 2022-2023 held on March 20, 2023 without the presence of the Executives. The meeting was conducted to enable the Independent Directors to discuss the matters pertaining to the Company's affairs and put forth their views about the working of the Company and the Board along with the Committees.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director, under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and

Regulation 25 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

CORPORATE GOVERNANCE

Corporate governance is the system of rules, practices, and processes by which a Company is directed and controlled. Corporate governance essentially involves balancing the interests of a company's many stakeholders, such as shareholders, senior management executives, customers, suppliers, financiers, the government, and the community. It encompasses practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure.

The Company strives to adhere to good corporate governance practices in full spirit and measure. Nonetheless pursuant to Regulation 15 (1) and (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulations 17, [17A,] 18, 19, 20, 21,22, 23, 24, [24A,] 25, 26, 27 are not applicable on the company as the company is exempted under Regulation 15 (2) (a) which states that:

(2) The compliance with the corporate governance provisions as specified in regulations 17, [17A,] 18, 19, 20, 21,22, 23, 24, [24A,] 25, 26, 27 and clauses (b) to (i) [and (t)] of sub - regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of -

[a] listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year:

As the paid-up share capital of the company did not exceed Rs. 10 crore and net worth did not exceed Rs. 25 Crore, Therefore, we are not required to attach the report on Corporate Governance together with the Practicing Company Secretaries' Certificate on compliance in this regard and Managing Director's declaration regarding compliance of Code of Conduct by Board Members and Senior Management Personnel.

DISCLOSURE REGARDING THE RE-APPOINTMENT OF DIRECTOR

In terms of relevant provisions of the Act, as amended, Mr. Kannan Agarwal (DIN: 07318672) is liable to retire by rotation at the ensuing AGM and being eligible, seeks re- appointment.

The detailed profile of Mr. Kannan Agarwal and particulars of his experience, skills or attributes that qualify him for Board Membership is provided in the Notice convening the AGM.

The Board recommends the above re-appointment for approval of the Shareholders at the ensuing AGM.

ETHICS/GOVERNANCE POLICIES

The Company strives to conduct business and strengthen the relationship with stakeholders in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all the stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:-

- Code of Conduct
- Code of Conduct for Prohibition of Insider Trading
- Vigil Mechanism and Whistle-blower policy
- Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions
- Policy for selection of Directors and determining Director's independence
- Remuneration policy for Directors, Key Managerial Personnel and other employees
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information
- Policy for preservation of documents
- Policy on Determination and Disclosure of Materiality of Events and Information and the Web Archival Policy.

BOARD EVALUATION

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-Executive Directors and Executive Directors. The Evaluation process inter alia considers attendance of Directors at Board and Committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy.

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Management has carried out the annual performance evaluation of the working of its Audit, Nomination & Remuneration and Investor Grievance Committees. A structured questionnaire was prepared after taking into consideration the inputs received from the Directors, covering various aspects of the Board functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, obligations and governance. A separate exercise was carried out to evaluate the performance of individual Directors including the

Chairman of the Board who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Managing director. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and the feedback was given to the concerned directors.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

There were no Guarantees or Investments made by the Company pursuant to the provisions of Section 186 of the Companies Act, 2013 during the period under review. The details of loans given have been disclosed in the financial statements.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In terms of clause (m) of sub-section (3) of section 134 of the Companies Act, 2013 and the rules framed there under, the particulars relating to conservation of energy, technology absorption and foreign earnings and outgo is given below:

a) CONSERVATION OF ENERGY

The consumption of electricity during the year is minimal. The management is taking conscious efforts to conserve the energy.

b) TECHNOLOGY ABSORPTION

The Company actively endeavours to use the cutting-edge technology and efficient processes to minimize wastage of resources and manpower. The company's undertaking by the name of Rakan ITI is continuously providing knowledge to people at large about the new technology and processes through its well-equipped labs and highly qualified staff.

c) FOREIGN EXCHANGE EARNINGS AND OUTGO: Nil

BUSINESS RISK MANAGEMENT

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has formed an internal committee in order to evaluate the risk factor in the concern. The Board carries out a brief synopsis of the key elements that threatens the existence of the Company. The internal policy related to risk management ensures growth and continuity of business. However, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 exempts your Company to mandatorily form the Risk Management Committee.

A brief report on risk evaluation and management is provided under Management Discussion & Analysis Report forming an integral part of this Annual Report.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all the employees in the course of day-to-day business operations of the Company. The code laid down by the Board is known as the "Code of Conduct" which forms an Appendix to the Code. The Code has been posted on the Company's website "www.rakansteels.co.in". The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity at the work place, in business practices and in dealing with stakeholders. The Code gives guidance on the expected behaviour from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. The whole Management Staff was given appropriate training in this regard.

WHISTLE BLOWER POLICY

In order to comply with the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014. A vigil mechanism was framed by the Company through its Board of Directors to be headed by the Chairman of the Audit Committee who shall also be known as the Vigilance Officer under the Whistle Blower Policy. The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards, the Company encourages its employees who have genuine concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment. The Whistle Blower Policy/ Vigil Mechanism also

provide safeguards against victimization or unfair treatment of the employees who avail of the mechanism and no personnel has been denied access to the Audit Committee. The Code has been posted on the Company's website "www.rakansteels.co.in".

PREVENTION OF INSIDER TRADING

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

DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there were no applications made or proceedings pending in the name of the Company under the Insolvency and Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN THE AMOUNTS OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH REASON THEREOF

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial Institution.

RELATED PARTY TRANSACTIONS

During the year under purview there were related parties transactions under the scope of section 188(1) of the Act. Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure in Form AOC-2 and the same forms part of this report.

Transactions with related parties entered into by the Company are in the normal course of business on arm's length basis and do not have potential conflicts with the Company.

Form No. AOC-2

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

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

- 1. Details of contracts or arrangements or transactions not at arm's length basis:**
- 2. No Such Transactions have taken place during the year under review.**

PARTICULARS	RPT-1	RPT-2
Name(s) of the related party and nature of relationship	Rajvardhan Agencies Pvt. Ltd.	Shribarsana Wire And Wire Mesh Private Limited
Nature of contracts/arrangements/transactions	SALE/PURCHASE	SALE/PURCHASE
Duration of the contracts / arrangements/transactions	1 Year	1 Year
Salient terms of the contracts or arrangements or transactions including the value, if any	As decided by and between the parties on arms length basis	As decided by and between the parties on arms length basis
Justification for entering into such contracts or arrangements or transactions	Units of companies are corelated as supply chain	Units of companies are corelated as supply chain
Date(s) of approval by the Board:-	14-Feb-23	14-Feb-23
Amount paid as advances, if any:-	N/A	N/A
Date on which the special resolution was passed in general meeting as required under first proviso to section 188:-	N/A	N/A

- 3. Details of material contracts or arrangement or transactions at arm's length basis:**

ANNEXURE- RELATED PARTY DISCLOSURES (IND AS-24)

S.No.	Name of Related Party and Nature of Relationship	Nature of Transaction	Transaction Value
1.	Sandeep Agarwal	Director	7,00,000.00

	(Director, Key Managerial Personnel)	Remuneration (STEB)	
2.	Kannan Agarwal (Director, Key Managerial Personnel)	Director Remuneration (STEB)	12,00,000.00
3.	Kashish Agarwal (CFO, Director, Key Managerial Personnel)	CFO Remuneration	12,00,000.00
4.	Bindu Agarwal (Director, Key Managerial Personnel)	Director Remuneration (STEB)	3,00,000.00
5.	Rajvardhan Agencies Pvt. Ltd.	Sale Purchase	5,55,32,541.00 28,867.00
6.	Shribarsana Wire And Wire Mesh Private Limited	Purchase Sale	5,93,060.00 13,80,53,425.00
7.	Kannan Agarwal (Director, Key Managerial Personnel)	Unsecured Loan – Opening Balance Received During the year Repaid During the year Closing Balance	10818.00 7132000.00 100000.00 7042818.00
8.	Vaibhav Agarwal (Relative of Director)	Unsecured Loan – Opening Balance Received During the year Repaid During the year Closing Balance	0.00 310000.00 0.00 310000.00

DISCLOSURE UNDER SEXUAL HARASSMENT POLICY FOR WOMEN

Your Company has already framed the Sexual Harassment Policy regarding women and female employees of the Company. During the year under review, there were no complaints from any employee regarding the said issue.

INFORMATION ON STATUS OF AFFAIRS OF THE COMPANY

Information on the operational, financial performance, etc. of the Company is given in the Management Discussion and Analysis Report, which is annexed hereto.

COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company.

SHARE REGISTRAR & TRANSFER AGENT

The Company's Registrar & Transfer Agent is Skyline Financial Services Private Limited, New Delhi. It is a SEBI Registered R & TA. The contact details of the same are mentioned at the beginning of the Report. The investors are kindly requested to address their queries, if any, to the R & TA. However, in case of any difficulties, they are always welcome to contact the Company's Company Secretary & Compliance Officer, the contact particulars of whom are contained in the Report and are also hosted on the website of the Company i.e. www.rakansteels.co.in.

CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable on your Company.

REPORTING OF FRAUD BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officer or employees, the details of which would need to be mentioned in the Board's Report.

WEBLINK OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 link of Annual Returns are available for the shareholders at www.rakansteels.co.in.

SECRETARIAL STANDARDS

The Company complies with all the applicable and notified Secretarial Standards issued by the Institute of Company Secretaries of India.

GENERAL

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

- Details relating to deposits covered under Chapter V of the Act.
- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the company under any scheme or even as Employee's Stock Option Plan.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- During the year under review, there were no cases filed or reported pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

RECORDING MINUTES OF PROCEEDINGS OF BOARD & COMMITTEE MEETINGS

The Company Secretary records minutes of proceedings of each Board and Committee meetings. Draft minutes are circulated to Board/Committee members for their comments as prescribed under the guidelines of Secretarial Standard-1 issued by the ICSI. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting.

