



# 54<sup>th</sup>

**ANNUAL  
REPORT  
2025-2026**

**Welcast Steels Limited**



## WELCAST STEELS LIMITED

### CORPORATE INFORMATION

#### BOARD OF DIRECTORS

**Mr. Rajan R. Harivallabhdas**

Chairman

Independent-Non Executive Director

**Mr. Bhadresh K. Shah**

Non –Executive & Non - Independent Director

**Mr. Pradip R. Shah**

Non –Executive & Non - Independent Director

**Mr. Piyush B. Shah**

Independent-Non Executive Director

**Mrs. Khushali S. Solanki**

Non - Executive & Non – Independent Director

**Mr. Sanjay S. Majmudar**

Non –Executive & Non - Independent Director

#### KEY MANAGERIAL PERSONNEL

**Mr. Gangadurai M**

Chief Executive Officer

**Mr. Paresh M. Shukla**

Company Secretary

**Mr. Viren K.Thakkar,**

Chief Financial Officer

#### REGISTERED OFFICE

115-116, G.V.M.M. Estate,  
Odhav Road, Odhav,  
Ahmedabad -382 415, Gujarat  
Phone: 079-22901078  
CIN: L27104GJ1972PLC085827  
E-mail: [info@welcaststeels.com](mailto:info@welcaststeels.com)  
Web: [www.welcaststeels.com](http://www.welcaststeels.com)

#### WORKS

Plot No. 15, Phase - 1,  
Peenya Industrial Area,  
Bengaluru - 560 058  
Landline: 080 - 28394058 / 59  
E-mail: [info@welcaststeels.com](mailto:info@welcaststeels.com)

#### REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Pvt. Ltd.,  
Office No. S6-2, 6th Floor, Pinnacle Business  
Park, Next to Ahura Centre,  
Mahakali Caves Road,  
Andheri (East) Mumbai – 400093

#### BANKER

Canara Bank, Bengaluru

#### NAME OF THE STOCK EXCHANGE WHERE THE SHARES ARE LISTED

BSE Limited  
Script Code : 504988

#### COMMUNICATION DETAILS

Email: [info@welcaststeels.com](mailto:info@welcaststeels.com)  
Telephone: 079-22901078/66047800  
Website: [www.welcaststeels.com](http://www.welcaststeels.com)

Statutory Auditors  
Dagliya & Co.,  
Chartered Accountants,

Cost Auditors  
Kiran J Mehta & Co  
Cost Accountants

Secretarial Auditors  
Tushar Vora & Associates  
Company Secretaries



## WELCAST STEELS LIMITED

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| <b>INVESTOR'S INFORMATION</b>      |                                                 |
| BSE CODE                           | 504988                                          |
| AGM DATE                           | 10 September, 2026                              |
| AGM TIME                           | 11.00 A.M.                                      |
| AGM MODE                           | Video Conferencing or Other Audio Visual Means. |



## NOTICE

**NOTICE** is hereby given that the Fifty Fourth Annual General Meeting of the members of Welcast Steels Limited will be held on Thursday, the 10 September, 2026 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance sheet as at 31 March, 2026 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Bhadresh K. Shah (DIN 00058177), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Welcast Steels Limited  
CIN: L27104GJ1972PLC085827  
115-116, G.V.M.M. Estate,  
Odhav Road, Odhav,  
Ahmedabad -382 415, Gujarat  
Phone: 079-22901078

Place: Ahmedabad  
Date: 20 May, 2026

By order of the Board of Directors

Paresh M. Shukla  
Company Secretary  
ACS: 20815



## NOTICE

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### NOTES

1. Pursuant to General Circulars No.14/2020 dated 8 April, 2020, No.17/2020 dated 13 April, 2020, No. 20/2020 dated 5 May, 2020, No. 02/2021 dated 13 January, 2021, No. 21/2021 dated 14 December, 2021, No. 2/2022 dated 5 May, 2022, No. 10/2022 dated 28 December, 2022, No. 09/2023 dated 25 September, 2023 09/2024 dated 19 September, 2024 and No. 03/2025 dated 22 September, 2025 issued by the Ministry of Corporate Affairs (collectively referred to as MCA Circulars), the Company is convening the 54th Annual General Meeting ('AGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its Circulars dated 12 May, 2020, January 15, 2021, 13 May, 2022, 5 January, 2023, 7 October, 2023 and 3 October, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'). In compliance with the provisions of the Companies Act, 2013 ('Act'), the SEBI LODR Regulations and MCA Circulars, the 54th AGM of the Company is being held through VC/OAVM on Thursday, 10 September, 2026 at 11:00 A.M. IST. The deemed venue for the AGM will be the Registered Office of the Company i.e. 115-116, G.V.M.M. Estate, Odhav Road, Odhav, Ahmedabad 382 415.

As this AGM is being held pursuant to the MCA Circulars for General Meetings through VC/OAVM, the facility to appoint proxy will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, a Body Corporate is entitled to appoint authorized representative to attend AGM through VC/OAVM and participate there at and cast their votes through e-voting. As this AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

2. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. SEBI vide its Circular dated 20 April, 2018, directed all the listed companies to record the Income Tax PAN and Bank Account Details of all their shareholders holding shares in physical form. All those shareholders who are yet to update their details with the Company are requested to do so at the earliest. This will help the Shareholders to receive the dividend declared by the Company, directly in their respective bank accounts.
3. In compliance with the Circular of Ministry of Corporate Affairs for a "Green Initiative in the Corporate Governance" by allowing/permitting service of documents etc. in electronic form, the company will send electronic copy of the Annual Report of 2025-26 along with notice of Annual General Meeting to all the members whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purposes.

4. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection electronically during the period of AGM.

The Company proposes to send documents, such as the Notice of the Annual General Meeting and Annual Report etc. henceforth to the members in electronic form at the e-mail address provided by them and made available to the Company by the Depositories from time to time.

The un-audited quarterly and half-yearly financial results of the Company are uploaded on the website of the Company. In case any member wishes to receive the above documents in physical form, they are requested to please inform us on our E-mail ID.: [info@welcaststeels.com](mailto:info@welcaststeels.com). Please quote your Name, Demat Account No. [DP ID No. and Client ID No.].

5. The Ministry of Corporate Affairs has notified provisions relating to unpaid/unclaimed dividend under Sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. Those members who has so far not en-cashed their dividend warrants for the below mentioned Financial Years, may claim or approach the Company for the payment thereof, otherwise the same will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government, pursuant to Section 125 of the Companies Act, 2013 on or before the date mentioned in the table given below. Members are requested to note that after such dates, the members will be required to claim their dividend from IEPF Authority.



## NOTICE

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| Sr. No. | Financial Year | Type of Dividend      | Due date of Transfer to IEPF |
|---------|----------------|-----------------------|------------------------------|
| 1       | 2018-2019      | Final Dividend        | 14.09.2026                   |
| 2       | 2019-2020      | Dividend not declared | -                            |
| 3       | 2020-2021      | Dividend not declared | -                            |
| 4       | 2021-2022      | Dividend not declared | -                            |
| 5       | 2022-2023      | Final Dividend        | 11.10.2030                   |
| 6       | 2023-2024      | Final Dividend        | 01.10.2031                   |
| 7       | 2024-2025      | Dividend not declared | -                            |

The IEPF rules mandate the Companies to also transfer the shares of those shareholders whose dividends remain unpaid/unclaimed for a period of seven consecutive years to the Demat Account of IEPF Authority. The Company is required to transfer all such shares to the Demat Account of the IEPF Authority in accordance with the IEPF Rules.

6. In accordance with the provisions of Section 72 of the Act and SEBI circulars, the facility for nomination is available for the members of the Company in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on the Company's website at <https://www.welcaststeels.com/Investors/KYC>.

Members are requested to submit the said details to their respective DPs, in case the shares are held by them in dematerialised form and to the Company/RTA in case the shares are held by them in physical form.

7. Pursuant to SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/II/4298/2026 dated 06 February, 2026, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. The forms for updating of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website [www.welcaststeels.com](http://www.welcaststeels.com). In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest. The Company will dispatch a letter to the Members holding shares in physical form in relation to the above referred SEBI Circular. Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

### 8. Re-appointment / Appointment of Directors:

Mr. Bhadresh K. Shah (DIN 00058177), Non-Executive and Non-Independent Director of the Company will retire by rotation at the ensuing 54th Annual General Meeting of the members of the Company and being eligible, has offered himself for re-appointment. Pursuant to the requirements under the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI LODR Regulations") relating to Corporate Governance, a Statement containing brief resume of Mr. Bhadresh K. Shah (DIN 00058177) together with the details of shares held by him, if any, is annexed hereto.

### 9. Voting through Electronic means:

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies [Management and Administration] Rules, 2014, the Company is providing e-Voting facility to members to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services [India] Limited (CDSL) to facilitate e-Voting.



## NOTICE

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- Mr. Tushar M. Vora, Practicing Company Secretary [Membership No. FCS 3459] has been appointed as the Scrutiniser to scrutinise the e-Voting and remote e-Voting process in a fair and transparent manner.
- Members who have cast their vote by remote e-Voting prior to the meeting can also attend the meeting but shall not be entitled to cast their vote again.
- The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date i.e. 3 September, 2026 only shall be entitled to avail the facility of remote e-Voting.
- Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-Voting as provided in the Notice convening the meeting, which is available on the website of the Company and CDSL.

The detailed process, instructions and manner of e-Voting facility, joining virtual AGM and e-Voting during AGM is given as under :

### **e-Voting System - For Remote e-Voting, joining virtual AGM and e-Voting during AGM**

1. As you are aware, the General Meetings of the companies are conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated 8 April, 2020, Circular No. 17/2020 dated 13 April, 2020 and Circular No. 20/2020 dated 5 May, 2020. The forthcoming AGM will thus be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated 8 April, 2020, 13 April, 2020 and 5 May, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an Agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the Commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated 8 April, 2020 the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13 April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.welcaststeels.com](http://www.welcaststeels.com). The Notice can also be accessed from the website of the stock exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).



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7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8 April, 2020 and MCA Circular No. 17/2020 dated 13 April, 2020 and MCA Circular No. 20/2020 dated 5 May, 2020.
8. In continuation to this Ministry's General Circular No. 20/2020 dated 5 May, 2020, General Circular No. 02/2022 dated 5 May, 2022, General Circular No. 10/2022 dated 28 December, 2022, General Circular No. 09/2023 dated 25 September, 2023, General Circular No. 09/2024 dated 19 September, 2024 and General Circular No. 03/2025 dated 22 September, 2025 after due examination, MCA has decided to allow companies, to conduct their AGMs through VC or OAVM in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5 May, 2020.

### **THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE e-Voting AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on Monday, 7th September, 2026 at 9.00 a.m. and ends on Wednesday, 9th September, 2026 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. 3 September, 2026 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the Meeting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode:

- (iv) In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December, 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 e-mail Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:



## NOTICE

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| Type of shareholders                                                                 | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Share holding securities in Demat mode with <b>CDSL Depository</b>        | <ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Options will be made available to reach e-Voting page without any further authentication. <b>The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and My Easi New (Token) Tab.</b></li> <li>2) After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting 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 or joining virtual meeting &amp; voting during the meeting. 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website: <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>                                                                                                                                                                                                                                                                                                                                               |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting Service Provider name and you will be re-directed to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting Service Provider name and you will be redirected to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |



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|                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|--------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                    | 4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b> | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting Service Provider name and you will be redirected to e-Voting Service Provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.                                                                                                          |

**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. CDSL and NSDL**

| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000.                  |

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares physical mode and non-individual shareholders in demat mode:

(v) Login method for e-Voting and joining virtual meeting for **Physical Shareholders and shareholders other than individual shareholders holding shares in Demat form.**

- 1) The shareholders should log on to the e-Voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-Voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:



## NOTICE

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| For Physical Shareholders and other than individual shareholders holding shares in Demat |                                                                                                                                                                                                                                                                                                                          |
|------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN                                                                                      | Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB)                                             | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.                |

- vi) After entering these details appropriately, click on "SUBMIT" tab.
- vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- ix) Click on the EVSN 260618004 - **Welcast Steels Limited**.
- x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
- xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii) Additional Facility for Non – Individual Shareholders and Custodians for Remote Voting Only
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@welcaststeels.com](mailto:info@welcaststeels.com), if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.



## NOTICE

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### INSTRUCTIONS TO SHAREHOLDERS FOR ATTENDING THE AGM THROUGH VC/OAVM & e-Voting DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-Voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a Speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [invest\\_grievance@welcaststeels.com](mailto:invest_grievance@welcaststeels.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [invest\\_grievance@welcaststeels.com](mailto:invest_grievance@welcaststeels.com).
8. Those shareholders who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

These queries will be replied to by the Company suitably by email. We also refer to the SEBI Circular SEBI/HO/MIRSD/MIRSD-PoD-1/CIR/2023/72 dated 8 June 2023, which mandates that RTAs implement a user-friendly online portal for processing investor service requests and complaints. We are pleased to inform you that our registrar and share transfer agent (RTA) has developed and implemented an online mechanism, which is now available on our registrar and share transfer agent (RTA) in their website under the heading I Connect <https://iconnect.bigshareonline.com/Account/Login>

#### Key Features of iConnect:

- **Check Holding Details:** Effortlessly access and review your investment holdings in real-time.
- **Raise Service Requests:** Submit various service requests directly through iConnect for prompt and accurate processing.
- **Track Service Requests:** Stay updated on the status of your service requests with real-time tracking capabilities.
- **Raise Grievances:** Easily raise grievances through iConnect if you encounter any issues or have concerns.
- **Track Grievances:** Monitor the progress and resolution status of your grievances to ensure transparency and accountability.
- **Download Forms and Procedures:** Access and download necessary forms and procedural documents for streamlined investment-related activities.
- **User-Friendly Interface:** Designed with simplicity in mind, iConnect offers an intuitive interface for all users.
- **Real-Time Updates:** Stay informed with live updates on all your requests and grievances.
- **Secure and Reliable:** Your data security is our priority. iConnect ensures the protection of your information through advanced security measures.
- **Guided by SEBI:** Built in compliance with SEBI guidelines, ensuring reliability and transparency.



## NOTICE

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For a detailed step-by-step guide on how to register, you can refer to the **iConnect Registration**

Guide: [https://iconnect.bigshareonline.com/Account/Registration\\_process.html](https://iconnect.bigshareonline.com/Account/Registration_process.html)

For investors they also have a dedicated grievance link through which investor can directly raise a query:

<https://www.bigshareonline.com/InvestorLogin.aspx>

1. Those shareholders who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the meeting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. Members holding shares in physical mode - please provide to the Company/RTA, duly filled and signed Form No. ISR-1 and ISR-2, format of which is available on the website of the Company / RTA.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. **1800 21 09911**.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. **1800 21 09911**.

### **REQUEST TO THE MEMBERS**

Members desiring any relevant information on the Accounts at the Annual General Meeting are requested to write to the Company at least seven days in advance at its Registered Office/Corporate Office, so as to enable the Company to keep the information ready.



## NOTICE

(Contd..)

### ANNEXURE TO THE NOTICE:

Relevant details as stipulated under Regulation 36(3) of the SEBI LODR Regulations and Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India, with regard to the Director seeking Appointment/Re-appointment at the forthcoming Annual General Meeting (Refer Item No. 2)

|                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Director                                                         | Mr. Bhadresh K. Shah (DIN:00058177)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Date of Birth / Age                                                          | 07.10.1951 - 74 years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Appointment on / Re-appointment                                              | 13.05.2024                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Qualification                                                                | B.Tech, IIT Kanpur                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Experience (brief resume)                                                    | He is B.Tech (Metallurgy) from Indian Institute of Technology, Kanpur. He has a career spanning over 55 years in the manufacturing and design of various kinds of value added, impact, abrasion and corrosion resistant high chrome castings. These components include products like grinding media, liners, diaphragms, vertical mill parts etc. all manufactured in high chrome metallurgy. The main application of these products is in the grinding operation in the mills in the cement, thermal power and mining industries. He is very well versed in all aspects of production, cost and technical administration. His emphasis on manufacturing process improvements, new Products development, quality and adhering to international manufacturing standards has ensured that Company's products are recognized domestically as well as internationally. |
| Disclosure of Relationship                                                   | He is the father of Director Mrs. Khushali S. Solanki                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| No. of shares in listed company                                              | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Terms and Conditions of Re-appointment                                       | As per Resolution at Item No.2 of the Notice convening this Annual General Meeting, Mr. Bhadresh K. Shah is proposed to be re-appointed as a Director of the Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Remuneration last drawn (including sitting fee if any)                       | Sitting Fee of ₹ 0.75 Lakhs                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Remuneration proposed to be paid                                             | He shall be paid remuneration by way of sitting fee.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| Number of meetings of the Board attended during the Financial Year           | Please refer Corporate Governance Report Section of the Annual Report of 2025-26.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Directorship held in other public Companies                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Chairmanship/Membership of Committees of other Boards                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Listed entities from which the Director has resigned in the past three years | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

By order of the Board of Directors

Place: Ahmedabad  
Date: 20 May, 2026

Paresh M. Shukla  
Company Secretary  
ACS: 20815



## NOTICE

(Contd..)

### CONTACT DETAILS

|                                    |                                                                                                                                                                                                                                                                                                |
|------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Company                            | WELCAST STEELS LIMITED<br>Regd. Office 115-116,<br>G.V.M.M. Estate, Odhav Road, Odhav,<br>Ahmedabad – 382 415, Gujarat<br>CIN: L27104GJ1972PLC085827                                                                                                                                           |
| E-mail Id                          | info@welcaststeels.com<br><a href="mailto:paresh.shukla@aiaengineering.com">paresh.shukla@aiaengineering.com</a>                                                                                                                                                                               |
| Registrar and Share Transfer Agent | Bigshare Services Pvt. Ltd.,<br>Office No S6-2, 6th Floor, Pinnacle Business Park,<br>Next to Ahura Centre, Mahakali Caves Road,<br>Andheri (East) Mumbai – 400093<br>Tel: 022 – 62638200, Fax: 022 - 62638299<br>E-mail: <a href="mailto:info@bigshareonline.com">info@bigshareonline.com</a> |
| e-Voting Agency                    | Central Depository Services (India) Limited<br>E-mail : <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>                                                                                                                                                     |
| Scrutinizer                        | Tushar Vora & Associates,<br>Practicing Company Secretary, Ahmedabad<br>E-mail : <a href="mailto:cstusharvora@gmail.com">cstusharvora@gmail.com</a>                                                                                                                                            |



## BOARD OF DIRECTORS

### **Mr. Rajan R. Harivallabhdas, Chairman & Independent Director**

(DIN:00014265)

Mr. Rajan R. Harivallabhdas, Master of Business Administration from USA, has a strong expertise in the administration of textile, engineering and chemical industries. Having helmed multiple companies owned by Ambica Group, he brings his management, financial and marketing experience to the Board.

Committees associated with:

Audit Committee & Nomination & Remuneration Committee

### **Mr. Sanjay S. Majmudar, Non - Executive & Non -Independent Director**

(DIN:00091305)

Mr. Sanjay S. Majmudar is a B. Com., FCA & ACS. He is a practising chartered accountant. He has worked in the areas of corporate law, direct tax law, financial advisory services, debt syndication, project finance, international structures and taxation planning, and mergers & acquisitions. He has contributed papers to seminars and conferences held by the CA Institute of Ahmedabad, and has spoken on the topic of corporate law. He is a regular speaker at MSOP programme of the institute of Company Secretaries of India, Ahmedabad Chapter.

Committees associated with:

Audit Committee and CSR Committee

### **Mr. Bhadresh K. Shah, Non - Executive & Non -Independent Director**

(DIN:00058177)

Mr. Bhadresh K. Shah, an alumnus of IIT Kanpur, is the founder of AIA Engineering Ltd., a Holding Company. With strong technical knowledge and immense experience in the fields of production, finance, and technical administration, Mr. Shah focuses on process improvements, new product development, quality, and adherence to international manufacturing standards. His commitment to innovation and quality has made AIA Engineering Ltd. a world renowned Company today.

Committees associated with:

Stakeholders Relationship Committee, Nomination & Remuneration Committee and CSR committee

### **Mrs. Khushali S. Solanki, Non-Executive - Non-Independent Director**

(DIN:07008918)

Mrs. Khushali S. Solanki has a Diploma in Hotel Management. She has a wide range of experience in administration, marketing, and accounting.

Committees associated with:

CSR Committee

### **Mr. Pradip R. Shah, Non-Executive - Non-Independent Director**

(DIN:00293396)

Mr. Pradip R. Shah is a Practicing Chartered Accountant. He has got extensive experience and expertise in the field of Corporate Laws, Direct and Indirect Tax Laws, Financial Advisory Services, International Taxation Planning. He has contributed articles in Tax Magazines and presented Papers and participated as Speaker in Seminars and conferences hosted by ICAI, Ahmedabad.

Committees associated with:

Stakeholders Relationship Committee

### **Mr. Piyush B. Shah, Independent Director**

(DIN:00155760)

Mr. Piyush B. Shah, Bachelor of Technology (Electrical Engineering) from IIT, Bombay (1975 Batch) was the founder of "Hi-Rel" (Hi-Rel Electronics (P) Ltd.), which was the pioneer in the field of Power Electronics, being almost the "First in India" to collaborate with Western and Japanese Companies, (Such as Rockwell Automation, Cyberex-Danaher, Vacon, Hitachi). He is passionately pursuing new ventures in the field of renewable energy, Energy Management and Battery Solutions. He is actively involved with IIT, Gandhinagar, being a member of the Endowment Committee. He was the chairman of CII, Gujarat in 2012-13 and was a member of various Western Region and National committees.

Committees associated with:

Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and CSR Committee



## BOARD'S REPORT

The Members,  
Welcast Steels Limited  
Ahmedabad

Your Directors take pleasure in submitting the 54th Annual Report and the Audited Annual Accounts of Company for the year ended 31 March, 2026.

### 1. FINANCIAL HIGHLIGHT:

(₹ In Lakhs)

| Particulars                                                                                           | Year Ended<br>31 March, 2026 | Year Ended<br>31 March, 2025 |
|-------------------------------------------------------------------------------------------------------|------------------------------|------------------------------|
| Revenue from Sale of Products                                                                         | 4581.69                      | 8432.58                      |
| Other Operating Revenue                                                                               | 315.66                       | 17.72                        |
| <b>Total Revenue from Operations</b>                                                                  | <b>4897.35</b>               | 8450.30                      |
| <b>Other Income</b>                                                                                   | <b>198.69</b>                | 168.77                       |
| <b>Total Income</b>                                                                                   | <b>5096.04</b>               | 8619.07                      |
| Profit / (Loss) before Finance Costs, Depreciation & Amortisation, Exceptional Items and Tax Expenses | (90.10)                      | 50.61                        |
| Finance Costs                                                                                         | 7.18                         | 7.01                         |
| Depreciation & Amortisation                                                                           | 62.02                        | 78.95                        |
| <b>Profit / (Loss) Before Exceptional items &amp; Tax</b>                                             | <b>(159.30)</b>              | (35.35)                      |
| <b>Exceptional items (Expenses)</b>                                                                   | <b>(328.19)</b>              | -                            |
| <b>Profit / (Loss) Before Tax expense</b>                                                             | <b>(487.49)</b>              | (35.35)                      |
| <b>Less : Tax expense</b>                                                                             |                              |                              |
| (i) Current Tax & Previous year Tax adjustment                                                        | (26.21)                      | 30.74                        |
| (ii) Deferred Tax                                                                                     | 68.94                        | (32.35)                      |
| <b>Total Tax (i+ii)</b>                                                                               | <b>42.73</b>                 | (1.61)                       |
| <b>Profit / (Loss) After Tax</b>                                                                      | <b>(530.22)</b>              | (33.74)                      |
| Other Comprehensive Income / Expenses (Net of Tax)                                                    | (0.28)                       | (9.16)                       |
| <b>Total Comprehensive Income /(Loss)</b>                                                             | <b>(530.50)</b>              | (42.90)                      |

### 2. DIVIDEND:

Due to loss incurred by the Company during the year under report, your directors have not recommended any dividend for the Financial Year 2025-2026.

### 3. SHARE CAPITAL:

The paid up share capital of the company as on 31 March, 2026 is ₹ 63.84 lakhs. During the year under review, the company has neither issued any shares (including shares with differential voting rights) nor granted any stock option or sweat equity.

### 4. FINANCE:

The liquidity position of the Company remained satisfactory. Cash and cash equivalents as at 31 March, 2026 were ₹ 77.01 lakhs. During the Year, the company continued to focus on judicious management of its working capital, receivables, inventories, while other working capital parameters were kept under strict check through continues monitoring.

#### (a) Capital Expenditure Outlay:

During the the year under review, the company has incurred Capex of ₹ 1.58 lakhs. The Capex was out of internal accruals. Further in view of the cessation of the operation of the plant, no further capital expenditure is to be incurred.



## BOARD'S REPORT

(Contd..)

**(b) Deposits:**

During the year under review, the Company has neither accepted nor renewed any deposit within the meaning of Section 73 of the Companies Act, 2013.

**(c) Particulars of Loans, Guarantees or Investments:**

During the year under review, Company has not provided any loan or made any investment or provided any guarantee covered under the provisions of Section 186 of the Companies Act, 2013.

**(d) Internal Financial Control and Audit:**

The Company has in place adequate Internal Financial Controls (IFC) with reference to the Financial Statements. The statutory auditors of the company have audited such controls with reference to the financial reporting and their audit report is annexed to the Independent Auditors report under financial statements which forms part of annual report.

The Board reviews the effectiveness of controls documented as part of IFC Framework and take necessary corrective actions wherever weaknesses are identified as a result of such review. This review covers entity level controls, process level controls, fraud risk controls and information technology environment.

Based on this evaluation, no significant events had come to notice during the year that have materially affected, or are reasonably likely to materially affect the IFC. The management has also come to a conclusion that the IFC and other financial reporting was effective during the year and is adequate considering the business operations of the Company.

**(e) Related Party Transactions:**

All the Related Party Transactions entered into during the Financial Year were on an Arm's Length basis and in the Ordinary Course of Business. There are no material significant Related Party Transactions made by the Company with Promoters, Directors and Key Managerial Personnel (KMP) which may have a potential conflict with the interest of the Company at large.

Prior Omnibus approval of the Audit Committee is obtained on yearly basis for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted were placed before the Audit Committee and the Board of Directors for their approval on quarterly basis. The details of Related Party Transactions entered by the Company are disclosed in Form AOC-2 - as Annexure 'A'.

The Policy on Related Party Transactions as approved by the Board of Directors is uploaded on the website of the Company viz <https://www.welcaststeels.com/Documents/Financials/Policy/PolicyRelatedPartyTransaction.pdf>.

### 5. HUMAN RESOURCES :

Consequent to shut down of the only plant at Bengaluru, the company initiated a process for retrenchment of its employees except for eight employees whose services are essential for carrying out post-closure activities and ensuring compliance with statutory and regulatory requirements. The retrenchment has been effected after complying with all legal procedures. This has resulted in an exceptional nature of expenses ₹ 328.19 lakhs for the year which is separately in the statement of profit and loss account. In general, the relationship with the employees remained cordial.

### 6. MATERIAL CHANGES, TRANSACTIONS AND COMMITMENTS:

There are no material changes and commitments affecting the financial position of the Company which have occurred between the close of Financial Year on 31 March, 2026 to which the financial statements relate and the date of this Report.

However, the Board of Directors in their meeting held on October 15, 2025, have passed the resolution to close down its only plant in Bengaluru. Subsequently, the plant formally shut down from 15 December 2025. Following the cessation of manufacturing activities, the Factory Licence and sanctioned power facilities were also surrendered. Currently, the Company has no plans to resume operations in the foreseeable future. Since labour disputes are pending before various courts and other judicial forums, management intends to maintain the status quo. Accordingly, the financial statements were prepared on a non-going concern basis.



## BOARD'S REPORT

(Contd..)

### 7. BUSINESS PROSPECTS:

#### a. PRODUCTION:

During the year under review, the Company produced 5,254 tons of Grinding Media as compared to 9,539 tons in the previous year. The production during the year is lower compared to that of previous year due to closure of operation of the plant from 15 December, 2025.

#### b. SALES & PROSPECTS:

The Company sold 4,582 tons of Grinding Media during the year under review as against 9,650 tons in the previous year.

### 8. FUTURE EXPANSION:

As the operation of the plant is permanently closed, there are no plans for any expansion.

### 9. INSURANCE:

The Company has taken adequate insurance coverage of all its Assets including inventories against various calamities, viz. fire, floods, earthquake, cyclone, accidents etc.

### 10. INDUSTRIAL RELATIONS:

The Company continues to maintain harmonious industrial relations. Company periodically reviews its HR policies and procedures to aid and improve the living standards of its employees and to keep them motivated and involved with the larger interests of the organisation. The Company has systems and procedures in place to hear and resolve employees' grievances in a timely manner and provides avenues to its employees for their all-round development on professional and personal levels. All these measures aid employee satisfaction and involvement, resulting in good Industrial Relations.