STATUTORY COMPLIANCE

The Company has in place adequate systems and processes to ensure that it is in compliance with all applicable laws. The Company Secretary (Corporate & Compliance) is responsible for implementing the systems and processes for monitoring compliance with the applicable laws and for ensuring that the systems and processes are operating effectively. The Chief Financial Officer and Managing Director, places before the Board, at each meeting, a certificate of compliance with the applicable laws. The Company Secretary (Corporate & Compliance) also confirms compliance with Company law, SEBI Regulations and other corporate laws applicable to the Company.

ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. The Board of Directors also wish to place on record its deep sense of appreciation and gratitude for the committed services by the Company's executives, staff and workers. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

By the Order and on behalf of the Board of Directors

For RAKAN STEELS LIMITED

Sd/-
BINDU AGARWAL
(DIRECTOR)
DIN: 01578595

Sd/-
KANNAN AGARWAL
(MANAGING DIRECTOR)
DIN: 07318672

PLACE: KANPUR
DATE: August 14, 2023

DECLARATION REGARDING ADHERENCE TO THE CODE OF CONDUCT

I, Kannan Agarwal (DIN: 07318672), Managing director of Rakan Steels Limited, hereby declare that all the directors and senior management Personnel have confirmed compliance with the code of conduct as adopted by the company.

By the Order and on behalf of the Board of Directors

For RAKAN STEELS LIMITED

Sd/-
KANNAN AGARWAL
(MANAGING DIRECTOR)

DATE: August 14, 2023
PLACE: KANPUR

ANNEXURE “A” TO THE BOARD’S REPORT

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2023

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

To,
The Members,
Rakan Steels Limited

(CIN: L27320UP1985PLC007582)

NH-2 (1 km from Bara Toll Plaza) Umran, Rania,
Kanpur Dehat-209311

We have conducted the Secretarial Audit of the compliance of applicable Statutory Provisions and the adherence to good corporate practices by **Rakan Steels Limited (L27320UP1985PLC007582)** (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 our verification of the **Rakan Steels Limited** (the company's) books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and; authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2023 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:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by “the Company” for the financial

year ended on 31st March 2023, to the extent applicable, 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 **(Not applicable during the year)**;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable during the year)**;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable during the year)**;
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable during the year)**;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable during the year)**;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable during the year)**;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable during the year);**

(vi) Other Acts- As per the information provided by the company its officers and authorize representative there is no such other acts applicable specifically to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.(As amended from time to time).
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with MSEI Limited.

To the best of my understanding, during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that based on the information provided by the company, its officers and its authorized representatives during the conduct of the audit also on the report by respective department heads /Company Secretary/CFO taken on record by the Board of Directors of the Company, in my opinion adequate system and processes and control mechanism exist in the company to monitor and to ensure the compliance with applicable general laws such as labour laws and environmental laws to the extent applicable to it.

We further report, that the compliance by the company of the applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the

same have been subject to review by statutory financial auditor and other designated professionals.

We further report, that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors/ KMP that took place during the period under review were carried out in compliance with the provisions of the Act. None of the directors were disqualified during the year. Mr. Sandeep Agarwal and Ms. Radhika Bansal directors of the Company resigned from the post through their resignation letter dated 12.10.2022 and Mr. Manish Chandra was appointed as Non-Executive Independent Director, Mrs. Bindu Agarwal appointed as Executive Non-Independent Director and Mr. Rishabh Agarwal as Non-Executive Non-Independent Director on the Board of the company w.e.f 12.10.2022 subject to the approval in the pursuing Annual General Meeting.

The board met five times during the year which took place on 30.05.2022; 13.08.2022; 12.10.2022; 14.11.2022; 14.02.2023. Further the Annual General Meeting of the Company took place on 30.09. 2022. The share transfer books of the company remain closed from September 23rd, 2022 to September 30th, 2022 for the purpose of Annual General Meeting of the Company.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance.

In addition to this, a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decisions are carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that the all the meetings of the Committees took place as per the Compliance of Secretarial standards -1 as issued by the Institute of Company Secretaries of India.

We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under applicable laws/Acts/Regulations to the Company.

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

Date: 14/08/2023

Place: Kanpur

For V. Agnihotri & Associates.

Sd/-

(Prop: Vaibhav Agnihotri)

FCS No. 10363 C P No.: 21596

UDIN: F010363E000822130

Peer Review No : 2065/2023

“ANNEXURE – A” TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
Rakan Steels Limited
(CIN: L27320UP1985PLC007582)
NH-2 (1 km from Bara Toll Plaza) Umran, Rania,
Kanpur Dehat-209311

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

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the Audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices we have followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

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

Place: Kanpur

Date: 14/08/2023

For V. Agnihotri & Associates.

Sd/-

(Prop: Vaibhav Agnihotri)

FCS No. 10363 C P No.: 21596

UDIN: F010363E000822130

Peer Review No: 2065/2023

RAKAN STEELS LIMITED

STANDALONE FINANCIAL STATEMENTS FOR THE
F.Y.
2022-2023



VISHAL MAHESHWARI & COMPANY
CHARTERED ACCOUNTANTS

205-A, Anand Tower,
117/K/13, Sarvodaya Nagar, Kanpur-25
Contact ☎ : 9935593362, 9935593363
E-mail ✉ : v1maheshwari@gmail.com

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
M/s RAKAN STEELS LIMITED,
Kanpur.

Report on the Financial Statements

We have audited the accompanying financial statements of **M/s RAKAN STEELS LIMITED**, ("the Company") as at **31st March 2023** which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made there under including the accounting standards and matters which are required to be included in the audit report.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 of the Company as at 31st March, 2023, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditors' Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the order to the extent applicable.
- 2) As required by section 143 (3) of the Act, 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 purpose of the audit.

- b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of sub section (2) of Section 164 of the Companies Act, 2013.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv) On the basis of the written representations received from the directors as on 31st march 2023;
 - (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (ii) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- v) No dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN: 007952C

VISHAL MAHESHWARI
Partner
M. No.: 076685
Place: Kanpur
Dated: 20.06.2023
UDIN: 23076685BGVXQP5460

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2023, we report that:

- i. In respect of its fixed assets :
 - a) The companies namely Rakan Steels Limited have maintained proper records to show full particulars including quantitative details and situation of its property, plant & equipment.
 - b) The property, plant & equipment were physically verified during the year by the Management in accordance with a phased programme of verification, which, in our opinion, provides for physical verification of all the property, plant & equipment at reasonable intervals having regard to the size of the Company, nature and value of its assets. According to the information and explanation given to us, no material discrepancies were noticed.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in the favour of lessee) are held in the name of the Company.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company it has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
 - e) There are no such proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
 - a) The inventories have been physically verified during the year by the management. In our opinion frequency of verification is reasonable. As explained to us, there were no material discrepancies noticed on physical verification as compared to the book records.
 - b) According to the information and explanations given to us, the companies have not been sanctioned any working capital limits during any point of time of the year in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- iii. As per the records produced before us and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in nature of loans, secured and unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under

section 189 of the Companies Act, 2013, therefore, the relevant provisions of the Companies (Auditor's Report) order, 2020, are not applicable to the Company.

- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to loans and investments made.
- v. In our opinion and according to information and explanations given to us, the Company has not accepted any amount which are deemed to be deposits within the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act , 2013 , therefore , the relevant provisions of the Companies (Auditor's Report) order, 2020, are not applicable to the Company.
- vi. The Central Government has not prescribed maintenance of cost records under Section 148 (1) of the Companies Act, 2013 in respect of business activities of the Company.
- vii. In respect of statutory dues :
 - a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty and other material statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, sales tax, wealth tax, service tax, customs duty excise duty and other statutory dues mentioned above were in arrears, as at 31.03.2023 for a period of more than six months from the date they became payable.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty and excise duty which have not been deposited on account of any dispute.
- viii. According to the information and explanation given to us, none of the transactions are left unrecorded in the books of account, or have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues or in the payment of interest thereon to any lender or to financial institutions or banks. The Company does not have any loans or borrowings from Government or debenture holders during the year.
- x. a) The Company did not raise any money by way of Initial Public offer or further Public Offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.

- b) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xi. a) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees have been noticed or reported during the course of our audit.
 - b) No such report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c) None whistle-blower complaints were received during the year by the company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required.
- xiv. a) Yes, the company has an internal audit system commensurate with the size and nature of its business
 - b) Yes, reports of the Internal Auditors for the period under audit were considered by the statutory auditor;
- xv. 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 entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- xvii. 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 incurred no cash losses in the financial year and in the immediately preceding financial year.
- xviii. There had been no resignation of the statutory auditors during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying

the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and that company is 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.

xx. a) According to our examination of the records of the Company, the CSR provisions are not applicable on the Company during the current financial year. Hence, it is not required to transfer any unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.

b) Since the CSR provisions do not apply to the company, no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project was required to be transferred to a special account in compliance with the provision of sub-section (6) of section 135 of the said Act.