The Company has also provided Group Medical Cover Policy to the employees in case of hospitalization on account of any illness, injury, or disease. The Company also has a Group Super Top-up Policy to take care of huge expenses in severe cases of hospitalization on account of illness, injury or disease.

### 11. CORPORATE GOVERNANCE:

In line with the Company's commitment to good Corporate Governance Practices, your Company has complied with all the mandatory provisions of Corporate Governance as prescribed in Regulations 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR Regulations"). A separate Report on Corporate Governance and Practicing Company Secretary's Certificate thereon is included as a part of the Annual Report.

### 12. MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDA):

MDA covering details of operations, opportunities and threats etc. for the year under review is given in a separate section included in this Report and forms a part of this Annual Report.

### 13. RISK MANAGEMENT:

The Company has a robust Risk Management framework to identify, evaluate business risks and opportunities. Corporate Risk Evaluation and Management is an ongoing process within the Organization. The Company has a well-defined Risk Management framework to identify, monitor and minimizing/mitigating Risks. The Risk Management framework has been developed and approved by the senior management in accordance with the business strategy. The key elements of the framework include:

- Risk Structure;
- Risk Portfolio;
- Risk Measuring & Monitoring and
- Risk Optimizing

The implementation of the framework is supported through criteria for Risk assessment, Risk forms & MIS.

### 14. POLICIES:

#### a. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Vigil Mechanism Policy of the Company which also incorporates a whistle blower policy in terms of the Regulations 22 of SEBI LODR Regulations can be accessed on the Company's website. The company has nominated the Chief Executive Officer as the Chief Vigilance officer. Protected disclosures can be made by a Whistle Blower through e-mail or by anonymous letter addressed to the Chief Executive Officer.



## BOARD'S REPORT

(Contd..)

**b. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has zero tolerance for sexual harassment at work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment at work place in line with the provisions of sexual harassment of Women at Work place (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder. During the year under review, the Company has not received any complaint in this regard.

**c. CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS:**

In Compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has revised Model Code of Conduct of Insider Trading Regulations from time to time. The Company adopted the Code of Conduct to regulate, monitor and report trading by Designated Person(s) in order to protect the Investor's Interest. The details of the said Code of Conduct forms part of the Corporate Governance Report.

**15. DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP):**

**a. Board of Directors and KMP:**

The Board of Directors of the Company comprises of four Non-Executive and Non Independent Directors out of which one is a Woman Director and two Independent Directors. All the Independent Directors of the company have furnished declarations that they meet the criteria of independence as prescribed under the Companies Act, 2013 and SEBI LODR Regulations.

Considering the integrity, expertise and experience (including the proficiency) the Board of Directors recommends the reappointment of Mr. Bhadresh K. Shah (DIN:00058177) Non Executive and Non - Independent Director of the Company retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offered himself for reappointment.

As required under SEBI LODR Regulations amended from time to time, the information on the particulars of the Director proposed for re appointment has been given in the notice of the Annual General Meeting.

**b. Meetings:**

During the year under review, five Board Meetings and four Audit Committee Meetings were convened and held.

The composition of Audit Committee is as under: -

Mr. Rajan Harivallabhdas, Chairman

Mr. Sanjay S. Majmudar, Member

Mr. Piyush B. Shah, Member

All recommendations made by the Audit Committee during the year were accepted by the Board. The details of composition of other Committees and dates of the meetings are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and SEBI LODR Regulations.

**c. Committees of the Board Directors:**

In compliance with the requirement of applicable laws and as part of the best governance practice, the Company has following committees of the Board as on 31 March, 2026.

- i) Audit Committee.
- ii) Stakeholders Relationship Committee
- iii) Nomination and Remuneration Committee
- iv) Corporate Social Responsibility Committee

The details with respect to the aforesaid committees are given in the Corporate Governance report.



## BOARD'S REPORT

(Contd..)

### d. Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and SEBI LODR Regulations, the Board has carried out an evaluation of its own, the Directors individually as well as the evaluation of the workings of its Committees. A structured questionnaire was prepared after taking into consideration of the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was carried out by the Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

### e. Familiarization Programme for Independent Directors:

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company has through presentations at regular intervals, familiarized and updated the Independent Directors with the strategy, operations and functions of the Company and Engineering Industry as a whole. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at:

<https://www.welcaststeels.com/Documents/Financials/Corporate%20Governance/FamiliarizationProgramme2025-26.pdf>

### f. Nomination and Remuneration Policy:

The Board has on the recommendation of Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management Personnel and their remuneration. The Nomination & Remuneration Policy is stated in the Corporate Governance Report which is part of the Board's Report. The detailed policy is placed on the Investor Section of the Company's website [https://www.welcaststeels.com/Documents/Financials/Policy/Nomination\\_RemunerationPolicy.pdf](https://www.welcaststeels.com/Documents/Financials/Policy/Nomination_RemunerationPolicy.pdf)

### g. Directors' Responsibility Statement:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of clause (c) of Sub-Section (3) of Section 134 of the Companies Act, 2013 which states that:

- a. In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b. The Directors have selected such accounting policies and applied them consistently and made judgement and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Loss of the Company for that year.
- c. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. The Directors are in the process of deciding the future course of action of the company's activity and hence, the financial information for the year under review has not been prepared on going concern concept.
- e. The Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively and
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 16. AUDITORS:

### a. Statutory Auditors:

Dagliya & Co., Chartered Accountants (Firm Reg. No.00671S) have been appointed as Statutory Auditors of the Company for a period of 5 years in 50th Annual General Meeting of the Shareholders of the Company will hold the office of the statutory auditors till the conclusion of 55th Annual General Meeting.



## BOARD'S REPORT

(Contd..)

The Report given by the Auditors on the financial statements of the Company is part of this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

**b. Internal Auditors:**

The Board of Directors at the recommendations of the Audit Committee appointed Talati & Talati LLP, Chartered Accountants as Internal Auditors of the Company for the financial year 2026-27.

**c. Cost Auditors:**

Pursuant to and in compliance with the provisions of section 148(1) of the Companies Act, 2013 and Rules framed thereunder, the Company has maintained the cost accounting records. The Cost Auditors have filed the cost audit report for the Financial Year ended 31 March, 2025 within stipulated time frame. In view of the cessation of manufacturing operations, the provisions relating to appointment of Cost Auditors under Section 148 of the Companies Act, 2013 were not applicable during the year under review. Hence no proposal has been made in this Annual General Meeting for ratification of remuneration to be paid to cost auditors.

**d. Secretarial Auditors:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed Mr. Tushar M. Vora, Practicing Company Secretary (ACS-3459, CP No.1745), Ahmedabad as the Secretarial Auditors of the Company for a period of Five Years From 1 April, 2025 to conduct Secretarial Audit of the Company's Secretarial and related records.

The Report on the Secretarial Audit for the year ended 31 March, 2026 is annexed herewith as Annexure 'B' to this Board's Report. The remarks made in the Secretarial Audit Report are self-explanatory.

**17. PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The additional information regarding conservation of energy, technology absorption and foreign exchange earnings and outgo, stipulated under Section 134 (3)(m) of the Companies Act, 2013 read with the Rule 8 of the Companies (Accounts) Rules, 2014 is provided as an Annexure to this report.

**18. FINANCIAL STATEMENTS:**

As the Board of Directors are in the process of deciding the future course of the company's activity, financial statements of the Company forming part of this annual report

a. have not been prepared on going concern basis.

b. have been prepared accordance with relevant Indian Accounting Standards (Ind AS) issued by the Ministry of Corporate Affairs.

**19. AUDITORS' REPORT AND NOTES ON ACCOUNTS:**

The Board has duly reviewed the Statutory Auditor's Report for the Financial Year ended 31 March, 2026. There are no qualifications/observations in the Report.

**20. ANNUAL RETURN:**

In accordance with the provisions of Section 92(3) of the Act, Annual Return of the Company as on 31 March, 2026 is hosted on website of the Company at <https://www.welcaststeels.com/Documents/Financials/Annual%20Report/202526R.pdf>

**21. CORPORATE SOCIAL RESPONSIBILITY (CSR) :**

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility were not applicable to the Company during the year under review since the company had not earned threshold profit that is required u/s. 135 of the Companies Act, 2013.

**22. PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 of Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the



## BOARD'S REPORT

(Contd..)

Company is annexed as Annexure 'D'. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable as there was no employee falling under the criteria specified in aforesaid Rule 5(2) and 5(3).

### 23. ENVIRONMENT, HEALTH AND SAFETY:

Notwithstanding the cessation of manufacturing operations and the retention of only eight employees, the Company continued to maintain appropriate standards of environment, health and safety for its personnel and premises.

### 24. FRAUDS:

During the Financial Year ended on March 31, 2026, the statutory auditors, the cost auditors and the secretarial auditors have not reported to the Audit Committee, under section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

### 25. SECRETARIAL STANDARDS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

### 26. GENERAL DISCLOSURES:

During the Financial Year ended on March 31, 2026, the Company has not-

- issued any shares, warrants, debentures, bonds or any other convertible or non-convertible securities,
- issued any shares with differential voting rights,
- issued any sweat equity shares, and
- made any changes in voting rights.

In terms of section 134(3) of the Act read with rule 8(5) of the Accounts Rules, for the Financial Year ended on March 31, 2026:

- a. there were no proceedings initiated / pending against the Company under the Insolvency and Bankruptcy Code, 2016 which can materially impact the business of the Company,
- b. there were no instances where the Company required the valuation for a one-time settlement or while taking the loan from the Banks or Financial institutions, and no significant or material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in the future.

The equity shares of the Company were not suspended for trading during the Financial Year ended on March 31, 2026.

Disclosure pertaining to explanation for any deviation or variation in connection with certain terms of public issue, right issue, preferential issue, etc. is not applicable to the Company.

There were no revisions of the financial statements and the Board's Report during the Financial Year ended on March 31, 2026.

The Company has complied with the applicable provisions of The Maternity Benefit Act, 1961.

In terms of section 134(3)(l) of the Act, apart from what is mentioned in this report, there are no material changes and commitments affecting the financial position of the Company between the end of the financial year to which the financial statements relate and the date of this report.

### 27. ACKNOWLEDGMENTS:

Your Directors would like to express their appreciation for the assistance and co-operation received from the Company's Customers, Vendors, Bankers, Auditors, Investors and Government bodies during the year under review. Your Directors place on record their appreciation of the contribution made by employees at all levels.

For and on behalf of the Board of Directors

Place: Ahmedabad  
Date: 20 May, 2026

Rajan R. Harivallabhdas  
Chairman  
DIN : 00014265

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Particulars as per the Section 134 (3) (m) of the Companies Act, 2013, and as prescribed under Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows:

### **I. CONSERVATION OF ENERGY**

Effective steps were taken to conserve energy.

#### **1. POWER AND FUEL CONSUMPTION :**

**Electricity**

#### **2. POWER CONSUMPTION PER UNIT (Metric ton) OF PRODUCTION PRODUCT: GRINDING MEDIA**

**ANNEXURE: - A**

**Form No. AOC-2**



## **ANNEXURES TO BOARD'S REPORT**

**(Contd..)**

### **ANNEXURE-B**

#### **FORM NO. MR-3 SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

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

To,  
The Members,  
Welcast Steels Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by WELCAST STEELS LIMITED (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliance and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion read with Annexure A forming part of this report, the Company has, during the audit period covering the financial year ended on 31 March, 2026, generally 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, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31 March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
  - (i) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;



## ANNEXURES TO BOARD'S REPORT

(Contd..)

We have also examined compliance with the applicable clauses of

1. Secretarial Standards issued by the Institute of Company Secretaries of India.
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

We further report that having regard to the compliance system and process prevailing in the Company and on examination of the relevant documents and records thereof on test-check basis, the Company has complied with the provision of (1) Water (Prevention & Control of Pollution) Act 1974, (2) The Air (Prevention & Control of Pollution) Act 1981, (3) The Hazardous Wastes (Management & Handling) Rules 1989, as amended up to 2008, (4) Noise Pollution (Regulation & Control) Rules 2000 as are specifically applicable to the Company.

We further report that

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- b) Adequate notice is given at least seven days in advance to all directors to schedule the Board Meetings. As informed to us, the Company has also provided agenda and detailed notes on agenda to the directors reasonably in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded, wherever applicable, as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.

We further report that during the audit period, the following major events took place having bearing on the Company's affairs:

1. Shareholders' approval by way of an Ordinary Resolution has been obtained for material related party transactions with holding Company to the provisions of the Companies Act, 2013 and Regulation 23 of SEBI Listing Regulations for the financial year 2025-26 on 10 September, 2025.

Place: Ahmedabad  
Date: 20 May, 2026

FOR TUSHAR VORA & ASSOCIATES  
Company Secretaries  
TUSHAR M VORA  
Proprietor  
FCS No.: 3459  
C P No.: 1745  
P.R. No.: 7768/2026  
UDIN: F003459H000413803



## **ANNEXURES TO BOARD'S REPORT**

**(Contd..)**

### **ANNEXURE 'A' FORMING PART OF THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH, 2026**

To  
The Members  
Welcast Steels Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification as done on test basis is to reasonably ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. In respect of Laws, Rules and Regulations other than those specifically mentioned in our report above, we have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including 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, Standards and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. Our examination was limited to the verification of procedures on test basis and not its one to one contents.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR TUSHAR VORA & ASSOCIATES  
Company Secretaries  
TUSHAR M VORA  
Proprietor  
FCS No.: 3459  
C P No.: 1745  
P.R. No.: 7768/2026  
UDIN: F003459H000413803

Place: Ahmedabad  
Date: 20 May, 2026

**ANNEXURES TO BOARD'S REPORT****(Contd..)****ANNEXURE-'C'**

**Particulars of Remuneration as per Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014.**

1. The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year;

| <b>Name of the Director</b>       | <b>Ratio of remuneration of each director to the median remuneration of the employees</b> | <b>The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the Financial Year</b> |
|-----------------------------------|-------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Mr. Bhadresh K. Shah              | 0.03                                                                                      | -                                                                                                                                                          |
| Mr. Sanjay S. Majmudar            | 0.04                                                                                      | -                                                                                                                                                          |
| Mr. Pradip R. Shah                | 0.03                                                                                      | -                                                                                                                                                          |
| Mrs. Khushali S. Solanki          | 0.03                                                                                      | -                                                                                                                                                          |
| Mr. Rajan R. Harivallabhdas       | 0.05                                                                                      | -                                                                                                                                                          |
| Mr. Piyush B. Shah                | 0.05                                                                                      | -                                                                                                                                                          |
| Mr. Mohana Rao (up to 31-07-2025) | NA                                                                                        | -                                                                                                                                                          |
| Mr. Gangadurai (From 07-08-2025)  | NA                                                                                        | -                                                                                                                                                          |
| Mr. Viren K. Thakkar              | NA                                                                                        | -                                                                                                                                                          |
| Mr. Paresh M. Shukla*             | NA                                                                                        | -*                                                                                                                                                         |

\* The figure cannot be ascertainable as Mr. Paresh M.Shukla was appointed on 07 February, 2025 and hence, figures of his remuneration for full Financial Year 2024-25 is not there.

2. The percentage increase in the median remuneration of employees in the Financial Year was 15.87%
3. There were 8 permanent employees on the rolls of Company as on 31 March, 2026.
4. Average increase in the salaries of employees other than the Managerial Personnel in the last Financial Year was 12.04 % whereas the average increase in the managerial remuneration was 13.77%.
5. The Company affirms that the remuneration is as per the remuneration policy of the company.



## REPORT ON CORPORATE GOVERNANCE

### REPORT ON CORPORATE GOVERNANCE

#### Company's philosophy on corporate governance:

The Company's philosophy on Corporate Governance aims at assisting the management of the Company in the efficient conduct of the business and in meeting its responsibilities to all the Stakeholders. The Company always strives to achieve optimum performance at all levels by adhering to good Corporate Governance practices, such as:

- a. Fair and transparent business practices.
- b. Effective management control by Board.
- c. Adequate representation of Promoters and Independent Directors on the Board.
- d. Monitoring of executive performance by the Board.
- e. Compliance of Laws.
- f. Transparent and timely disclosure of financial and management information.

Your Company believes that good Corporate Governance is essential for achieving long-term corporate goals of the Company and for meeting the needs and aspirations of its stakeholders, including shareholders. The Company's Corporate Governance philosophy has been further strengthened through the Model Code of Conduct for the Directors and Designated persons of the Company for prevention of insider trading. The said Code of Conduct for prevention of the Insider Trading has also been amended from time to time in line with the amended in this regard.

We take pleasure in reporting that your Company has complied in all respects with the requirements stipulated under Regulation 17 to 27 read with Schedule V and Clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as applicable, with regard to Corporate Governance except as mentioned in this report.

#### I BOARD OF DIRECTORS:

##### A. COMPOSITION OF THE BOARD:

The Composition of the Board of Directors, with reference to the number of Executive and Non-Executive Directors, meets the requirement of Provisions of Corporate Governance. The Board is headed by Mr. Rajan R. Harivallabhdas, Non-Executive-Independent Director. The present strength of the Board of Directors is six which include Four Non- Executive and Non-Independent Directors, Two Independent Directors in terms of SEBI LODR Regulations and Section 149 of the Companies Act, 2013. Board represents a balanced mix of professionalism, knowledge and expertise.

Pursuant to the provisions of Section 149 (1) of the Companies Act, 2013 and Regulation 17 (1) (a) of SEBI LODR Regulations as amended from time to time, Mrs. Khushali S. Solanki is the Woman Director (Non-Executive – Non- Independent) on the Board.

##### B. DETAILS OF BOARD MEETINGS:

The Board of Directors oversees management performance so as to ensure that the Company adheres to the highest standards of Corporate Governance. The Board provides leadership and guidance to the management and evaluates the effectiveness of management policies. Board meeting dates are finalized in consultation with all the Directors and agenda of the Board Meeting along with the relevant information are circulated well in advance before the date of the Meeting. Board members express opinions and bring up matters for discussions at the meetings. Copies of minutes of the meetings of the Board and its various Committees along with Compliance Report in respect of various laws and regulations applicable to the company are tabled at every Board meeting.

The Board periodically reviews the items required to be placed before and in particular reviews and approves quarterly / half yearly Un-Audited Financial Statements and the Audited Annual Financial Statements, Business Plans, Annual Budgets and Capital Expenditure. The Agenda for the Board Meetings covers items set out as guidelines in SEBI (LODR) Regulations to the extent these are relevant and applicable. All agenda items are supported by the relevant information, documents and presentations to enable the Board to take informed decisions. Company's Board met five times during the year on 20 May, 2025, 6 August 2025, 15



## REPORT ON CORPORATE GOVERNANCE

October, 2025, 5 November, 2025 and 29 January, 2026 and the gap between any two Board Meetings was not more than one hundred twenty days as prescribed / extended under SEBI (LODR) Regulations and Section 173(1) of the Companies Act, 2013. Details of the Directors, their positions, attendance record at Board meetings and last Annual General Meeting (AGM), other Directorships (excluding Private Limited, Foreign Companies and Alternate Directorships) and the Memberships / Chairmanships of Board Committees (only Audit Committee and Stakeholders' Relationship Committee) other than your Company as on 31 March, 2026 are as follows:

| Name of the Board Member    | Category                       | Attendance at the Board of Directors Meeting held on |            |            |            |            | Attendance at AGM |
|-----------------------------|--------------------------------|------------------------------------------------------|------------|------------|------------|------------|-------------------|
|                             |                                | 20.05.2025                                           | 06.08.2025 | 15.10.2025 | 05.11.2025 | 29.01.2026 | 10.09.2025        |
| Mr. Bhadresh K. Shah        | Non- Executive Non-Independent | ✓                                                    | ✓          | ✓          | ✓          | ✓          | ✓                 |
| Mr. Sanjay S. Majmudar      | Non- Executive Non-Independent | ✓                                                    | L.A.       | ✓          | ✓          | ✓          | ✓                 |
| Mr. Pradip R. Shah          | Non- Executive Non-Independent | ✓                                                    | ✓          | ✓          | ✓          | ✓          | ✓                 |
| Mr. Piyush B. Shah          | Independent                    | ✓                                                    | ✓          | ✓          | ✓          | ✓          | ✓                 |
| Mr. Rajan R. Harivallabhdas | Independent                    | ✓                                                    | ✓          | ✓          | ✓          | ✓          | ✓                 |
| Mrs. Khushali S. Solanki    | Non- Executive Non-Independent | ✓                                                    | ✓          | L.A.       | ✓          | ✓          | ✓                 |

L.A. : Leave of Absence

As on 31 March, 2026, none of the Directors are related to each other except Mr. Bhadresh K. Shah and Mrs. Khushali S. Solanki. Mr. Bhadresh K. Shah is the father of Mrs. Khushali S. Solanki.

Number of Directorships and Committee memberships / Chairmanships in other Public Companies (excluding private and Foreign Companies)

| Name of the Board Member | Other Directorships |          | Committee Memberships | Committee Chairmanships |
|--------------------------|---------------------|----------|-----------------------|-------------------------|
|                          | Listed              | Unlisted |                       |                         |
| Mr. Bhadresh K. Shah     | 2                   |          | 3                     | -                       |
| Mr. Sanjay S. Majmudar   | 4                   |          | 4                     | 1                       |
| Mr. Pradip R. Shah       |                     |          | -                     | -                       |
| Mrs. Khushali S. Solanki |                     |          | -                     | -                       |
| Mr. Piyush B. Shah       |                     |          | -                     | 2                       |
| Mr. Rajan Harivallabhdas |                     |          | -                     | -                       |



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

Committee positions only of the Audit Committee and Stakeholders Relationship Committee in public limited companies have been considered.

Details of Directorships in other listed companies along with category:

| Name of the Board Member | Name of Listed Company  | Category of directorship               |
|--------------------------|-------------------------|----------------------------------------|
| Mr. Bhadresh K. Shah     | AIA Engineering Ltd.    | Promoter, Chairman & Managing Director |
|                          | Zydus Lifesciences Ltd. | Independent Director                   |
| Mr. Pradip R. Shah       |                         |                                        |
| Mr. Sanjay S. Majmudar   |                         |                                        |
|                          |                         |                                        |
|                          |                         |                                        |
|                          |                         |                                        |
| Mrs. Khushali S. Solanki |                         |                                        |
| Mr. Piyush B. Shah       |                         |                                        |
| Mr. Rajan Harivallabhdas |                         |                                        |



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

### C. CONFIRMATION OF INDEPENDENT DIRECTORS:

The Board of Directors of the Company confirms that the Independent Directors fulfil the conditions specified in SEBI LODR Regulations as well as under section 149(6) of the Companies Act, 2013 and are also independent of the management of the Company. A certificate from Practicing Company Secretary that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Companies by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed separately.

Pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs, all Independent Directors have completed the registration with the Independent Directors Databank. Requisite disclosures have been received from the Directors in this regard.

### D. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

Non-Executive Directors including Independent Directors are paid sitting fees in accordance with the applicable laws.

Company is paying sitting fees of ₹ 15,000 for attending a Board Meeting and ₹ 10,000 for attending an Audit Committee Meeting.

### E. CODE OF CONDUCT:

Company's Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The Code of Conduct is available on the website of the Company [www.welcaststeels.com](http://www.welcaststeels.com). The Code lays down the standard of conduct which is expected to be followed by the Board Members and the Senior Management of the Company in particular on matters relating to integrity at the Work Place, in business practices and in dealing with Stakeholders. All Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct. A declaration signed by the Chief Executive Officer to this effect is enclosed at the end of this report.

### F. PROHIBITION OF INSIDER TRADING:

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, the Company has framed a Code of Conduct to avoid insider trading. The Code of Conduct is applicable to all the promoters, directors, designated persons and their immediate relatives, connected persons and such employees of the Company who are expected to have access to the unpublished price sensitive information relating to the Company.

The said Code lays down guidelines which advise them on procedures to be followed and disclosures to be made while dealing in the Shares of the Company.

### G. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In compliance with Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI LODR Regulations, the Company has formulated a Vigil Mechanism / Whistle Blower Policy (Mechanism) for its Stakeholders, Directors and Employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.

This Mechanism also provides for adequate safeguards against victimization of Director (s) / Employee (s) / Stakeholders who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

The policy is available on the website of the Company [www.welcaststeels.com](http://www.welcaststeels.com). If any stakeholder comes across any instances of unethical matters; the same can be reported by sending an email to: [gangadurai@aiaengineering.com](mailto:gangadurai@aiaengineering.com).

No person has been denied access to the Audit Committee.



## REPORT ON CORPORATE GOVERNANCE

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### H. POLICY ON PROTECTION OF WOMEN AGAINST SEXUAL HARASSMENT AT WORKPLACE:

The Company is committed to create a healthy and conducive working environment that enables women employees to work without fear of prejudice, gender bias and sexual harassment and/or any such orientation in implicit or explicit form. Pursuant to the provisions of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder, the Company has adopted a "Policy on Protection of Women against Sexual Harassment at Work Place" by forming a Committee as prescribed in the Regulation. Through this Policy, the Company seeks to provide protection to its women employees against sexual harassment at work place and thereby provide mechanism for redressal of complaints related to matters connected therewith or incidental thereto. During the year, no case was reported under the Policy.

### I. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company has through presentations at regular intervals, familiarized and updated the Independent Directors with the strategy, operations and functions of the Company and Engineering Industry as a whole. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at: <https://www.welcaststeels.com/Documents/Financials/Corporate%20Governance/FamiliarizationProgramme2025-26.pdf>

### II COMMITTEES OF THE BOARD:

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following four committees viz: namely:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholders Relationship Committee
- d. Corporate Social Responsibility Committee

The terms and reference to these Committees are determined by the Board and their relevance reviewed from time to time. Each of these Committees has been mandated to operate within a given framework. Minutes of the meetings of each of these Committees are tabled regularly at the Board Meetings.

#### A. AUDIT COMMITTEE:

The Company has formed a qualified and Independent Audit Committee which acts as a link between the Statutory and Internal Auditors and the Board of Directors. The very purpose of the Audit Committee is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for Internal financial controls, governance and reviewing the Company's Statutory and Internal Audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and the SEBI LODR Regulations.

The terms of reference of the Audit Committee cover the matters specified for Audit Committee in the SEBI LODR Regulations, Section 177 of the Companies Act, 2013 and other Regulations are as under:

#### Brief description of Terms of Reference:

- (i) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- (ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- (iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (iv) Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:
  - (a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (c) of Sub-Section 3 of Section 134 of the Companies Act, 2013;



## REPORT ON CORPORATE GOVERNANCE

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- (b) Changes, if any, in accounting policies and practices and reasons for the same;
- (c) Major accounting entries involving estimates based on the exercise of judgement by management;
- (d) Significant adjustments made in the financial statements arising out of audit findings;
- (e) Compliance with listing and other legal requirements relating to financial statements;
- (f) Disclosure of any Related Party Transactions;
- (g) Modified Opinion(s) in the draft audit report.
- (v) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- (vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.) the statement of funds utilised for purposes other than those stated in the offer document / prospectus /notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- (vii) Review and monitor the auditors' independence and performance, and effectiveness of audit process;
- (viii) Approval or any subsequent modification of transactions of the Company with related parties;
- (ix) Scrutiny of inter-corporate loans and investments;
- (x) Valuation of undertakings or assets of the Company, wherever it is necessary;
- (xi) Evaluation of internal financial controls and risk management systems;
- (xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (xiv) Discussion with internal auditors of any significant findings and follow up there on;
- (xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- (xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- (xvii) Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors;
- (xviii) Reviewing the functioning of the Whistle Blower mechanism;
- (xix) Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- (xx) Reviewing the utilisation of loans and/ or advances from/investment by the holding Company in the subsidiary exceeding Rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances / investments existing as on the date of coming into force of this provision;
- (xxi) Reviewing the Management Discussion and Analysis of financial condition and results of operations;
- (xxii) Reviewing the appointment, removal and terms of remunerations of the Chief Internal Auditor;
- (xxiii) Reviewing and discuss with the management the status and implications of major legal cases;
- (xxiv) Recommending the Board, the appointment of a Cost Accountant within the meaning of the Cost and Works Accountants Act, 1959 to conduct audit of cost records of the Company in compliance with the provisions of Section 148 of the Companies Act, 2013 and the Rules made thereunder;
- (xxv) Reviewing the statements of significant related party transactions, management letters etc.



## REPORT ON CORPORATE GOVERNANCE

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- (xxvi) Reviewing the compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations 2015 as amended from time to time at least once in a Financial Year and shall verify that the system for internal control are adequate and are operating effectively.
- (xxvii) Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- (xxviii) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee supervises the Financial Reporting & Internal Control process and ensures the proper and timely disclosures to maintain the transparency, integrity and quality of financial control and reporting. The Company continues to derive benefits from the deliberations of the Audit Committee Meetings as the members are experienced in the areas of Finance, Accounts, Taxation and the Industry.