For VISHAL MAHESHWARI & COMPANY
Chartered Accountants
FRN: 007952C

SD/-
VISHAL MAHESHWARI
Partner
M. No.: 076685
Place: Kanpur
Dated: 20.06.2023
UDIN: 23076685BGVXQP5460

Annexure-B to the Auditor's Report

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 Rakan Steels Limited ("the Company") as of 31st March, 2023 in the conjunction with our audit of 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, the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of 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 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 system 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 the financial statements in accordance with generally accepted accounting principles, and that the receipts and expenditures of the company are being made only in accordance with authorizations of the 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 period 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 31st March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For VISHAL MAHESHWARI & COMPANY

Chartered Accountants

FRN: 007952C

SD/-

VISHAL MAHESHWARI

Partner

M. No.: 076685

Place: Kanpur

Dated: 20.06.2023

UDIN: 23076685BGVXQP5460

RAKAN STEELS LIMITED

BALANCE SHEET

AS AT 31ST MARCH 2023

	Note No.	As at 31st March, 2023	As at 31st March, 2022
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2.1	2,29,86,809	1,42,58,341
Capital Work-in-Progress		-	-
Financial Assets			
Investments	2.2	-	-
Loan	2.3	-	-
Other Financial Assets	2.4	-	-
Deferred Tax Assets (Net)		1,35,192	1,62,996
Other Non-Current Assets	2.5	4,73,667	4,73,667
Current Assets			
Inventories	2.6	7,02,36,473	7,32,84,935
Financial Assets			
Investments	2.7	-	-
Trade Receivables	2.8	3,26,19,566	3,30,42,143
Cash and Cash Equivalents	2.9	24,91,427	32,02,958
Bank Balances other than Cash and Cash equivalents	2.10	-	-
Loans	2.11	-	-
Other Financial Assets	2.12	-	-
Current Tax Assets (Net)	2.13	7,51,055	50,000
Other Current Assets	2.14	12,70,097	24,99,480
TOTAL ASSETS		13,09,64,286	12,69,74,520
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	2.15	3,24,00,000	3,24,00,000
Other Equity	2.16	1,58,51,435	1,50,95,719
		4,82,51,435	4,74,95,719
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	2.17	6,00,02,914	5,96,13,721
Other Financial Liabilities	2.18	-	-
		6,00,02,914	5,96,13,721
Provisions	2.19	-	-
Deferred Tax Liabilities (Net)	2.20	-	-
Other Non-Current Liabilities	2.21	-	-
Current Liabilities			
Financial Liabilities			
Borrowings	2.22	-	-
Trade Payables-Total Outstanding Dues of	2.23	29,56,790	85,75,889
- Micro and Small Enterprises		6,80,117	8,96,824
- Creditors other than Micro and Small Enterprises		22,76,673	76,79,065
Other Financial Liabilities	2.24	30,00,000	24,00,000
		59,56,790	1,09,75,889
Other Current Liabilities	2.25	1,65,03,147	86,54,191
Provisions	2.26	2,50,000	2,35,000
Current Tax Liabilities (Net)		-	-
TOTAL EQUITY AND LIABILITIES		13,09,64,286	12,69,74,520

0

0

Significant Accounting Policies

The accompanying Notes are an integral part of the Financial Statements

In terms of our report on even date attached

For RAKAN STEELS LIMITED
CIN - L27320UP1985PLC007582

For Vishal Maheshwari & Company
Chartered Accountants

SD/-
(Vishal Maheshwari)
Partner
M.No: 076685
FRNo.007952C

SD/- Kannan Agarwal (Managing Director)
SD/- Bindu Agarwal (Director)
DIN: 07318672 DIN: 01578595

Place : Kanpur
Date : 30.05.2023

SD/- Kashish Grover (Chief Financial Officer)
SD/- Madhu Bansal (Company Secretary)

RAKAN STEELS LIMITED**STATEMENT OF PROFIT & LOSS**

FOR THE YEAR ENDED 31ST MARCH 2023

	Note No.	Year Ended 31st March, 2023 Current Year	Year Ended 31st March, 2022 Previous Year
INCOME			
Revenue from Operations	3.1	31,64,31,925	33,77,62,945
Other Income	3.2	3,13,029	4,64,022
Total Income (I)		31,67,44,954	33,82,26,967
EXPENSES			
Cost of Materials Consumed	3.3	18,90,33,260	11,32,75,647
Purchase of Stock-in-Trade	3.4	10,09,22,707	20,27,77,622
Changes in Inventories of Finished Goods, Work-in-Pro	3.5	43,27,635	16,84,512
Employees Benefits Expenses	3.6	19,99,268	21,10,055
Finance Costs	3.7	56,30,350	62,67,973
Depreciation and Amortisation Expenses	2.1	8,01,322	10,45,606
Other Expenses	3.8	1,29,11,076	1,01,21,433
Total Expenses (II)		31,56,25,618	33,72,82,848
Profit Before Exceptional Item and Tax		11,19,336	9,44,119
Exceptional Item		-	-
Profit Before Tax		11,19,336	9,44,119
Tax Expenses			
Current Tax		2,50,000	2,35,000
Tax Relating To Prior Period		85,816	-
Deferred Tax		27,804	-7,232
Total Tax Expense		3,63,620	2,27,768
Profit for the Year (III)		7,55,716	7,16,351
OTHER COMPREHENSIVE INCOME			
Items that will not be considered to profit or loss	3.9	-	-
Items that will be considered to profit or loss			
Exchange differences on translating foreign operations		-	-
Less: Tax Effect on above		-	-
Other Comprehensive Income for the Year (IV)		-	-
Total Comprehensive Income for the Year (III+IV)		7,55,716	7,16,351
Earnings per Equity Share (Face Value Rs. 1 each)			
Basic (Rs.)		0.02	0.02
Diluted (Rs.)		0.02	0.02

Significant Accounting Policies

The accompanying Notes are an integral part of the Financial Statements

In terms of our report on even date attached

For Vishal Maheshwari & Company
Chartered AccountantsFor RAKAN STEELS LIMITED
CIN - L27320UP1985PLC007582SD/-
(Vishal Maheshwari)
Partner
M.No: 076685
FRNo.007952CSD/- SD/-
Kannan Agarwal Bindu Agarwal
(Managing Director) (Director)
DIN: 07318672 DIN: 01578595Place : Kanpur
Date : 30.05.2023SD/- SD/-
Kashish Grover Madhu Bansal
(Chief Financial Officer) (Company Secretary)

STATEMENT OF CHANGES IN EQUITY
for the year ended 31st March, 2023

A. EQUITY SHARE CAPITAL

For the year ended 31st March, 2023

Balance as at 1st April, 2022	Changes in Equity Share Capital	Balance as at 31st March, 2023
3,24,00,000	-	3,24,00,000

B. OTHER EQUITY

	Reserves & Surplus				Other Comprehensive Income				Total
	Securities Premium Reserve	General Reserve	Capital Reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	Currency Translation Reserve	Effective Portion of Hedge Cash Flow	Other Items of Other Comprehensive Income	
As at 31st March 2023									
Opening Balance as at 1st April, 2022	1,40,00,000	8,00,000	15,89,220	-12,93,501	-	-	-	-	1,50,95,719
Profit for the year	-	-	-	7,55,716	-	-	-	-	7,55,716
Other Comprehensive Income for the year	-	-	-	-	-	-	-	-	-
Transfer from Retained Earnings to Capital Reserve	-	-	-	-	-	-	-	-	-
Capital Subsidy (effect under Ind AS to be seen)	-	-	-	-	-	-	-	-	-
Dividend (Including Corporate Dividend Tax)	-	-	-	-	-	-	-	-	-
Other Comprehensive Income for the year									
Exchange Difference on Translation of Foreign Operations	-	-	-	-	-	-	-	-	-
Closing Balance as at 31st March, 2023	1,40,00,000	8,00,000	15,89,220	-5,37,785	-	-	-	-	1,58,51,435

	Securities Premium Reserve	General Reserve	Capital Reserve	Retained Earnings	Equity Instrument s through Other Comprehe nsive Income	Currency Translation Reserve	Effective Portion of Hedge Cash Flow	Other Items of Other Comprehe nsive Income	Total
As at 31st March 2022									
Opening Balance as at 1st April, 2021	1,40,00,000	8,00,000	15,89,220	-20,09,852	-	-	-	-	1,43,79,368
Profit for the year	-	-	-	7,16,351	-	-	-	-	7,16,351
Other Comprehensive Income for the year	-	-	-	-	-	-	-	-	-
Transfer from Retained Earnings to Capital Reserve	-	-	-	-	-	-	-	-	-
Transfer from Retained Earnings to General Reserve	-	-	-	-	-	-	-	-	-
Capital Subsidy (effect under Ind AS to be seen)	-	-	-	-	-	-	-	-	-
Dividend (Including Corporate Dividend Tax)	-	-	-	-	-	-	-	-	-
Other Comprehensive Income for the year									
Exchange Difference on Translation of Foreign Operations	-	-	-	-	-	-	-	-	-
Closing Balance as at 31st March, 2022	1,40,00,000	8,00,000	15,89,220	-12,93,501	-	-	-	-	1,50,95,719

The accompanying Notes are an integral part of the Financial Statements

In terms of our report on even date attached

For Vi For Rajani Mukesh & Associates
Chartered Accountants

For RAKAN STEELS LIMITED
CIN - L27320UP1985PLC007582

SD/-
(Vishal Maheshwari)
Partner
M.No: 076685
FRNo.007952C

SD/-
Kannan Agarwal
(Managing Director)
DIN: 07318672

SD/-
Bindu Agarwal
(Director)
DIN: 01578595

Place : Kanpur
Date : 30.05.2023

SD/-
Kashish Grover
(Chief Financial Officer)

SD/-
Madhu Bansal
(Company Secretary)