During the financial year the 2025-26, four (4) audit committee meetings were held on 20 May, 2025, 6 August, 2025, 5 November, 2025 and 29 January, 2026. Necessary quorum was present in all the meetings. The time gap between any audit committee meetings was not more than four months.

Necessary quorum was present in all the meetings. The time gap between any two Audit Committee Meetings was not more than the period prescribed by SEBI LODR Regulations and Companies Act, 2013. As on 31 March, 2026, the Audit Committee comprises of 2 Independent Directors and 1 Non-Independent Director. Name of the members and the Chairman of the Committee together with attendance details during the year are given in the following table.

| Name of the Member                   | Category of Directorship | Attendance at the Audit Committee Meetings held during the financial year 2025-26 |            |            |            |
|--------------------------------------|--------------------------|-----------------------------------------------------------------------------------|------------|------------|------------|
|                                      |                          | 20.05.2025                                                                        | 06.08.2025 | 05.11.2025 | 29.01.2026 |
| Mr. Rajan R. Harivallabhdas-Chairman | Independent              | ✓                                                                                 | ✓          | ✓          | ✓          |
| Mr. Piyush B. Shah                   | Independent              | ✓                                                                                 | ✓          | ✓          | ✓          |
| Mr. Sanjay S. Majmudar               | Non-Independent          | ✓                                                                                 | L.A.       | ✓          | ✓          |

L.A.: Leave absence

Chairman of the Audit Committee attended the last Annual General Meeting (AGM) of Shareholders of the Company. All the members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls. Statutory Auditors, Internal Auditors and their representatives are permanent invitees to the Audit Committee Meetings. They have attended all the Meetings during the year under review. Chief Executive Officer, Chief Financial Officer and other Executives of the Company are also invited to attend the Audit Committee Meetings. Mr. Paresh Shukla, Company Secretary of the Company acts as the Secretary of the Committee.



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### B. NOMINATION AND REMUNERATION COMMITTEE:

The Terms of Reference of the Nomination and Remuneration Committee cover the matters specified in SEBI LODR Regulations and Section 178 of the Companies Act, 2013 are as under:

- (i) Identify persons who are qualified to become directors and who may be appointed in Senior Management;
- (ii) Recommend to the board their appointment and removal;
- (iii) Carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval;
- (iv) Devising a policy on Board diversity;
- (v) Shall formulate the criteria for determining qualifications, positive attributes and independence of a Director. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a) Use the services of an external agencies, if required;
  - b) Consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c) Consider the time commitments of the candidates
- (vi) Recommend to the Board a Policy relating to the remuneration for the directors, Key Managerial personnel and other employees;
- (vii) Administer, monitor and formulate detailed terms and conditions of the Employees Stock Option Scheme including:
  - (a) The quantum of options to be granted under Employees Stock Option Scheme per employee and in aggregate;
  - (b) The conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
  - (c) The exercise period within which the employee shall exercise the option and that the option would lapse on failure to exercise the option within the exercise period;
  - (d) The specified time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee;
  - (e) The right of an employee to exercise all the options vested in him at one time or at various points of time within the exercise period;
  - (f) The procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions such as right issues, bonus issues, merger, sale of division and others;
  - (g) The granting, vesting and exercising of options in case of employees who are on long leave and the procedure for cashless exercise of options.
- (viii) Carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- (ix) Perform such other functions as may be necessary or appropriate for the performance of its duties.
- (x) Recommend to the board, all remuneration, in whatever form, payable to senior management.

The Nomination and Remuneration Committee has considered the following at the time of formulation of Remuneration Policy of the Company:

- a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company;
- b. Relationship of remuneration to performance is clear and meets appropriate performance benchmark;
- c. Remuneration to directors, KMP and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals;



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- d. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;
- e. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;
- f. Percentage increase in the median remuneration of employees in the financial year;
- g. The number of permanent employees on the rolls of the company;
- h. The explanation on the relationship between average increase in remuneration and company performance;
- i. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company;
- j. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;
- k. Comparison of each remuneration of the Key Managerial Personnel against the performance of the company;
- l. The key parameters for any variable component of remuneration availed by the directors;
- m. The ratio of the remuneration of the highest paid director to that of the employee who are not directors but receive remuneration in excess of the highest paid director during the year;

The Composition of Nomination and Remuneration Committee and attendance of the members in the meeting held during the Financial Year 2025-26 is as under:

| Name of the Member            | Category of Directorship | Attendance at the Nomination and Remuneration Committee Meeting held during the financial year 2025-26 |            |
|-------------------------------|--------------------------|--------------------------------------------------------------------------------------------------------|------------|
|                               |                          | 20.05.2025                                                                                             | 06.08.2025 |
| Mr. Piyush B. Shah – Chairman | Independent              | ✓                                                                                                      | ✓          |
| Mr. Rajan R. Harivallabhdas   | Independent              | ✓                                                                                                      | ✓          |
| Mr. Bhadresh K. Shah          | Non-Independent          | ✓                                                                                                      | ✓          |

As on 31 March, 2026 the Nomination and Remuneration Committee comprises of two Independent Directors and one Non- Independent Director.

### C. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company has constituted a Stakeholders Relationship Committee of Directors to look into the:

- (I) Resolving the grievances of the security holders of the company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividend, issue of new/duplicate certificates, general meetings etc.;
- (II) Review of measures taken for effective exercise of voting rights by stakeholders;
- (III) Review of adherence to the service standards adopted by the company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- (IV) Review of various measures and initiatives taken by the company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrant/annual reports/ statutory notices by the shareholders of the Company;

The Composition of the Stakeholders Relationship Committee and attendance of the members in the meeting held during the Financial Year 2025-26 is as under:



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| Name of the Member            | Category                      | Attendance at the Stakeholders Relationship Committee Meetings held during the financial year 2025-26 |            |            |            |
|-------------------------------|-------------------------------|-------------------------------------------------------------------------------------------------------|------------|------------|------------|
|                               |                               | 20.05.2025                                                                                            | 06.08.2025 | 05.11.2025 | 29.01.2026 |
| Mr. Pradip R. Shah - Chairman | Non-Executive Non-Independent | ✓                                                                                                     | ✓          | ✓          | ✓          |
| Mr. Bhadresh K. Shah          | Non-Executive Non-Independent | ✓                                                                                                     | ✓          | ✓          | ✓          |
| Mr. Piyush B. Shah-#          | Independent                   | ✓                                                                                                     | ✓          | ✓          | ✓          |

The Company Secretary acts as Compliance officer of the Committee pursuant to Regulation 20 of SEBI LODR Regulations. The Committee ensures that the Shareholders / Investors grievances and correspondences are attended and resolved expeditiously. During the period under review, Company has not received any complaint from shareholder.

### D. INDEPENDENT DIRECTORS' MEETING:

As per Secretarial Standard (SS) 1 issued by the Institute of Company Secretaries of India and relevant provisions of the Companies Act, 2013 and Rules made thereunder, the Independent Directors shall meet once in a calendar year. During the year under review, the Independent Directors met on 20 May, 2025 inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors;
- Evaluation of the quality, content and timeline of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### IV. RELATED PARTY TRANSACTIONS:

All transactions entered into with Related Party as defined under the Section 188 of the Companies Act, 2013 and provisions of SEBI LODR Regulations during the Financial Year 2025-26 were in Ordinary Course of Business and at Arms' Length basis. Suitable disclosures as required under Indian Accounting Standards (IndAS-24) have been made in the notes to the Financial Statements.

### V. DISCLOSURES:

**(A) MATERIAL SIGNIFICANT RELATED PARTY TRANSACTIONS:** The Company has not entered into transactions of material nature with related parties i.e. Promoters, Directors or Key Managerial Persons or their relatives conflicting with the Company's interest at large. During the year under review, the Company has entered into transactions of Sale and Purchase of Goods with its Holding Company, AIA Engineering Limited. The Register of Contracts containing transactions with related parties was placed before the Audit Committee / Board regularly for their approval. The details of Related Party Transactions are disclosed in Financial Section of this Annual Report. The Board has approved a Policy for Related Party Transactions which has been uploaded on the website of Company <https://www.welcaststeels.com/Documents/Financials/Policy/PolicyRelatedPartyTransaction.pdf>

### (B) DISCLOSURE OF ACCOUNTING TREATMENT:

The Material Accounting Policies which are consistently applied have been set out in the Notes to the Financial Statements.

Financial Statements of the Company for forming part of this annual report are prepared:

- a. has not been prepared on going concern basis.
- b. prepared accordance with relevant Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act. issued by the Ministry of Corporate Affairs form part of this Annual Report.



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### **(C) POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS, KEY MANAGERIAL PERSONNEL (KMP), SENIOR MANAGEMENT PERSONNEL AND THEIR REMUNERATION:**

The Nomination and Remuneration Committee has adopted a Policy which, inter alia, deals with the manner of Selection of Board of Directors, KMP, Senior Management Personnel and their remuneration.

#### **(1) Criteria for Selection of Non-Executive Directors:**

- a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the Nomination and Remuneration Committee satisfies itself with regard to the independence nature of the Directors vis-a-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. Nomination and Remuneration Committee ensures that the candidate identified for appointment / re-appointment as an Independent Director is not disqualified for appointment / re-appointment under Section 164 of the Companies Act, 2013.
- d. Nomination and Remuneration Committee considers the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:
  - (i) Qualification, expertise and experience of the Directors in their respective fields;
  - (ii) Personal, Professional or business standing;
  - (iii) Diversity of the Board.
- e. Board of Directors takes into consideration the performance evaluation of the Directors and his engagement level.

#### **(2) Remuneration:**

##### **a. Remuneration Policy for Directors:**

- i. The Company does not pay any remuneration to its Directors except sitting fees for attending Board and Committee Meetings.
- ii. The Directors shall be entitled to receive remuneration by way of sitting fees, for each of the meeting of Board or Committee of the Board attended by them as approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in addition to the reimbursement of expenses, if any, for participation in the Board / Committee Meetings.
- iii. The Company does not have any Stock option plan, performance linked incentive scheme or commission scheme.
- iv. The details of sitting fees paid to the Directors for attending Board and Audit Committee Meetings during the Financial Year 2025-26 are given in this report.

##### **b. Remuneration Policy for the Senior Management Employees:**

- i. In determining the remuneration of the Senior Management Employees (i.e. KMPs and Core Committee Members), the Nomination and Remuneration Committee ensure / consider the following:
  - the relationship of remuneration and performance benchmark;
  - balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus, wherever applicable;
  - the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-a-vis the annual budget achievement, individual performance vis-a-vis KRAs / KPIs, industry benchmark and current compensation trends in the market.



## REPORT ON CORPORATE GOVERNANCE

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- ii. The Chief Executive Officer and Chief Financial Officer carry out the individual performance review based on the standard appraisal matrix and take into account the appraisal score card and other factors mentioned herein above, whilst recommending the annual increment and performance incentive to the Nomination and Remuneration Committee for its review and approval.

### (3) Performance Evaluation:

In compliance with the provisions of the Companies Act, 2013 and of SEBI LODR Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board Culture, execution and performance of specific duties, obligation 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 judgement, 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 Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

The details of sitting fees paid to the Non- Executive Directors and Independent Directors for attending Board and committee meetings during the financial year 2025-26 is given below:

| Name of the Directors          | Category of Directorship                 | Sitting Fees Paid in ₹ |
|--------------------------------|------------------------------------------|------------------------|
| 1. Mr. Bhadresh K. Shah        | Non-Executive Director & Non-Independent | 75,000                 |
| 2. Mrs. Khushali S. Solanki    | Non-Executive Director & Non-Independent | 60,000                 |
| 3. Mr. Sanjay S. Majmudar      | Non-Executive Director & Non-Independent | 90,000                 |
| 4. Mr. Pradip R. Shah          | Non-Executive Director & Non-Independent | 75,000                 |
| 5. Mr. Piyush B. Shah          | Independent Director                     | 1,15,000               |
| 6. Mr. Rajan R. Harivallabhdas | Independent Director                     | 1,15,000               |

The Nomination and Remuneration Policy of your Company confirms to the provisions under Companies Act, 2013. The Board determines the remuneration of the Non-Executive Directors.

### (D) BOARD DISCLOSURE - RISK MANAGEMENT:

The Company has laid down procedures for the Risk Assessment and its Minimization. These procedures are periodically reviewed by the Audit Committee / Board to ensure that management controls risk through means of a properly defined framework.

### (E) PUBLIC ISSUE:

The Company has not come out with any Public Issue, Right Issue or Preferential Issue etc. during the year under review.

### (F) MANAGEMENT:

#### (i) Management Discussion and Analysis Report:

Management Discussion and Analysis Report is set out in a separate section included in this Annual Report and forms a part of this Report.

#### (ii) Disclosure of material Financial and Commercial Transactions:

As per the disclosures received from the Senior Management, no material Financial and Commercial transactions that may have a potential conflict with the interest of the Company at large were taken place during the year under review.



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### (G) SHAREHOLDERS:

- (i) Disclosures regarding appointment or re-appointment of Director:

Mr. Bhadresh K. Shah Director of the Company retires by rotation at the ensuing 54th Annual General Meeting of the Company and being eligible, offers himself for re-appointment.

- (ii) Quarterly / Half yearly results are forwarded to the Stock Exchange where the Equity Shares of the Company are listed and the same are also posted on Company's website.

- (iii) None of the Directors held any shares of the company at any point of time during the year.

### (H) NON-COMPLIANCE BY THE COMPANY:

There was no non-compliance during the year and no penalty has been imposed or strictures passed on the Company by the Stock Exchanges, SEBI or Registrar of Companies (ROC). The Company has obtained a Certificate from Syed Shahabuddin, Practicing Company Secretary on Corporate Governance and is attached with this Report which will be sent to all the Shareholders of the Company. This certificate shall also be sent to BSE Ltd. along with the Annual Report of the Company.

The Company has complied with all the mandatory requirements of the SEBI LODR Regulations and no other penalty / fine or strictures have been imposed during the last three years, by the Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets.

### VI. CEO / CFO CERTIFICATION:

The Chief Executive Officer and the Chief Finance Officer of the Company have certified to the Board that the Financial Results of the Company for the year ended 31 March, 2026 do not contain any false or misleading statements or figures and do not omit any material facts which may make the statements or figures contained therein misleading as required under Regulation 33 of SEBI LODR Regulations.