RAKAN STEELS LIMITED

Cash Flow Statement For The Year Ended 31.03.2023

Particulars	Year Ended		Year Ended	
	31.03.2023		31.03.2022	
A Cash Flow from Operating Activities				
Profit for the Year before tax & extraordinary items		1119336		944119
<u>Adjustment for:</u>				
Depreciation	801322		1045606	
Interest & Financial Charges	5630350	6431672	6267973	7313579
Operating Profit before Working Capital changes		7551008		8257698
<u>Adjustments for:</u>				
(Increase)/Decrease in Loans and Advances	0		0	
(Increase)/Decrease in Trade Recievables	422577		4266311	
(Increase)/Decrease in Inventory	3048462		-4411303	
(Increase)/Decrease in Current Assets	528328		2516463	
Increase/(Decrease) in current Liabilities	2829857		10541315	
Less:-Direct Taxes Paid (Net)	-335816	6493408	-235000	12677786
Net Cash from Operating Activities		14044416		20935484
B Cash Flow from Investing Activities				
Purchase of fixed asset	9529790	-9529790	9540018	-9540018
Purchase of investment	0	0	0	0
(Increase)/Decrease in Non Current Assets	0	0	0	0
Increase/(Decrease) in Non Current Liabilities	15000	15000	-140000	-140000
Net Cash from Investing Activities		-9514790		-9680018
C Cash Flow from Financing Activities				
(Payment)/ Receipt of Long Term Borrowing	389193		-5957266	
(Payment)/ Receipt of other Long Term Liabilities	0		0	
Interest and Financial Charges	-5630350		-6267973	
Dividends paid	0	-5241157	0	-12225239
Net Cash from Financing Activities		-5241157		-12225239
NET CASH FLOWS DURING THE YEAR(A+B+C)		-711531		-969773
Cash and Cash Equivalent(Opening Balance)		3202958		4172731
Cash and Cash Equivalent(Closing Balance)		2491427		3202958

For Vishal Maheshwari & Company
Chartered Accountants

For RAKAN STEELS LIMITED
CIN - L27320UP1985PLC007582

SD/-
(Vishal Maheshwari)
Partner
M.No: 076685
FRNo.007952C

SD/-
Kannan Agarwal
(Managing Director)
DIN: 07318672

SD/-
Bindu Agarwal
(Director)
DIN: 01578595

Place : Kanpur
Date : 30.05.2023

SD/-
Kashish Grover
(Chief Financial Officer)

SD/-
Madhu Bansal
(Company Secretary)

RAKAN STEELS LIMITED

Notes forming part of the Financial Statements

2.1 PROPERTY, PLANT AND EQUIPMENT

PARTICULARS	Gross Block				Depreciation				NET BLOCK	
	As at 1st	Additions	Deductions/ Derecognition	As at 31st	As at 1st	For the	Deductions/ Derecognition	As at 31st	As at 31st	As at 1st
	April, 2022			March, 2023	April, 2022	Year		March, 2023	March, 2023	April, 2022
Tangible Assets *										
Land	92,50,000	92,50,000	-	1,85,00,000	-	-	-	-	1,85,00,000	92,50,000
Laboratory Equipment	15,23,265	-	-	15,23,265	14,46,304	559.00	-	14,46,863	76,402	76,961
Computer Peripherals	7,41,456	1,16,270	-	8,57,726	6,65,763	72,176.00	-	7,37,939	1,19,787	75,693
Buildings	34,08,464	-	-	34,08,464	8,28,078	1,25,665.00	-	9,53,743	24,54,721	25,80,386
Plant & Machinery	33,66,734	-	-	33,66,734	22,54,245	2,03,046.00	-	24,57,291	9,09,443	11,12,489
Office Equipments	10,30,599	1,60,807	-	11,91,406	7,32,895	1,50,369.00	-	8,83,264	3,08,142	2,97,704
Furniture & Fittings	2,34,754	2,712	-	2,37,466	1,93,410	12,026.00	-	2,05,436	32,030	41,344
Vehicles	33,30,162	-	-	33,30,162	25,17,263	2,34,668.00	-	27,51,931	5,78,231	8,12,899
Electrical Equipments	57,206	-	-	57,206	46,341	2,813.00	-	49,154	8,052	10,865
Total Tangible Assets	2,29,42,640	95,29,789	-	3,24,72,429	86,84,299	8,01,322	-	94,85,621	2,29,86,809	1,42,58,341
Previous Year	1,34,02,622	95,40,018	-	2,29,42,640	76,38,693	10,45,606	-	86,84,299	1,42,58,341	57,63,929

* The Tangible Assets of the Company are pledged as security against the secured borrowings disclosed in the separate note

The Leasehold Land classified as Finance Lease is recognised under PPE as substantially all the significant risk and rewards incidental to ownership of land under lease have been transferred to the Company.

RAKAN STEELS LIMITED				
2.2	NON-CURRENT FINANCIAL ASSETS - INVESTMENTS		As at 31st March, 2023	As at 31st March, 2022
	Investments at Cost			
	Investments in Equity instruments of Subsidiaries			
	Unquoted			
	Total Investments carried at cost	0	0	0
	Investments at fair value through OCI (fully paid)			
	Quoted Shares			
	Unquoted Investments in Equity Shares	0	0	0
	Quoted Investments in Mutual Funds	0	0	0
	Investments carried at fair value through Other Comprehensive Income	0	0	0
	Total Investments	0	0	0
	Current	0	0	0
	Non-Current	0	0	0
		0	0	0
2.3	NON-CURRENT FINANCIAL ASSETS - LOANS		As at 31st March, 2023	As at 31st March, 2022
	(Unsecured, Considered Good unless otherwise stated)			
	Loans to Related Parties	0	0	0
	Other Loans	0	0	0
	Loans to Employees	0	0	0
		0	0	0
2.4	NON-CURRENT FINANCIAL ASSETS - OTHERS		As at 31st March, 2023	As at 31st March, 2022
	Fixed Deposits with Banks with maturity more than 12 Months	0	0	0
		0	0	0
2.5	OTHER NON-CURRENT ASSETS		As at 31st March, 2023	As at 31st March, 2022
	Capital Advances for Purchase of Property, Plant and Equipment	0	0	0
	Security Deposits	4,73,667	4,73,667	4,73,667
	Other Advances (Deposit with Government Authorities, etc.)	0	0	0
		4,73,667	4,73,667	4,73,667
	Security Deposits :			
	Secured, considered good	0	0	0
	Unsecured , considered good	473667	473667	473667
	Doubtful less allowances for bad and doubtful debts	0	0	0
	No Debts are due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.			
2.6	INVENTORIES		As at 31st March, 2023	As at 31st March, 2022
	(Valued at lower of cost and net realisable value, unless otherwise stated)			
	Raw Material	79,02,871	67,23,698	67,23,698
	Finished Goods	6,20,33,602	6,63,61,237	6,63,61,237
	Stock in Process	0	0	0
	Packing Materials, Stores & Chemicals	3,00,000	2,00,000	2,00,000
		7,02,36,473	7,32,84,935	7,32,84,935
2.6.1	The Company follows suitable provisioning norms for writing down the value of Inventories towards slow moving, non-moving and surplus inventory. No Provision are made for the year (31st March 2022 Rs. Nil). Inventory values shown above are net of the provisions.			

2.7 CURRENT FINANCIAL ASSETS - INVESTMENTS		As at 31st March, 2023	As at 31st March, 2022			
Investments at fair value through FVTPL (fully paid)						
Quoted Shares		0	0			
Quoted Investments in Mutual Funds		0	0			
Investments carried at fair value through Other Comprehensive Income		0	0			
Total Investments		0	0			
2.8 TRADE RECEIVABLES		As at 31st March, 2023	As at 31st March, 2022			
a) Trade Receivables considered good – Secured.		0	0			
b) Trade Receivables considered good – Unsecured.		3,26,19,566	3,30,42,143			
c) Trade Receivables that have an increase in Credit Risk that is significant.		0	0			
d) Trade Receivables – Credit Impaired.		0	0			
Less: Impairment Loss		0	0			
		3,26,19,566	3,30,42,143			
Particulars		Outstanding for following periods from due date of payment				
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years
(i) Undisputed Trade receivables – considered good		13961824	8341986	3005241	5310514	2000000
(ii) Undisputed Trade Receivables – considered doubtful		0	0	0	0	0
(iii) Disputed Trade Receivables considered good		0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful		0	0	0	0	0
(v) Disputed Trade Receivables – which have significant increase in credit risk		0	0	0	0	0
(vi) Disputed Trade Receivables – credit impaired		0	0	0	0	0
No Debts are due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.						
2.9 CASH AND CASH EQUIVALENTS		As at 31st March, 2023	As at 31st March, 2022			
Cash in hand		19,48,583	22,96,876			
Balances with Banks						
In Current Account		2,17,844	5,31,082			
In Deposit Account - Original Maturity of 3 Months or Less		3,25,000	3,75,000			
		24,91,427	32,02,958			
2.10 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS		As at 31st March, 2023	As at 31st March, 2022			
Deposits with Bank in Dividend Account		0	0			
Bank Deposits (with maturity more than 3 months but less than 12 months)		0	0			
		0	0			
# Whether Lodged as security with Any Authority						

2.11 CURRENT FINANCIAL ASSETS - LOANS		As at 31st March, 2023	As at 31st March, 2022
a) Loans Receivables considered good – Secured.		0	0
b) Loans Receivables considered good – Unsecured.		0	0
c) Loans Receivables which have a significant increase in credit risk.		0	0
d) Loans Receivables – Credit Impaired.		0	0
		0	0
2.12 OTHERS FINANCIAL ASSETS			
		As at 31st March, 2023	As at 31st March, 2022
Interest Accured on Fixed Deposit		0	0
Cash Flow Hedges		0	0
		0	0
2.13 CURRENT TAX ASSETS (NET)			
		As at 31st March, 2023	As at 31st March, 2022
Advance Income Tax (Net of Provision)		17,989	50,000
GST (Net of Provision)		7,33,066	-
		7,51,055	50,000
2.14 OTHER CURRENT ASSETS			
		As at 31st March, 2023	As at 31st March, 2022
Unsecured, Considered Good			
Advances to Suppliers		10,22,330	10,68,999
Prepaid Expenses Pre Paid Insurance		1,28,320	26,090
Other Advances		1,19,447	14,04,391
		12,70,097	24,99,480

2.15 EQUITY SHARE CAPITAL

	As at 31st March, 2023	As at 31st March, 2022
2.151 Authorised		
5,50,00,000 Equity Shares of Re. 1/- each (Previous Year 5,50,00,000 Equity Shares of Re. 1/- each)	5,50,00,000	5,50,00,000
	<u>5,50,00,000</u>	<u>5,50,00,000</u>
	As at 31st March, 2023	As at 31st March, 2022
2.152 Issued, Subscribed and Fully Paid-up		
3,24,00,000 Equity Shares of Re. 1/- each (Previous Year 3,24,00,000 Equity Shares of Re. 1/- each)	3,24,00,000	3,24,00,000
	<u>3,24,00,000</u>	<u>3,24,00,000</u>

2.153 Reconciliation of the Number of Equity Shares Outstanding

	Number of Shares	
	Current Year	Previous Year
Outstanding as at the beginning of the year	3,24,00,000	3,24,00,000
Add: Issued/sub-divided during the year	-	-
Outstanding as at the end of the year	<u>3,24,00,000</u>	<u>3,24,00,000</u>

2.154 Rights, Preferences and Restrictions attached to Equity Shares

The Company has only one class of Equity Shares having a par value of Re. 1 per share. Each holder of the Equity Shares is entitled to one vote per share. The Company declares dividend in Indian Rupees but has not proposed any dividend for the current year.

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

2.155 List of Shareholders holding more than 5% Shares in the Equity Share Capital of the Company

	Current Year		Previous Year	
	No. of Shares	% Holding	No. of Shares	% Holding
Rajvardhan Agencies Private Limited	2683000	8.28%	2683000	8.28%
Surendra Mohan Agarwal	2431000	7.50%	2431000	7.50%

Name of Promoter	As at 31st March 2023		As at 31st March 2022	
	No. of Shares held	% holding in that class of shares	No. of Shares held	that class of shares
Rajvardhan Agencies Pvt. Ltd.	2683000	8.28%	2683000	8.28%
SURENDRA MOHAN AGARWAL	2430000	7.50%	2431000	7.50%
SANDEEP AGARWAL	1688160	5.21%	1688160	5.21%
SANJEEV AGARWAL	1103000	3.40%	1103000	3.40%
PAWAN KUMARI AGARWAL	830000	2.56%	830000	2.56%
BINDU AGARWAL	819500	2.53%	819500	2.53%

2.16 OTHER EQUITY

	As at 31st March, 2023	As at 31st March, 2022
Securities Premium Reserve	14000000	14000000
General Reserve	800000	800000
Capital Reserve	1589220	1589220
Retained Earnings	-537785	-1293501
Other Comprehensive Income	0	0
	<u>15851435</u>	<u>15095719</u>

The Description of the nature and purpose of each reserve within equity is as follows:

- Securities Premium Reserve:** Securities premium reserve is credited when shares are issued at premium. It can be used to issue bonus shares, to provide for premium on redemption of shares or debentures, write-off equity related expenses like underwriting costs, etc.
- General Reserve:** It is a free reserve which is created by appropriation from profits of the current year and/or undistributed profits of previous years, before declaration of dividend duly complying with any regulations in this regard.
- Capital Reserve:** Capital Reserve is the reserve created by investment made in plant and machinery in accordance with the then applicable Government Policies. It can be used for acquiring plant and machinery and other capital investments.

2.17 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

	As at 31st March, 2023	As at 31st March, 2022
Secured		
Rupee Term Loan from Banks	5,18,97,351	5,88,50,158
Foreign Currency Term Loan from Banks		
Un-Secured		
Loans & Advances from Related Parties/ Shareholders & Directors	81,05,563	7,63,563
	6,00,02,914	5,96,13,721

2.171 Nature of Security, Repayment Terms and Break-up of Current and Non-Current

	Current Year		Previous Year	
	Current *	Non-Current	Current *	Non-Current
Secured Long-Term Borrowings:				
Rupee Term Loan secured by first charge on the premises situated on arazi number 2153, 2159, 2160, 2161 and 2191 mauza umran, tehsil- Akbarpur, District-Kanpur and personal guarantee by three directors and their relatives.	26,99,639	4,87,51,376	24,00,000	5,81,31,599
HDFC CAR LOAN (Secured against hypothecation of car)	3,00,361	1,45,975	-	7,18,559
	30,00,000	4,88,97,351	24,00,000	5,88,50,158

2.172 Maturity Profile of Non-Current Borrowings (including Current Maturities) is as set out below:

	Maturity Profile			
	Within 2 Years	2 - 3 Years	5 - 6 Years	7 Years & Above
Secured				
Rupee Term Loan from Banks	6600000	19897351	9600000	18800000
Foreign Currency Term Loan from Banks	0	0	0	0
Current Year	0	0	0	0
Previous Year	0	0	0	0

2.18 NON-CURRENT OTHER FINANCIAL LIABILITIES

	As at 31st March, 2023	As at 31st March, 2022
Security and other Deposits	0	0
	0	0

2.19 NON-CURRENT PROVISIONS

	As at 31st March, 2023	As at 31st March, 2022
Employees Benefits - Gratuity etc	0	0
	0	0

2.20 DEFERRED TAX LIABILITIES (NET)

	As at 31st March, 2022	MAT Credit Utilized	Charge for the C. Year Profit or Loss	Other Comprehensive Income	As at 31st March, 2023
Deferred Tax Liabilities:	0	0	0	0	0
Accumulated Depreciation	-162996	0	27804	0	-135192
Fair Valuation of Equity Instruments and Bonds mea	0	0	0	0	0
Fair Valuation of Mutual Funds measured at FVTPL	0	0	0	0	0
Others	0	0	0	0	0
	-162996	0	27804	0	-135192
Deferred Tax Assets:					
Accrued Expenses Allowable on Payment Basis	0	0	0	0	0
Expenses Allowable in Instalments in Income Tax	0	0	0	0	0
Provision for Contingencies Allowable on Payment Basis	0	0	0	0	0
MAT Credit Entitlement	0	0	0	0	0
Fair Valuation of Preference Shares measured at FVTPL	0	0	0	0	0
	0	0	0	0	0
Deferred Tax Liabilities (Net)	-162996	0	27804	0	-135192

NOT IN BOOKS

	As at 31st March, 2021		Charge for the C. Year Profit or Loss	Other Comprehensive Income	As at 31st March, 2022
Deferred Tax Liabilities:	0	0	0	0	0
Accumulated Depreciation	-155764	0	-7232	0	-162996
Fair Valuation of Equity Instruments and Bonds measured at FVTOCI	0	0	0	0	0
Fair Valuation of Mutual Funds measured at FVTPL	0	0	0	0	0
Others	0	0	0	0	0
	-155764	0	-7232	0	-162996
Deferred Tax Assets:					
Accrued Expenses Allowable on Payment Basis	0	0	0	0	0
Expenses Allowable in Instalments in Income Tax	0	0	0	0	0
Provision for Contingencies Allowable on Payment Basis	0	0	0	0	0
MAT Credit Entitlement	0	0	0	0	0
Fair Valuation of Preference Shares measured at FVTPL	0	0	0	0	0
	0	0	0	0	0
Deferred Tax Liabilities (Net)	-155764	0	-7232	0	-162996

2.21 OTHER NON-CURRENT LIABILITIES

	As at 31st March, 2023	As at 31st March, 2022
Other Creditors	0	0
Deferred Revenue from Government Grant	0	0
Other Liabilities	0	0
	0	0

2.22 CURRENT FINANCIAL LIABILITIES - BORROWINGS

	As at 31st March, 2023	As at 31st March, 2022
Loans Repayable on Demand from Banks		
Secured:		
Working Capital Borrowings	0	0
	0	0

2.23 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

	As at 31st March, 2023	As at 31st March, 2022
Due to Micro and Small Enterprises	6,80,117	896824
Due to Related Parties	0	0
Others	22,76,673	76,79,065
	29,56,790	85,75,889

This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Trade Payables Ageing Schedule

Particulars	Outstanding for following periods from due date of Payment					Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years		
(i)MSME	6,80,117	-	-	-		6,80,117
(ii)Others	22,76,673	-	-	-		22,76,673
(iii)Disputed dues-MSME	-	-	-	-		-
(iv)Disputed Dues - Others	-	-	-	-		-

2.24 CURRENT - OTHER FINANCIAL LIABILITIES

	As at 31st March, 2023	As at 31st March, 2022
Current Maturities of Long-Term Debts (Note 2.16.1)	0	0
Interest Accrued but not Due on Borrowings	0	0
Security and Other Deposits (Trade Deposits)	0	0
Dividend Payable	0	0
Liability for Capital Goods	0	0
Other Payables (including Retention money etc.)	0	0
Term Loan Installments repayable	30,00,000	24,00,000
	30,00,000	24,00,000

2.25 OTHER CURRENT LIABILITIES

	As at 31st March, 2023	As at 31st March, 2022
Statutory Liabilities	-	-
Advance from Customers	1,26,63,609	78,92,601
Deferred Revenue from Government Grant	-	-
Other Payables (including Employee Benefits Payable, Provision etc.)	38,39,538	7,61,590
	1,65,03,147	86,54,191

2.26 CURRENT PROVISIONS

	As at 31st March, 2023	As at 31st March, 2022
For Employee Benefits (Leave Encashment and Pension)	-	-
Provision for Taxation	2,50,000	2,35,000
	2,50,000	2,35,000

2.26.1 Movement of provisions during the year as required by Ind AS - 37 "Provisions, Contingent Liabilities and Contingent Asset"