### VII. SENIOR MANAGEMENT:

Following are the senior management personnel of the Company:

| Sl. No. | Name                 | Designation                            |
|---------|----------------------|----------------------------------------|
| 1       | Mr. Gangadurai M     | Chief Executive Officer                |
| 2       | Mr. Viren K. Thakkar | Chief Financial Officer                |
| 3       | Mr. Paresh M. Shukla | Company Secretary & Compliance Officer |
| 4       | Mr. Rajendra Kumar   | AGM - Finance                          |

### VIII. FEES PAID TO AUDITORS:

Total fees for all services paid by the Company to the Dagliya & Co, Chartered Accountants, Statutory Auditors and all the entities in the network firm/network entity of which Statutory Auditors are partners as given below:

| Particulars                                 | Amount in ₹     |
|---------------------------------------------|-----------------|
| Statutory Audit fees                        | 5,00,000        |
| Total Quarterly fees towards Limited Review | 1,00,000        |
| Other Matter                                | 1,50,000        |
| <b>Total</b>                                | <b>7,50,000</b> |

### IX. MEANS OF COMMUNICATION:

The quarterly and half yearly results are published in widely circulating national and local dailies. These results are not sent individually to the Shareholders but are available on the website [www.welcaststeels.com](http://www.welcaststeels.com) of the Company.



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### X. GENERAL BODY MEETINGS: (LAST THREE YEARS DISCLOSURES)

#### ANNUAL GENERAL MEETINGS:

The particulars of the last three Annual General Meetings held are given hereunder:

| Sl. No | Financial Year | Venue/Mode                                                        | Time and Date                       | Whether any special Resolution Passed |
|--------|----------------|-------------------------------------------------------------------|-------------------------------------|---------------------------------------|
| 1      | 2024-25        | Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) | 11.00 A.M.<br>on 10 September, 2025 | Yes                                   |
| 2      | 2023-24        | Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) | 11.00 A.M.<br>on 2 September, 2024  | No                                    |
| 3      | 2022-23        | Through Video Conferencing (VC) / Other Audio Visual Means (OAVM) | 10.00 A.M.<br>on 12 September, 2023 | No                                    |

The following Special Resolutions were passed by the members during the past 3 Annual General Meetings:

Annual General Meeting held on 10 September, 2025:

Approval for continuation of directorship of Mr. Bhadresh K. Shah after the age of 75 years.

Annual General Meeting held on 2 September, 2024:

No Special Resolution has been passed.

Annual General Meeting held on 21 September, 2023:

No Special Resolution has been passed.

#### POSTAL BALLOT:

During the year under review, there was no resolution passed through Postal Ballot.

### XI. GENERAL SHAREHOLDERS' INFORMATION

#### A.General

|                                              |                                                                |
|----------------------------------------------|----------------------------------------------------------------|
| Date and Time of 54th AGM                    | 10 September, 2026 at 11.00 A.M.                               |
| Venue of AGM                                 | Through Video Conferencing/Other Audio Visual Means            |
| Financial Year ended                         | 31 March, 2026                                                 |
| Record date                                  | Not Applicable                                                 |
| Dividend Payment date                        | Not Applicable                                                 |
| Registered Office Address                    | 115-116, G.V.M.M. Estate, Odhav Road, Odhav, Ahmedabad -382415 |
| Company Secretary                            | Mr. Paresh M.Shukla                                            |
| Email for redressal of Investors' Complaints | invest_grievance@welcaststeels.com                             |
| Website                                      | www.welcaststeels.com                                          |

#### B. Financial Calendar (subject to change) for the Financial Year 2026-2027

|                                                |                                |
|------------------------------------------------|--------------------------------|
| First Quarter Results                          | On or before 14 August, 2026   |
| Second Quarter & Half Yearly Results           | On or before 14 November, 2026 |
| Third Quarter Results                          | On or before 14 February, 2027 |
| Audited Results for the Financial Year 2026-27 | On or before 30 May, 2027      |

#### C. Listing on Stock Exchange:

| Name and Address of the Stock Exchange                                         | Script Code |
|--------------------------------------------------------------------------------|-------------|
| BSE Limited, 25th Floor,<br>P. J. Towers, Dalal Street, Fort, Mumbai – 400 001 | 504988      |

The listing fee for the Financial Year 2026-27 has been paid to the Stock Exchange.



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

### XII. SHARE TRANSFER SYSTEM / DIVIDEND AND OTHER RELATED MATTERS:

#### I. Share Transfers:

In terms of amended Regulation 40 of SEBI LODR Regulations w.e.f. 1 April, 2019, transfer of securities in physical form shall not be processed unless the securities are held in the demat mode with a Depository Participant. Further, with effect from 24 January, 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/ splitting/consolidation of securities, transmission/ transposition of securities. SEBI has further clarified that listed entities/ RTAs shall now issue a Letter of Confirmation in lieu of the share certificate while processing any of the aforesaid investor service request.

#### II. Simplified Norms for processing Investor Service Request :

Bigshare Services Pvt. Ltd., Registrar and Transfer Agent (RTA) of the Company has specifically kept dedicated link for the shareholders to raise queries i.e.: <https://www.bigshareonline.com/InvestorLogin.aspx> and there is a separate team which handles the queries and reply to shareholders.

Company can also view and track the reply given by RTA for any query raised by shareholder.

#### III. Request for updation of PAN, KYC and Nomination Details :

As per circulars issued by SEBI from time to time, it is mandatory for holders of physical securities to furnish PAN, KYC, Bank details and Nomination / Opt-out of Nomination details before getting any investor service request processed. Security holders holding securities in physical form, whose folio(s) do not have PAN, KYC or Bank details, shall be eligible for dividend in respect of such folios, only through electronic mode with effect from 1 April, 2024.

Members who are yet to update details in their physical folios are, therefore, urged to furnish PAN, KYC, Bank details and Nomination / Opt-out of Nomination by submitting the prescribed forms duly filled, to the RTA by email from their registered email id to [info@bigshareonline.com](mailto:info@bigshareonline.com) or by sending a physical copy of the prescribed forms duly filled and signed by the registered holders to Bigshare Services Pvt. Ltd., Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093.

In accordance with the SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated 06 February, 2026 the Company will be sending intimations to those Members, holding shares in physical form, whose PAN, KYC, Bank details and / or Nomination details are not updated, requesting them to update the details. Attention of the Members holding shares of the Company in physical form is invited to go through iConnect portal - <https://iconnect.bigshareonline.com/Account/Login> on which shareholders can register their details, which will help them to check their holdings and manage services smoothly and also track the requests and complaints.

#### IV. Dividend:

##### (a) Payment of Dividend through National Electronic Clearing Services (NECS)/ National Automated Clearing House (NACH):

The Company provide facility for remittance of dividend to the Members through NECS / NACH. To facilitate dividend payment through NECS / NACH, members who hold shares in demat mode should inform their Depository participant and such of the members holding shares in physical form should inform the company of the core banking account number allotted to them by their bankers. In cases where the core banking account number is not intimated to the depository participant / Company, the Company will issue dividend warrants to the members.

##### (b) Unclaimed Dividends:

The Company is required to transfer dividends which have remained unpaid / unclaimed for a period of seven consecutive years to the Investor Education & Protection Fund established by the Government of India. During the year under review, the Company has transferred to the said Fund ₹ 32414/- for the Financial Year ended 31 March, 2017 which has remained unpaid.



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

### V. Reconciliation of Share Capital Audit:

As required by the Securities and Exchange Board of India (SEBI), a Quarterly Reconciliation of Share Capital is being carried out by an independent Practicing Company Secretary with a view to reconcile the total share capital admitted with National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] and held in physical form, with the issued and listed Capital of the Company. The Practicing Company Secretary's Certificate in regard to this is submitted to BSE Limited and has also been placed before the meetings of Stakeholders Relationship Committee and the Board of Directors every quarter.

#### A. Registrar & Share Transfer Agent:

Big Share Services Pvt. Ltd., Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093 Tel: 022-62638200, Fax No. 022-62638299, E-mail : [info@bigshareonline.com](mailto:info@bigshareonline.com) is the Registrar and Share Transfer Agent of the Company (R & T Agent). They deal with all matters pertaining to transfers, transmissions, sub divisions and consolidation of Company's securities and also correspondence for shares held in physical form. It may be noted that the request for demat of shares should be made by investors to their respective depository participants. There are no legal proceedings against the Company on any share transfer matters.

#### B. Distribution of Shareholding:

##### (I) Distribution of Shareholding as on 31st March 2026

| No. of Equity Shares | HOLDER(S)     |                   | HOLDER(S)     |              |
|----------------------|---------------|-------------------|---------------|--------------|
|                      | No. of Folios | % of total Folios | No. of Shares | % of holding |
| 1 to 500             | 1,972         | 98.36             | 82,906        | 12.99        |
| 501 to 1000          | 19            | 0.95              | 13,178        | 2.07         |
| 1001 to 2000         | 7             | 0.35              | 9,949         | 1.56         |
| 2001 to 3000         | 2             | 0.10              | 4,719         | 0.74         |
| 3001 to 4000         | -             | -                 | -             | -            |
| 4001 to 5000         | -             | -                 | -             | -            |
| 5001 to 10000        | 2             | 0.09              | 12,661        | 1.98         |
| 10001 & above        | 3             | 0.15              | 5,14,748      | 80.66        |
| Grand Total          | 2,005         | 100.00            | 6,38,161      | 100.00       |

##### ii. Shareholding pattern as on 31 March, 2026.

| Category of Share holders          | No of Shares held |          | Number of Share Holders | Percentage of Holding |
|------------------------------------|-------------------|----------|-------------------------|-----------------------|
|                                    | Electronic        | Physical |                         |                       |
| Promoter & Promoter Group          | 4,77,661          | -        | 1                       | 74.85                 |
| Financial Institutions / Banks     | -                 | 25       | 1                       | 0.01                  |
| Central & State Governments (IEPF) | 21,145            | --       | 1                       | 3.31                  |
| Bodies Corporate                   | 2,104             | 25       | 14                      | 0.00                  |
| Individuals                        | 1,12,496          | 13,388   | 1,828                   | 19.73                 |
| Hindu Undivided Family             | 5,078             | -        | 71                      | 0.79                  |
| Trusts                             | 50                | -        | 2                       | 0.01                  |
| NRI                                | 4,601             | 25       | 35                      | 0.72                  |
| Escrow Account                     | 25                | -        | 1                       | 0.01                  |
| Clearing Member                    | 1,538             | -        | 4                       | 0.24                  |
| GRAND TOTAL                        | 6,24,698          | 13,463   | 1,958                   | 100.00                |



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

### C. Dematerialization of Shares & Liquidity:

The Shares of the Company are compulsorily traded in DEMAT form at BSE Ltd. The Shares are available for dematerialization on both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

| Category of shares held | No. of Folios | % of total Folios | No. of Shares | % of holding |
|-------------------------|---------------|-------------------|---------------|--------------|
| In Physical Mode        | 303           | 15.11             | 13,463        | 2.10         |
| In Electronic Mode      | 1702          | 84.89             | 6,24,698      | 97.90        |

### D. Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely Impact on Equity:

The Company has not issued GDRs / ADRs / Warrants or any convertible instruments.

### E. Shares in respect of which dividend has not been claimed / en-cashed for seven consecutive years transferred to IEPF account :

During the Financial Year 2025-26, the Company has transferred 614 Equity Shares to IEPF Authority pertaining to shareholders who have not claimed / encashed dividend for 7 consecutive years since the Financial Year 2017-18.

### F. Plant Location: Plot No 15, Phase 1, Peenya Industrial Area, Bengaluru - 560 058.

### G. Address for Correspondence:

#### a) For transfer / dematerialization of Shares, change of address of members and other queries:

**Bigshare Services Pvt. Ltd.,**

Office No S6-2, 6th Floor, Pinnacle Business Park,

Next to Ahura Centre, Mahakali Caves Road,

Andheri (East) Mumbai – 400093

Tel: 022 – 62638200, Fax: 022 – 62638299

E mail : [info@bigshareonline.com](mailto:info@bigshareonline.com)

#### b) Any query relating to Dividend, Annual Reports etc.

Mr. Paresh M. Shukla,

Company Secretary

115-116, G.V.M.M. Estate, Odhav Road, Odhav,

Ahmedabad – 382415, Gujarat.

Phone No. 079-22901078

Email : [invest\\_grievance@welcaststeels.com](mailto:invest_grievance@welcaststeels.com)

### NON-MANDATORY REQUIREMENTS:

#### A) Chairman of the Board: Non-Executive Chairman heads the Board of the Company.

#### B) Shareholder Rights:

As the Quarterly, Half Yearly and Annual Results are published in leading newspapers having wide circulation, the same are not sent to the Shareholders of the Company individually.



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

### PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members of Welcast Steels Limited  
Ahmedabad

I have examined the compliance of conditions of Corporate Governance by Welcast Steels Limited having CIN: L27104GJ1972PLC085827 for the year ended 31 March, 2026, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In my opinion and to the best of my information and according to the explanations given to me, I certify that, the Company has complied with all the mandatory requirements of Corporate Governance as specified in Regulations 17 to 27, Sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V to the extent applicable to the Company, during the period covering financial year 2025-26.

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

Place: Bengaluru  
Date: 20 May, 2026

Syed Shahbudin  
Company Secretary in Practice  
Membership No: A4121  
Certificate of Practice No: 11932  
Peer Review Certificate No. 3387/2023  
UDIN: A004121H00412650

The above Corporate Governance Report was adopted by the Board of Directors at their Meeting held on 20 May, 2026.



## REPORT ON CORPORATE GOVERNANCE

(Contd..)

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI**  
**(Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To:

The Members of Welcast Steels Limited  
115-116, G.V.M.M. Estate,  
Odhav Road, Odhav,  
Ahmedabad – 382415

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Welcast Steels Limited having CIN: L27104GJ1972PLC085827 and having registered office at 115 - 116, G.V.M.M. Estate, Odhav Road, Odhav, Ahmedabad - 382415 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications [including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)] as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31 March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sl. No | Name of Director             | DIN      | Date of appointment in Company |
|--------|------------------------------|----------|--------------------------------|
| 1.     | Bhadresh Kantilal Shah       | 00058177 | 30 August, 2001                |
| 2.     | Sanjay Shaileshbhai Majmudar | 00091305 | 11 September, 2024             |
| 3.     | Rajan R. Harivallabhdas      | 00014265 | 02 September, 2024             |
| 4.     | Pradip Rasiklal Shah         | 00293396 | 11 September, 2024             |
| 5.     | Piyush B. Shah               | 00155760 | 02 September, 2024             |
| 6.     | Khushali Samip Solanki       | 07008918 | 15 April, 2015                 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company

Place: Bengaluru  
Date: 20 May, 2026

Syed Shahbudin  
Company Secretary in Practice  
Membership No: A4121  
Certificate of Practice No: 11932  
Peer Review Certificate No. 3387/2023  
UDIN: A004121H00412221

## **DECLARATION**

In compliance with Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Gangadurai M, Chief Executive Officer of the Company hereby declare on the basis of information furnished to me that all Board Members and Senior Managerial Personnel have affirmed in writing the Compliance of their respective Code of Conducts adopted by the Board for the Financial Year 2025-2026.