	As at 31st March, 2023	As at 31st March, 2022
Changes in provisions required by Ind AS-37	0	0
	0	0

3.1 SALE OF PRODUCT & SERVICES (GROSS)

	Current Year	Previous Year
Sale of Product	30,38,02,254	32,55,91,793
Stock converted into Capital asset	92,50,000	92,50,000
Sale of Service:		
Educational Fee Receipt	33,79,671	29,21,152
Rent		
	<u>31,64,31,925</u>	<u>33,77,62,945</u>

3.2 OTHER INCOME

	Current Year	Previous Year
Interest Received	1,491	54
Interest on Income Tax Refund	-	-
Dividend	-	-
Profit of Sale of Investments	-	-
Profit of Sale of Assets	-	-
Profit of Sale of Investments (Measured at FVTPL)	-	-
Other Income	3,11,538	4,63,968
	<u>3,13,029</u>	<u>4,64,022</u>

3.3 COST OF MATERIAL CONSUMED

	Current Year	Previous Year
Raw-Material Consumed		
Opening Stock	67,23,698	6,27,883
Add: Purchase & Incidental Expenses	18,86,61,163	11,91,61,337
Less: Closing Stock	79,02,871	67,23,698
Raw-Material Consumed	18,74,81,990	11,30,65,522
Packing Material, Stores & Chemicals consumed		
Opening Stock	2,00,000	2,00,000
Add: Purchase & Incidental Expenses	16,51,270	2,10,125
Less: Closing Stock	3,00,000	2,00,000
Packing Material, Stores & Chemicals consumed	15,51,270	2,10,125
	<u>18,90,33,260</u>	<u>11,32,75,647</u>

3.4 PURCHASE OF STOCK-IN-TRADE

	Current Year	Previous Year
Purchase of Stock	10,09,22,707	20,27,77,622
	<u>10,09,22,707</u>	<u>20,27,77,622</u>

3.5 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE

	Current Year	Previous Year
Opening Stock		
Finished Goods	6,63,61,237	6,80,45,749
Stock-in-Process	-	-
	6,63,61,237	6,80,45,749
Less: Closing Stock		
Finished Goods	6,20,33,602	6,63,61,237
Stock-in-Process	-	-
	6,20,33,602	6,63,61,237
(Increase)/Decrease in Stock	43,27,635	16,84,512

3.6 EMPLOYEES BENEFIT EXPENSES

	Current Year	Previous Year
Salaries, Wages and Bonus etc	19,32,695	20,38,347
Contribution to Provident and other funds	50,303	49,458
Staff Welfare Expenses	16,270	22,250
	19,99,268	21,10,055

3.7 FINANCE COST

	Current Year	Previous Year
Interest Expense	55,50,271	61,61,085
Other Finance Cost	80,079	1,06,888
	56,30,350	62,67,973

3.8 OTHER EXPENSES

	Current Year	Previous Year
Manufacturing Expenses		
Power and Fuel	19,85,082	21,25,791
Freight and Cartage	30,94,810	17,58,503
Factory expenses	3,69,977	-
Administrative, Selling & Distribution Expenses		
Administrative Expenses	-	-
Advertisement & Publicity	1,71,874	2,30,621
Auditor Fees	30,000	30,000
Business Promotion	58,962	-
Director's/ CFO Remuneration	34,00,000	36,00,000
Insurance	68,757	77,725
Legal Expenses	-	-
Miscellaneous Expenses	1,06,150	1,70,070
Office Expenses	1,71,732	3,49,245
Postage, Telegram & telephone	58,999	87,200
Printing & Stationery	52,552	24,002
Professional & Consultancy Charges	24,69,118	1,60,212
Rate & Taxes & Fees	2,74,856	2,77,661
Repairs & Maintenance (Building)	20,503	-
Repairs & Maintenance (Machine)	95,419	2,12,833
Travelling & Conveyance Expenses	2,92,845	3,50,398
Vehicle Running & Maintenance	1,89,440	6,67,172
	1,29,11,076	1,01,21,433

3.9 OTHER COMPREHENSIVE INCOME

	Current Year	Previous Year
Items that will not be reclassified to Profit and Loss		
Equity Instrument through Other Comprehensive Income	-	-
Re-measurement of Defined Benefit Plan	-	-
Less: Income Tax	-	-
Items that will be reclassified to Profit and Loss		
Exchange differences on translating foreign operations	-	-
Less: Income Tax	-	-
	-	-

Disclosure of Ratios in accordance with Schedule III of The Companies Act, 2013

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance
Current Ratio	CURRENT ASSETS 107368618 112079516	CURRENT LIABILITIES 22709937 19865080	4.73	5.64	-19.34	
Debt-equity Ratio	TOTAL LIABILITIES 82712851 79478801	EQUITY CAPITAL 48251435 47495719	1.71	1.67	2.38	
Debt service coverage ratio	NET OPERATING INCOME 7551008 8257698	CURRENT DEBT OBLIGATION 3000000 2400000	2.52	3.44	-36.70	Net operating income declined during the year whereas the debt repayment obligation increased resulting in this variation
Return on equity	NET INCOME 7551008 8257698	EQUITY SHAREHOLDER FUNDS 48251435 47495719	0.16	0.17	-11.10	
Inventory turnover ratio	COST OF GOODS SOLD 294283602 317737781	AV. INVENTORY 71760704 71079284	4.10	4.47	-9.01	
Trade receivables turnover ratio	CREDIT SALE 304605917 337762945	AVG. TRADE RECEIVABLES 32830855 35175299	9.28	9.60	-3.49	
Trade Payables turnover ratio	CREDIT PURCHASE 291235140 322149084	AVG. TRADE PAYABLES 5766340 6246863	50.51	51.57	-2.11	
Net Capital turnover ratio	TURNOVER 316744954 338226967	CAPITAL EMPLOYED (CA-CL) 84658681 92214436	3.74	3.67	1.97	
Net profit ratio	NET INCOME 7551008 8257698	REVENUE 316744954 338226967	0.02	0.02	-2.41	
Return on capital employed	EBIT 6749686 7212092	CAPITAL EMPLOYED (TA-CL) 108254349 107109440	0.06	0.07	-7.99	
Return on Investment	NET INCOME 6749686 7212092	AV. EQUITY 47873577 47137544	0.14	0.15	-8.52	

RAKAN STEELS LIMITED

Notes to the Ind AS financial statements for the year ended March 31, 2023

BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Basis of preparation and compliance with Ind AS

For all periods up to the year ended March 31, 2016, the Company prepared its financial statements in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the accounting standards (Previous GAAP) as notified under Section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013.

In accordance with the notification dated February 16, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (Ind AS) notified under Section 133 read with Rule 4A of Companies (Indian Accounting Standards) Rules, 2015, as amended, and the relevant provisions of the Companies Act, 2013 (collectively, "Ind ASs") with effect from April 1, 2016 and the Company is required to prepare its financial statements in accordance with Ind ASs for the year ended March 31, 2017 and succeeding years.

The financial statements for the year ended March 31, 2023 (the "Ind AS Financial Statements") have been prepared in accordance with Ind AS.

b) Basis of measurement

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities, including derivative financial instruments which have been measured at fair value as described below and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind ASs.

Fair value measurement

Fair value for measurement and /or disclosure purpose in these financial statements is determined on such a basis, except for share based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

c) Functional and presentation currency

These Ind AS Financial Statements are prepared in Indian Rupee which is the Company's functional currency.

All financial information presented in Rupees has been rounded to the nearest rupee.

RAKAN STEELS LIMITED

Notes to the Ind AS financial statements for the year ended March 31, 2023

SIGNIFICANT ACCOUNTING POLICIES

The Company has applied following accounting policies to all periods presented in the Ind AS Financial Statement.

a) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, net of discounts, volume rebates, outgoing sales taxes and other indirect taxes excluding excise duty.

Excise duty is a liability of the manufacturer which forms part of the cost of production, irrespective of whether the goods are sold or not. Since the recovery of excise duty flows to Company on its own account, revenue includes excise duty. However, GST is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the Government. Accordingly, it is excluded from revenue.

Revenue from sales is recognised when all significant risks and rewards of ownership of the commodity sold are transferred to the customer, which generally coincides with delivery. Revenues from sale of by products are included in revenue.

b) Property, Plant and Equipment

(i) Property, plant and equipment

The Company has applied Ind AS 16 with retrospective effect for all of its property, plant and equipment as at the transition date, viz., 1 April 2015. The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, attributable borrowing cost and any other directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the present value of the expected cost for the decommissioning and removing of an asset and restoring the site after its use, if the recognition criteria for a provision are met.

Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are normally charged to the statements of profit and loss in the period in which the costs are incurred. Major inspection and overhaul expenditure is capitalized if the recognition criteria are met when significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income/other expenses in statement of profit and loss.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss, when the asset is derecognised. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(ii) Depreciation

Assets in the course of development or construction and freehold land are not depreciated. Other property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Depreciation commences when the assets are ready for their intended use. Depreciation is calculated on the depreciable amount, which is the cost of an asset less its residual value. Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a written down value basis over its expected useful life (determined by the management based on technical estimates), as follows:

The estimated useful lives of assets are as follows:

- Buildings 60 years
- Plant and equipments 15 years
- Furniture and fixtures 8 years
- Vehicles 8 years
- Office equipments 5 years
- Laboratory equipments 5 years
- Electrical Installations and equipments 10 years
- Computer and data processing units 3-10 years
- Individual items of assets costing upto Rs. 5,000 are fully depreciated in the year of acquisition.

When significant spare parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Depreciation methods, useful lives and residual values are reviewed at each financial year end and changes in estimates, if any, are accounted for prospectively.

c) Intangible assets

Intangible assets acquired are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. The useful lives of intangible assets are assessed as either finite or indefinite. The Company currently does not have any intangible assets with indefinite useful life. Intangible assets are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting

estimates. The amortisation expense on intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

d) 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.

e) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and 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 bank balance, as defined above.

f) Inventories

Inventories are valued at the lower of cost and net realisable value except scrap which are valued at net realisable value. Costs incurred in bringing the inventory to its present location and conditions are accounted for as follows:

- ☐☐ Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.
- ☐☐ Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on FIFO basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Obsolete inventories are identified and written down to net realisable value. Slow moving and defective inventories are identified and provided to net realisable value.

Inventory includes non-current item in form of purchase of land kept in and accounted as Stock-In-Trade.

g) Taxation

(i) Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Expenses and assets are recognised net of the amount of sales/ value added taxes paid, except:

When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.

When receivables and payables are stated with the amount of tax included, the net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

h) Retirement Benefits

The company has not provided for any retirement benefits including gratuity.

i) Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

j) Cash Flow Statement

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

k) Use of Estimates and Judgments

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates under different assumptions and conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty-Sixth Annual General Meeting (AGM) of the Members of Rakan Steels Limited ("the Company") will be held on Saturday, September 30, 2023 at 03:00 p.m. IST at registered office of the company at NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311 to transact the following business:-

ORDINARY BUSINESS:-

Item No. 1- Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on March 31, 2023 along with the Reports of the Directors and Auditors thereon and in this regard pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, the reports of the Board of Directors and Auditors thereon laid before this meeting be and are hereby considered and adopted."

Item No. 2- Appointment of Mr. Kannan Agarwal as a director liable to retire by rotation

To appoint Mr. Kannan Agarwal (DIN: 07318672), Director who retires by rotation and who being eligible offers himself for re-appointment and in this regard pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, rules framed there under and other applicable provisions, if any, Mr. Kannan Agarwal (DIN: 07318672) who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 3- Appointment of Mr. Manish Chandra as a Non-Executive Independent Director on the Board

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 Section 149, 150 152, 160, 161 and any other applicable provisions (if any) of the Companies Act, 2013, and any rules made

there under read with Schedule IV of the Companies Act, 2013, and on the recommendations made by the Nomination & Remuneration Committee, Mr. Manish Chandra (DIN: 08985816) who was appointed as an Additional Director of the Company at the Board Meeting held on October 12, 2022 and who holds office up to the date of this Annual General Meeting, be and is hereby elected and appointed as Independent Director of the Company for a term up to five consecutive years commencing from the Annual General Meeting of the Company to the date of the Annual General Meeting to be held in the year 2028."

RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution."

Item No. 4- Appointment of Mrs. Bindu Agarwal as an Executive Director on the Board

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 Section 152, 160 and any other applicable provisions (if any) of the Companies Act, 2013, and the rules made there under including the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time and on the recommendations made by the Nomination & Remuneration Committee, Mrs. Bindu Agarwal (DIN: 01578595) who was appointed as an Additional Director of the Company at the Board Meeting held on October 12, 2022 and who holds office up to the date of this Annual General Meeting, be and is hereby elected and appointed as an Executive Non-Independent Director of the Company.

RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution."

Item No. 5- Appointment of Mr. Rishabh Agarwal as a Non-Executive Non-Independent Director on the Board

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 Section 152, 160 and any other applicable provisions (if any) of the Companies Act, 2013, and the rules made there under including the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time and on the recommendations made by the Nomination & Remuneration Committee, Mr. Rishabh Agarwal (DIN: 02609055) who was appointed as an Additional Director of the Company at the Board Meeting held on October 12, 2022 and who holds office up to the date of this Annual General Meeting, be and is hereby elected and appointed as a Non- Executive Non- Independent Director of the Company.

RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution."

**By the order of the Board
FOR RAKAN STEELS LIMITED**

Date – 14/08/2023

Place- Kanpur

Sd/-

Madhu Bansal

(Company Secretary & Compliance Officer)

EXPLANATORY STATEMENT

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act"), sets out all material facts relating to the business mentioned at Item No. 3, Item No. 4, and Item No. 5 of the accompanying Notice dated August 14, 2023:

Item No. 3 :-

The Board of Directors at their meeting held on 12th October, 2022 appointed Mr. Manish Chandra as an Additional Director of the Company on the recommendation of Nomination and Remuneration Committee. According to the provisions of Section 161 of the Companies Act 2013, he holds office as Additional Director only up to the date of the ensuing Annual General Meeting. Further Nomination and Remuneration Committee have recommended to the board of directors to regularize the appointment of Mr. Manish Chandra as a director of the company.

Mr. Manish Chandra has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, he fulfills the conditions specified in the Act read with the rules made thereunder for appointment as an Independent Director and he is independent of the management.

Mr. Manish Chandra is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Manish Chandra as an Independent Director is now being placed before the Members for their approval. The Board of Directors recommends the said resolution for your approval.

He is deemed to be interested in the said resolution as it relates to his appointment. None of the other Directors or key managerial personnel or their relatives, in anyway,

concerned or interested in the said resolution. The particulars of the Director are given below:

BRIEF PROFILE OF MR. MANISH CHANDRA

NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

Name	MANISH CHANDRA
Date of Birth	22/01/1979
Appointment	w.e.f. 12.10.2022
Address	FLAT NO. 6, FIRST FLOOR, PLOT NO. 413, SECTOR-5, VAISHALI, GHAZIABAD-201010, U.P.
Designation	Add. Director (Independent Director)
DIN	08985816
PAN	AKMPC1067D
EMAIL ID	CMAMCHANDRA@GMAIL.COM
Expertise	Professional
Nationality	Indian
Chairman/Member in the committees of the Boards of Companies in which he is Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	JLA Infraville Shoppers Limited Audit Committee – Member Nomination and Remuneration Committee - Member
Relationship between director's inter-se, if any	NA
Brief Profile	Mr. Manish Chandra is a commerce graduate and apart from that he is qualified member of ICMA. He has an expertise and professional Knowledge in Business and Financial Management. By association of professional like him would provide an added advantage to the Board of Directors. Being an independent Director in the Board, he

	would guide the Board to make financial decision more efficiently and manage the business professionally.
--	---

Item No. 4 :-

The Board of Directors at their meeting held on 12th October, 2022 appointed Mrs. Bindu Agarwal as an Additional Director of the Company on the recommendation of Nomination and Remuneration Committee. According to the provisions of Section 161 of the Companies Act 2013, she holds office as Additional Director only up to the date of the ensuing Annual General Meeting. Further Nomination and Remuneration Committee have recommended to the board of directors to regularize the appointment of Mrs. Bindu Agarwal as a director of the company.

The board of directors carefully evaluated the skills, qualifications, and experience required to effectively guide and contribute to the company's strategic direction. After a thorough selection process, the board appointed Mrs. Bindu Agarwal to fill the position as Executive Non-Independent Director who shall bring a wealth of expertise and knowledge to the board, as in past years also she was associated in the board.

At the upcoming AGM, shareholders will have the opportunity to review and discuss the appointment of Mrs. Bindu Agarwal. The board encourages all shareholders to attend the meeting, engage in constructive dialogue, and ask any questions they may have regarding this appointment or any other matters of concern.

Mrs. Bindu Agarwal is deemed to be interested in the said resolution as it relates to her appointment. Mr. Kannan Agarwal, Mr. Rishabh Agarwal and Ms. Kashish Grover are concerned or interested in the said resolution.

PROFILE OF MRS. BINDU AGARWAL

EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

Name	BINDU AGARWAL
Date of Birth	29/01/1967
Appointment	w.e.f. 12.10.2022
Address	702, Anand Palace, 10/499-A, Allen Ganj, Kanpur-208002
Designation	Add. Director (Executive Director)
DIN	01578595

PAN	ABOPA5018K
EMAIL ID	kannanagarwal@yahoo.com
Expertise	Business
Nationality	Indian
Chairman/Member in the committees of the Boards of Companies in which he is Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	Nil
Relationship between director's inter-se, if any	Mrs. Bindu Agarwal is mother of Mr. Kannan Agarwal, Managing director of the company.
Brief Profile	<p>Mrs. Bindu Agarwal is a Graduate.</p> <p>She has been in business industries for more than 15 years.</p> <p>She has been a successful entrepreneur and has an expertise to manage the business strategically. She has been associated with Rakan steels limited as a director previously also.</p> <p>On account of past experiences of Mrs. Bindu Agarwal, the Board would be strengthened and definitely company will be benefited at the current scenario.</p> <p>Under her expert supervision, Board would become more efficient to contribute towards the growth and success of the organization.</p>

Item No. 5 :-

The Board of Directors at their meeting held on 12th October, 2022 appointed Mr. Rishabh Agarwal as an Additional Director of the Company on the recommendation of Nomination and Remuneration Committee. According to the provisions of Section 161 of the Companies Act 2013, he holds office as Additional Director only up to the date of the ensuing Annual General Meeting. Further Nomination and Remuneration Committee have recommended to the board of directors to regularize the appointment of Mr. Rishabh Agarwal as a director of the company.

Mr. Rishabh Agarwal brings a wealth of knowledge and expertise to the boardroom. He has an extensive professional background in the steel industry. His deep understanding of the industry's dynamics and market trends will prove invaluable in guiding the strategic decisions of the company.

It is important to note that Mr. Rishabh Agarwal has disclosed all relevant information regarding any potential conflict of interest in accordance with the company's policies and legal requirements. The board has duly considered these disclosures and is satisfied that Mr. Rishabh Agarwal possesses the necessary integrity, independence, and expertise to serve the best interests of the company and its shareholders.