Place: Bengaluru  
Date: 20 May, 2026

**Gangadurai M**  
Chief Executive Officer

## **CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER CERTIFICATION**

To,  
The Board of Directors,  
WELCAST STEELS LIMITED,  
Ahmedabad

We, the undersigned, in our capacities as the Chief Executive Officer and Chief Finance Officer of Welcast Steels Limited ("the Company") to the best of our knowledge and belief certify that:

A



## REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

### REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

#### A. INDUSTRY OVERVIEW:

During the first half of the financial year under review, the company was engaged in the manufacture of high chrome grinding media balls sizes ranging from 40 mm to 125 mm in diameter, with alloy compositions containing 12% to 28% chromium.

These products are characterized by superior wear and corrosion resistance, together with adequate mechanical strength to withstand elevated operating temperatures without significant deterioration in their physical and chemical properties. Such characteristics are critical for grinding applications in the Cement, Mining and Thermal Power industries, where ores and other materials are reduced to fine particle sizes to facilitate the liberation and subsequent processing of valuable minerals.

The Company manufactured these products using the casting process.

However, with effect from 15 December 2025, the Company discontinued manufacturing operations at its only plant located in Bengaluru, which was subsequently shut down. The Factory License and sanctioned power facilities were also surrendered. During the year, substantially the entire workforce was retrenched, with only eight employees being retained to carry out post-closure activities and to ensure compliance with statutory and regulatory requirements.

At present, the Company has no plans to restart operations in foreseeable future.

#### B. SEGMENT WISE PERFORMANCE:

The Company primarily operates in only one segment i.e. manufacturing of High Chrome Grinding Media Balls.

#### C. CAPEX PLAN:

There are no capex plan as the Company has closed down its all business activities.

#### D. RISKS AND CONCERNS:

As the Company has permanently closed down its business operations, there are no major Risks and Concerns relating to business activities.

#### E. INTERNAL CONTROL SYSTEMS AND ADEQUACY:

The Company's Internal Control Systems are commensurate with the size and nature of its operations, aimed at achieving efficiency in operations, optimum utilisation of resources, reliable financial reporting and compliances with all applicable laws and regulations. The system also provide reasonable assurance that all assets are safeguarded, transactions are authorized, recorded & reported properly. The internal control system has been designed so as to ensure that the financial and other records are reliable and reflects a true and fair view of the state of the Company's business. A qualified and independent Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of internal control systems and suggests improvements for strengthening them. Similarly, the Internal Auditors Talati and Talati LLP, Chartered Accountants are also monitoring the Internal Control Systems. It carries out extensive internal audit throughout the year across all functional areas and submits reports to Management and Audit Committee. The recommendations from such internal audit and follow up actions for improvements of the business processes and controls are also periodically reviewed and monitored by the Audit Committee.

#### F. FINANCIAL PERFORMANCE REVIEW:

An analysis of financial performance of the Company is given below:

- Production

The production achieved is as under.

| Product                          | (Qty. in M. T.) |                |
|----------------------------------|-----------------|----------------|
|                                  | F.Y. 2025-2026  | F.Y. 2024-2025 |
| High Chrome Grinding Media Balls | 5,524           | 9,539          |

- Sales Turnover

The comparative position of sales turnover achieved by the Company is as under:

(₹ in Lakhs)

### Key Performance Indicators

An analysis of the key indicators as percentage to Revenue is given below:

(₹ in Lakhs)

| Particulars                                             | FY |
|---------------------------------------------------------|----|
| Revenue from Operations (Net)                           |    |
| Cost of Materials Consumed (including Trading Purchase) |    |
| Employee Benefits Expense                               |    |
| Other Expenses                                          |    |
| EBIDTA                                                  |    |
| Finance Costs                                           |    |
| Depreciation & Amortization Expenses                    |    |
| Profit/(Loss) before Exceptional Items and Tax          |    |
| Exceptional Items                                       |    |
| Profit before Tax                                       |    |
| Tax Expenses                                            |    |
| Profit/(Loss) for the period after tax                  |    |

### G. INDUSTRIAL RELATIONS AND HUMAN RESOURCE MANAGEMENT:

Consequent to the shutdown of the Company's only manufacturing plant in Bengaluru, the Company undertook a retrenchment process in accordance with applicable labour laws, while retaining eight employees whose services are essential for post-closure activities and statutory compliance. Closure compensation amounting to ₹328.19 lakhs was recognised and fully settled during the year and has been disclosed as an exceptional item in the Statement of Profit and Loss.

### H. DETAILS OF SIGNIFICANT CHANGES IN THE KEY FINANCIAL RATIOS & RETURN ON NET WORTH

Pursuant to amendment made in Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 details of significant changes (i.e change of 25% or more as compared to the immediately previous Financial Year) in Key Financial Ratios and any changes in Return on Net Worth of the Company including explanations thereon are given below:



## REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

(Contd..)

|   |                             |          |         |          |         |                                                                                                            |
|---|-----------------------------|----------|---------|----------|---------|------------------------------------------------------------------------------------------------------------|
| 6 | Operating Profit Margin (%) | (7.95)   | (2.25)  | (5.70)   | 253.37  | Reduction in operation of plant and increased fixed overheads and employees retrenchment related payments. |
| 7 | Net Profit Margin (%)       | (11.57)  | (0.40%) | (11.17%) | 2792.32 |                                                                                                            |
| 8 | Return on Net Worth (%)     | (15.41%) | (1.08%) | (14.33%) | 1327.19 |                                                                                                            |

### I. CAUTIONARY STATEMENT:

Statements made in the Management Discussion & Analysis describing the Company's objectives, projections, estimates, expectations may be "Forward-looking statements" within the meaning of applicable Securities, laws & regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand supply and price conditions in the domestic & overseas markets in which the Company operates, changes in the government regulations, tax laws & other statutes & other incidental factors. None of the Senior Management personnel have Financial and Commercial transactions with the Company, where they have personal interest that would / could emerge as potential conflict with the interest of the Company at large.



## INDEPENDENT AUDITOR'S REPORT

To,  
The Members of  
WELCAST STEELS LIMITED  
Ahmedabad.

### Report on the audit of financial statements

#### Opinion

We have audited the accompanying financial statements of WELCAST STEELS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (herein after referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid IND AS financial statements give a true and fair view in conformity with the accounting principles generally accepted in India with reference to other than going concern basis of accounting of the state of affairs of the Company as at March 31, 2026, and its LOSS, other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Emphasis of Matter:

1. Attention is invited to note no 2 of the Financial Statements regarding the management's decision to permanently close its only factory located at plot No.15, Phase 1, Peenya Industrial Area, Bangalore - 560058 with effect from the close of business hours on 15th December 2025. Following the cessation of manufacturing activities, the Factory Licence and sanctioned power facilities were also surrendered. Currently, the Company has no plans to recommence operations in the foreseeable future. Since labour disputes are pending before various courts and other judicial forums, management intends to maintain the status quo. Accordingly, financial statements have not been prepared on a 'going concern' concept. All the non-financial assets have been recognised at lower of carrying value and fair value less cost to sell. All financial assets continue to be recognised at fair value or amortized cost adjusted for any loss allowances. All liabilities are assumed at expected settlement values.
2. Attention is invited to:
  - a. Note No 35 of the Financial Statements that no adjustments are carried out for contingent liabilities which are considered by the management as not probable.
  - b. Note No 33 of the Financial statements that the Company has not recognised deferred tax assets on deductible temporary differences, unabsorbed depreciation, and carried forward business losses, as it is not probable that future taxable profits will be available against which such deferred tax assets can be utilised. Any deferred tax assets previously recognised have been written back in the current year.

Our opinion is not modified in respect of the above matters.



## INDEPENDENT AUDITOR'S REPORT

### Key audit matters

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

| Sr. No. | Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.      | <p>The Company closed its only manufacturing unit during the year. the Board of Directors are in the process of deciding the future course of the Company's activity</p> <p>Consequent to the foregoing, management has concluded that the going concern basis of accounting is no longer appropriate and has prepared the financial statements on a non-going concern basis.</p> <p>The preparation of financial statements on a non-going concern basis involves significant management judgment in respect of:</p> <ul style="list-style-type: none"> <li>• Revaluation / write-down of assets to their net realisable values (particularly property, plant &amp; equipment, inventories and trade receivables);</li> <li>• Recognition of liabilities that may crystallise upon cessation, including employee obligations, lease termination costs, and contingent liabilities;</li> <li>• Adequacy and completeness of disclosures made in the financial statements regarding the basis of preparation.</li> </ul> <p>Given the pervasive impact on the financial statements and the extent of judgment involved, we have considered this to be a key audit matter.</p> <p>Refer: Note 2 of the Financial Statements</p> | <p>Our audit procedures included the following:</p> <p><b>Assessment of management's conclusion on basis of preparation</b></p> <ul style="list-style-type: none"> <li>• Obtained and reviewed the Board resolution confirming closure of the only manufacturing unit and the absence of any future plans;</li> <li>• Evaluated management's assessment of whether the non-going concern basis of accounting is appropriate in the circumstances;</li> <li>• Assessed whether the non-going concern basis has been consistently and correctly applied throughout the financial statements.</li> </ul> <p><b>Asset revaluation / write-down</b></p> <ul style="list-style-type: none"> <li>• Evaluated the appropriateness of net realisable values assigned to PPE, Reviewed valuations made by independent valuers,</li> <li>• Evaluated the appropriateness of net realizable values assigned to inventories and receivables;</li> </ul> <p><b>Completeness of liabilities</b></p> <ul style="list-style-type: none"> <li>• Reviewed contracts, leases, and employee agreements to assess completeness of liabilities recognised for closure of the factory;</li> <li>• Evaluated adequacy of provisions for legal, regulatory and employee-related obligations arising from cessation.</li> </ul> <p><b>Disclosures</b></p> <ul style="list-style-type: none"> <li>• Assessed whether the disclosures in the financial statements adequately describe the basis of preparation and the significant judgments and uncertainties involved, in compliance with applicable financial reporting standards.</li> </ul> |
| 2.      | <p>Evaluation of Contingent Liabilities. Refer Notes: 35 of the Financial Statements</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <p>We held discussions with senior management to obtain an understanding of the factors considered by management in classification of the matter as 'probable', 'possible' and 'remote'.</p> <p>We understood the process, evaluated the design and implementation of controls and tested the operating effectiveness of the company's controls over recording</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |



## INDEPENDENT AUDITOR'S REPORT

|  |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|--|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|  |  | <p>and reassessment of uncertain legal position, claims and contingent liabilities.</p> <p>For those matters where management concluded that no provision should be recorded, we also considered the adequacy and completeness of the company's disclosures made in relation to contingent liabilities.</p> <p>We have gone through</p> <ol style="list-style-type: none"> <li>the minutes of the Board of directors and management judgements</li> <li>representations made by the company to the concerned authorities,</li> <li>pronouncements made by appellate authorities/ judiciary,</li> <li>other related correspondence on the issues raised by the concerned authorities and considered the legal opinion/views of the legal counsel</li> </ol> <p>in order to corroborate management's conclusions and assessed the probability of the contingency.</p> |
|--|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

### Information other than the financial statements and auditors report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board Report and Corporate Governance Report, but does not include the financial statement and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### Management's responsibilities for the financial statements

The Company's Board of Directors is responsible for matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and the cash flows of the Company in accordance with the IND AS and other accounting principles generally accepted in India. 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.

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



## AUDITOR'S REPORT

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

### **Auditor's responsibilities for the audit of the financial statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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



## AUDITOR'S REPORT

(Contd..)

### Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of sub-section (11) of section 143 of the Act and in terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of our audit and to the best of our knowledge and belief, we state below on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

I. (a) (1) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment (PPE).

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

(b) The Company has a regular program of physical verification of its PPE by which all PPE are verified every year. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The title deeds of immovable properties are held in the name of the company.

(d) The company has not revalued its Property, Plant and Equipment or intangible assets hence the reporting if the revaluation is based on the valuation of registered valuer and specifying of changes of more than 10% or more in the aggregate value of each class of PPE as per clause 3(i)(d) of the Order does not arise. However, as the company prepared its financial statements on a non going concern basis, net realizable values of PPE are evaluated in order to carry the same at fair values less costs to sell and carrying values. (Refer Accounting Policy Note 2)

(e) No proceedings have been 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. Hence the reporting on disclosure of such transactions in the financial statements as per clause 3 (i)(e) of the Order does not arise.

(ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The coverage and procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business and volume of operations. The discrepancies noticed on verification between the physical stocks and the book records were excess physical stock by 10% or more in the aggregate in respect of Raw Materials and Work-in-progress and the same have been properly dealt with in the books of account.

(b) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Hence reporting on quarterly returns or statements filed by the company with banks or financial statements is not applicable for the Company.

(iii) During the year the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, except Interest free unsecured loans/advances in the nature of loans to employees where recoveries are regular as per stipulations, hence the reporting of aggregate amount during the year and balance outstanding of such loan/ advances/ guarantee/ security and the question of schedule of repayment of interest and principal, recovery of principal and interest on regular basis and steps for recovery of overdue amount for more than 90 days, loan or advance being renewed or extended or fresh loans granted to settle overdue of existing parties; loan or advance granted either repayable on demand or without specifying any terms or period of repayment as per clause 3 (iii) of the Order does not arise. According to the information and explanation given to us the investments made by the company during the year are not prejudicial to the company's interest.