The board unanimously recommends the appointment of Mr. Rishabh Agarwal as a Non-Executive Non-Independent Director, considering the expertise, experience, and contributions that [he/she] can bring to the board. The appointment will enhance the diversity, skills, and overall effectiveness of our board, aligning with the company's long-term objectives and commitment to good governance practices.

Mr. Rishabh Agarwal is deemed to be interested in the said resolution as it relates to his appointment. Mr. Kannan Agarwal, Mrs. Bindu Agarwal and Ms. Kashish Grover are concerned or interested in the said resolution.

BREIF PROFILE OF MR. RISHABH AGARWAL

NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

Name	RISHABH AGARWAL
Date of Birth	08/12/1988
Appointment	w.e.f. 12.10.2022
Address	702, Anand Palace, 10/499-A, Allen Ganj, Kanpur-208002
Designation	Add. Director (Non-Executive Non-Independent Director)
DIN	02609055
PAN	AHOPA7789B
EMAIL ID	sbw.agarwal@gmail.com
Expertise	Business
Nationality	Indian
Chairman/Member in the committees of the Boards of Companies in which he is	Nil

Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	
Relationship between director's inter-se, if any	Mr. Rishabh Agarwal is Brother of Mr. Kannan Agarwal.
Brief Profile	Mr. Rishabh Agarwal has a rich experience of many years in the steel industry. Further, more vast experience in this sector and as the company is in steel industry, his experience would certainly prove to be of vital importance. By association of a person like him, would provide an added advantage to the Board of Directors. Being an Additional Director in the Board, he would definitely contribute in the decision making and its implementation in a fair and transparent manner.

ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 OF THE LISTING REGULATIONS AND APPLICABLE SECRETARIAL STANDARDS

Name	KANNAN AGARWAL
Date of Birth	14/10/1992
Appointment	04/01/2016
Address	705, Anand Palace, 10/499-A, Allen Ganj, Kanpur-208002
Designation	Managing Director
DIN	07318672
PAN	AXSPA6670K
EMAIL ID	kananagarwal@rediffmail.com
Expertise	Business
Nationality	Indian
Chairman/Member in the committees of the Boards of Companies in which he is Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	Nil
Relationship between director's	He is son of Mrs. Bindu Agarwal and brother of

inter-se, if any	Rishabh Agarwal.
Brief Profile	Mr. Kannan Agarwal has a rich experience in the steel industry and being the Managing director of the company, he has brought the company to new heights. By continued association of a person like him, would provide an added advantage to the Board of Directors and would definitely contribute in the decision making and its implementation in a fair and transparent manner.

Date – 14/08/2023

Place- Kanpur

By the order of the Board

FOR RAKAN STEELS LIMITED

Sd/-

Madhu Bansal (Company Secretary & Compliance Officer)

NOTES:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

The Proxy Form should be lodged with the Company at the Registered Office at least 48 hours before the time of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. 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 shareholder.

2. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

4. The Register of Members and Share Transfer Books will remain closed from September 23, 2023 to September 30, 2023 (both days inclusive) for the purpose of AGM.
5. Shareholders are requested to promptly notify any changes in their address to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited.
6. Members who have not registered their e-mail id addresses so far are requested to register their e-mail address in case of physical holding with the Company and in case of demat holding with the Depository Participant.
7. Electronic copy of the notice of the 36TH Annual General Meeting of the Company inter alia indicating the e-voting procedure along with the attendance slip and proxy form is being sent to all the members whose e-mail address are registered with the Company/Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the notice of the 36TH Annual General Meeting of the Company inter alia indicating the e-voting procedure along with the attendance slip and proxy form is being sent in the permitted mode.
8. All documents referred to in the Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11:00 a.m. to 01:00 p.m. up to the date of the 36TH Annual General Meeting of the Company.
9. Members are requested to bring their copy of Annual Report to the Meeting.
10. Members desirous of obtaining any information concerning accounts of the Company are requested to address their questions to the Company Secretary, so as to reach at least 7 days before the date of meeting, to enable the information required to be made available at the Meeting, to the extent possible.
11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in demat / electronic form, the nomination form may be filed with the respective Depository Participant.
12. Corporate Members are requested to send to the Company, a duly certified copy of the Board resolution/Power of Attorney, authorizing their representatives to attend and vote at the Annual General Meeting.

13. In case a member receives physical copy the Notice of the 36th AGM [for Members whose email IDs are not registered with the Company/Depository Participants(s) or requesting Physical Copy.

Please follow S. No. (i) to S. No. (xiii) as mentioned aforesaid, to cast vote.

14. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members a facility to exercise their right to vote in the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL):

The instructions for e-voting are attached:

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

The remote e-voting period begins on 27th September 2023, at 09:00 A.M. and ends on 29th September 2023, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September 2023, 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 22nd September 2023.

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="576 309 1489 1153">1. 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 <li data-bbox="576 1160 1489 1870">2. 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. <li data-bbox="576 1877 1489 1998">3. 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



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 abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 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 22 55 33

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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically 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 fcsvaibhav@gmail.com with a copy marked to evoting@nsdl.co.in. 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.co.in

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

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

RAKAN STEELS LIMITED

CIN: L27320UP1985PLC007582

R/O: NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311

Corporate Office: Anand Palace, 10/499, Allen Ganj, Kanpur-208002

E Mail: support@rakansteels.co.in

Tel no. +91-9598668666 **WEB:** www.rakansteels.co.in

ATTENDANCE SLIP

36TH ANNUAL GENERAL MEETING – SEPTEMBER 30, 2023

DP ID/Client ID/Folio No.

No. of shares held

I Certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the 36th Annual General Meeting held on Saturday, September 30, 2023 at 03:00 P.M. at NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311,

Name of the Member

Name of the Proxy

Signature

Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.

RAKAN STEELS LIMITED

CIN: L27320UP1985PLC007582

R/O: NH-2 (1 km from Bara Toll Plaza), Umran, Rania, Kanpur Dehat-209311

Corporate Office: Anand Palace, 10/499, Allen Ganj, Kanpur-208002

E Mail: support@rakansteels.co.in

Tel no. +91-9598668666 **WEB:** www.rakansteels.co.in

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

Name of the member(s) :
Registered Address :
E-mail ID :
Folio No/Client ID :
DP ID :

I / We, being the member(s) of the above named Company holdshares, hereby appoint:

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf in the Annual General Meeting of the Company to be held on Saturday, September 30, 2023 at 03:00 p.m. at the registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional (Refer Note 3 below)	
		For	Against
Ordinary Business:-			
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31, 2023.		
2.	To appoint a director in place of Mr. Kannan Agarwal (DIN: 07318672), who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business:-			
3.	To appoint Mr. Manish Chandra as an Independent Director on the Board for a period of 5 years.		

4.	To appoint Mrs. Bindu Agarwal as an Executive Director on the Board of the Company		
5.	To appoint Mr. Rishabh Agarwal as a Non-Executive Director on the Board		

Signed this day of 2023.

AFFIX
REVENUE
STAMP NOT
LESS THAN
Re. 1

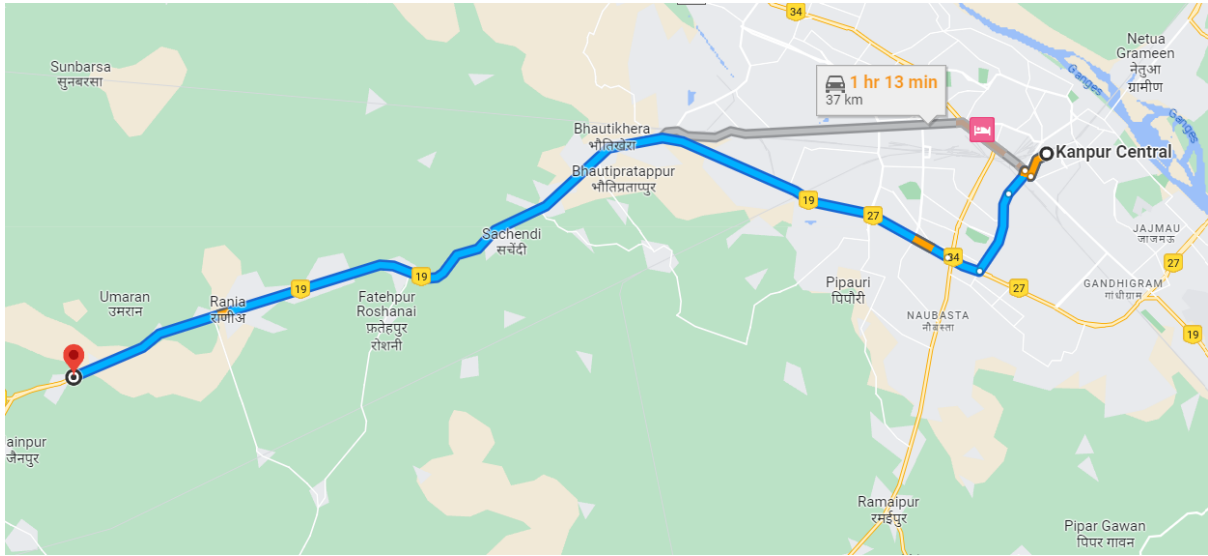
Signature of the Member Signature of the Proxy Holder(s)

Notes:-

1. This form of proxy in order to be effective should be duly completed and have to be deposited at the Registered Office of the Company, in not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. It is optional to put an 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For ' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all the details including detail of member(s) in above box before submission.

ROUTE MAP FOR THE VENUE OF THE 36TH ANNUAL GENERAL MEETING OF RAKAN STEELS LIMITED

ADDRESS: NH-2 (1 KM FROM BARA TOLL PLAZA), UMRAN, RANIA, KANPUR DEHAT-209311



FOR FURTHER INFORMATION

PLEASE VISIT OUR WEBSITE: www.rakansteels.co.in