**AUDITOR'S REPORT****(Contd..)**

- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Section 186 of the Act in respect of investments made during the year. The company has not given any loans, nor given guarantees, and/or security to any party attracting the provisions of sections 185 and 186 of the Act.
- (v) The company has not accepted any deposits from the public, hence the question of compliance with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 and other relevant provisions of the Act and the rules framed there under as per clause 3 (v) of the Order does not arise.
- (vi) We have broadly reviewed the books of accounts relating to materials, Labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii)(a) According to the records of the Company, the company is regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods & Services Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues to the extent applicable to it.
- (b) Based on the books of accounts verified by us, there are no undisputed amounts payable in respect of Statutory dues referred in clause (a) above which have remained outstanding as at 31st March 2026 for a period of more than six months from the date they became payable except as stated below:

| Name of the Statute                   | Nature of due           | Amount (Rs. in Lakhs) | Period to which the amount relates to | Due Date                                   | Remarks                                               |
|---------------------------------------|-------------------------|-----------------------|---------------------------------------|--------------------------------------------|-------------------------------------------------------|
| Central Goods & Service Tax Act, 2017 | GST along with interest | 10.33                 | April 2018 to March 2019              | Various dates from May 2018 to April, 2019 | Reply given to show cause Notice, but provision made. |

- (c) According to the information and explanations given to us there are no statutory dues referred in clause (a) above as at the year end, which have not been deposited on account of any dispute except as stated below:

| Sl No | Statute                               | Nature of Liabilities | Amount in dispute including interest (₹ in Lakhs) | Period to which amount relates | Forum where Dispute pending            | Remarks                          |
|-------|---------------------------------------|-----------------------|---------------------------------------------------|--------------------------------|----------------------------------------|----------------------------------|
| 1     | Central Goods & Service Tax Act, 2017 | Goods & Service Tax   | 11.84                                             | July 2017 to March 2018        | Commissioner of GST (Appeals)          | Paid under protest Rs.0.51 Lakhs |
| 2     | Central Goods & Service Tax Act, 2017 | Goods & Service Tax   | 51.95                                             | April 2019 to March 2023       | Company is in process of filing Appeal | Paid under protest               |

- (viii) According to the information and explanations given to us and on an overall examination of the financial statements, there are no transactions not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence the reporting whether the previously unrecorded income has been properly recorded in books of account during the year as per clause 3(viii) of the Order does not arise



## AUDITOR'S REPORT

(Contd..)

- (ix) (a) In our opinion the Company has not borrowed any loans and consequently the question of default in repayment does not arise.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or other Lender.
- (c) The Company has not borrowed any term loans and consequently the question of application of such loans for the purpose for which they were obtained as per clause 3(ix)(c) of the Order does not arise.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us, and on an overall examination of the financial statements of the Company, we report that the Company does not have any subsidiaries or joint ventures or associates. Hence the question of the company raising funds from any entity or person on account of or to meet the obligations of its subsidiaries, Joint Ventures or associates does not arise.
- (f) According to the information and explanations given to us, and procedures performed by us, as the Company do not have any subsidiaries or joint ventures or associates, the question of raising funds on the pledge of securities held in its subsidiaries, joint ventures or associates does not arise.
- (x) (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments), hence the question of application of moneys raised by way of initial public offer, further public offer during the year for the purpose for which they were raised does not arise. Therefore, the provisions of clause 3(x) (a) of the Order are not applicable.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures during the year hence the requirement of compliance with the provisions of Section 42 and section 62 of the Act and utilization of amounts so raised for purpose for which the funds were raised as per clause 3 (x) (b) of the order does not arise.
- (xi) a. To the best of our knowledge and according to the information and explanations given to us, no fraud by the company or on the company has been noticed or reported during the year  
  
To the best of our knowledge and according to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the cost / Secretarial Auditors or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- b. As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) (a) to (c) of the Order are not applicable to the Company.
- (xiii) In our opinion, the company has complied with the provisions of Sections 177 and 188 of the Act and disclosed such transactions in the Financial Statements etc., as required by applicable Indian Accounting Standards in respect of transactions entered into with related parties.
- (xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date, for the period under audit.



## AUDITOR'S REPORT

(Contd..)

- (xv) In our opinion the Company has not entered into any non-cash transactions with directors or persons connected with them; hence the requirement of compliance to provisions of Section 192 of the Act as per clause 3 (xv) of the Order does not arise.
- (xvi) (a) The company is not required to be registered under Sec 45-IA of the Reserve Bank of India Act, 1934, hence the requirements of clause 3 (xvi) of the Order does not arise.
- (b) The Company has not conducted any non-banking financial or housing finance activities without a valid certificate of Registration (COR) from the Reserve Bank of India as per Reserve Bank of India Act, 1934
- (c) The Company is not a core investment company (CIC) as defined in the regulations made by the Reserve Bank of India . Hence the reporting of whether the company continues to fulfill the criteria of CIC and in case the companies exempted or unregistered CIC and if it continues to fulfill such criteria as per clause 3 (xvi) (c) of the order does not arise.
- (d) The Company has no CIC hence the requirements of Clause 3 (xvi) (d) of the Order does not arise
- (xvii) The Company has incurred cash loss of ₹ 468.20 lakhs during the year but has not incurred cash loss in the immediately preceding financial year.
- (xviii) There has been no resignation of the Company's statutory auditors during the year hence, Clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing as at the date of the balance sheet and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither given any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In relation to Corporate Social Responsibility expenditure:
- (a) The company is not required to transfer any amount remaining unspent in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Companies Act, 2013.
- (b) The company does not have any ongoing projects and hence is not required to transfer unspent amount to special account in compliance with the second proviso to sub-section (6) of Section 135 of the Act.
- (xxi) 1. The accounts reported being standalone financials, requirements of the provision of Clause 3(xxi) of the Order is not 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 purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.



## AUDITOR'S REPORT

(Contd..)

- (e) On the basis of the written representations received from the directors, as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, company has not paid any managerial remuneration other than directors' sitting fees, for attending board and committee meetings during the year and such remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act, and
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements- Refer Note No. 35 to the financial statements.
  - ii. As explained to us, the Company does not foresee any loss on long-term contracts entered in to. The company has not entered into any derivative contracts. In view of the above the question of making provision does not arise.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (a) The management has represented that, to the best of its 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;
  - (b) 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on such audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- (v) The company has not declared or paid during the year dividend during the year hence the question of compliance with section 123 of the Act does not arise.

**AUDITOR'S REPORT****(Contd..)**

- (vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention. Refer note 45(B) to the financial statement.

For DAGLIYA & CO.  
CHARTERED ACCOUNTANTS  
FIRM REG NO:-000671S

UDIN:26016444DOFIRZ9414  
Place: Bengaluru  
Date: 20 May, 2026

P MANOHARA GUPTA  
PARTNER  
MEMBERSHIP NO.016444



## AUDITOR'S REPORT

(Contd..)

### ANNEXURE-"A" TO THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIALS STATEMENTS OF WELCAST STEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in Paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

##### Opinion

We have audited the internal financial controls over financial reporting of Welcast Steels limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

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

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial control 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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

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

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

**Meaning of Internal Financial Controls Over Financial Reporting**

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

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

**Inherent Limitations of Internal Financial Controls Over Financial reporting**

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

For DAGLIYA & CO.  
CHARTERED ACCOUNTANTS  
FIRM REG NO:-000671S

UDIN:26016444DOFIRZ9414  
Place: Bengaluru  
Date: 20 May, 2026

P MANOHARA GUPTA  
PARTNER  
MEMBERSHIP NO.016444



## Balance Sheet As at 31 March, 2026

(₹ In Lakhs)

| Particulars                                                                         | Note | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-------------------------------------------------------------------------------------|------|-------------------------|-------------------------|
| <b>ASSETS</b>                                                                       |      |                         |                         |
| <b>Non-current assets</b>                                                           |      |                         |                         |
| (a) Property, plant and equipment                                                   | 4    | 326.73                  | 388.20                  |
| (b) Capital work-in-progress                                                        |      | -                       | -                       |
| (c) Intangible assets                                                               | 5    | -                       | 0.10                    |
| (d) Financial assets                                                                |      |                         |                         |
| (i) Loans                                                                           | 6    | -                       | 5.29                    |
| (ii) Other financial assets                                                         | 7    | 18.30                   | 274.80                  |
| (e) Deferred tax assets (net)                                                       | 33b  | -                       | 68.94                   |
| (f) Other non-current assets                                                        |      | -                       | -                       |
| <b>Total non-current assets</b>                                                     |      | <b>345.03</b>           | <b>737.33</b>           |
| <b>Current assets</b>                                                               |      |                         |                         |
| (a) Inventories                                                                     | 8    | 407.67                  | 1,048.15                |
| (b) Financial assets                                                                |      |                         |                         |
| (i) Investments                                                                     | 9    | 2,381.00                | 1,680.72                |
| (ii) Trade receivables                                                              | 10   | -                       | 825.03                  |
| (iii) Cash and cash equivalents                                                     | 11   | 77.01                   | 244.86                  |
| (iv) Bank balances other than (iii) above                                           | 12   | 0.93                    | 51.83                   |
| (v) Loans                                                                           | 13   | 0.72                    | 7.06                    |
| (vi) Other financial assets                                                         | 14   | 276.22                  | 44.37                   |
| (c) Other tax assets (net)                                                          | 15   | 59.19                   | 21.97                   |
| (d) Other current assets                                                            | 16   | 12.28                   | 106.44                  |
| <b>Total current assets</b>                                                         |      | <b>3,215.02</b>         | <b>4,030.43</b>         |
| <b>Total assets</b>                                                                 |      | <b>3,560.05</b>         | <b>4,767.76</b>         |
| <b>EQUITY AND LIABILITIES</b>                                                       |      |                         |                         |
| <b>Equity</b>                                                                       |      |                         |                         |
| (a) Equity share capital                                                            | 17   | 63.84                   | 63.84                   |
| (b) Other equity                                                                    | 18   | 3,378.11                | 3,908.61                |
| <b>Total equity</b>                                                                 |      | <b>3,441.95</b>         | <b>3,972.45</b>         |
| <b>Liabilities</b>                                                                  |      |                         |                         |
| <b>Non-current liabilities</b>                                                      |      |                         |                         |
| Provisions                                                                          | 19   | -                       | 49.89                   |
| <b>Total non-current liabilities</b>                                                |      | <b>-</b>                | <b>49.89</b>            |
| <b>Current liabilities</b>                                                          |      |                         |                         |
| (a) Financial liabilities                                                           | 20   |                         |                         |
| (i) Trade payables -<br>Total outstanding dues of micro and small enterprises (MSE) |      | <b>6.08</b>             | 85.85                   |
| Creditors other than MSE                                                            |      | <b>16.08</b>            | 429.60                  |
| (ii) Other financial liabilities                                                    | 21   | <b>36.77</b>            | 90.56                   |
| (b) Other current liabilities                                                       | 22   | <b>35.22</b>            | 87.11                   |
| (c) Provisions                                                                      | 23   | <b>23.95</b>            | 52.30                   |
| (d) Current tax liabilities (net)                                                   |      | -                       | -                       |
| <b>Total current liabilities</b>                                                    |      | <b>118.10</b>           | <b>745.42</b>           |
| <b>Total liabilities</b>                                                            |      | <b>118.10</b>           | <b>795.31</b>           |
| <b>Total equity and liabilities</b>                                                 |      | <b>3,560.05</b>         | <b>4,767.76</b>         |
| <b>The accompanying notes are integral part of these financial statements 2-47</b>  |      |                         |                         |

As per our Report of even date attached  
for **DAGLIYA & CO**  
Chartered Accountants  
(Firm registration No. 000671S)

**P. MANOHARA GUPTA**  
Partner  
Membership No 16444  
UDIN:26016444DOFIRZ9414

**GANGADURAI M.**  
Chief Executive Officer

Place: Bengaluru  
Date: 20 May, 2026

**For and on behalf of the Board of Directors**  
**Welcast Steels Limited**  
CIN: L27104GJ1972PLC085827

**RAJAN HARIVALLABHDAS**  
Chairman  
DIN: 00014265

**VIREN K. THAKKAR**  
Chief Financial Officer

Place: Ahmedabad  
Date: 20 May, 2026

**BHADRESH K. SHAH**  
Director  
DIN 00058177

**PARESH M. SHUKLA**  
Company Secretary  
ACS: 20815

Place: Ahmedabad  
Date: 20 May, 2026



## Statement of Profit & Loss for the year ended 31 March, 2026

(₹ in Lakhs)

| Particulars                                                                                                             | Note   | For the year ended 31 March, 2026 | For the year ended 31 March, 2025 |
|-------------------------------------------------------------------------------------------------------------------------|--------|-----------------------------------|-----------------------------------|
| <b>INCOME</b>                                                                                                           |        |                                   |                                   |
| Revenue from operations                                                                                                 | 24     | <b>4,897.35</b>                   | 8,450.30                          |
| Other income                                                                                                            | 25     | <b>198.69</b>                     | 168.77                            |
| <b>Total income</b>                                                                                                     |        | <b>5,096.04</b>                   | 8,619.07                          |
| <b>EXPENSES</b>                                                                                                         |        |                                   |                                   |
| Cost of materials consumed                                                                                              | 26     | <b>2,580.48</b>                   | 5,109.37                          |
| Changes in inventories of finished goods and work-in-progress                                                           | 27     | <b>333.79</b>                     | 124.39                            |
| Employee benefits expense                                                                                               | 28     | <b>706.87</b>                     | 903.00                            |
| Finance costs                                                                                                           | 29     | <b>7.18</b>                       | 7.01                              |
| Depreciation and amortization expense                                                                                   | 30     | <b>62.02</b>                      | 78.95                             |
| Other expenses                                                                                                          | 31     | <b>1,565.00</b>                   | 2,431.70                          |
| <b>Total expenses</b>                                                                                                   |        | <b>5,255.34</b>                   | 8,654.42                          |
| <b>Profit / (Loss) before exceptional items and tax</b>                                                                 |        | <b>(159.30)</b>                   | (35.35)                           |
| <b>Exceptional items - expenses</b>                                                                                     | 32     | <b>328.19</b>                     | -                                 |
| <b>Profit / (Loss) before tax</b>                                                                                       |        | <b>(487.49)</b>                   | (35.35)                           |
| <b>Tax expense</b>                                                                                                      | 33     |                                   |                                   |
| Current tax                                                                                                             |        | -                                 | 26.21                             |
| Deferred tax                                                                                                            |        | <b>68.94</b>                      | (32.35)                           |
| Short / (Excess) provision for tax of earlier years                                                                     |        | <b>(26.21)</b>                    | 4.53                              |
| <b>Total tax expenses</b>                                                                                               |        | <b>42.73</b>                      | (1.61)                            |
| <b>Profit / (Loss) for the year</b>                                                                                     |        | <b>(530.22)</b>                   | (33.74)                           |
| <b>Other Comprehensive Income</b>                                                                                       |        |                                   |                                   |
| A. Items that will not be reclassified to statement of profit and loss                                                  |        |                                   |                                   |
| (i) Remeasurement of defined employee benefit plan                                                                      | 37(iv) | <b>(0.28)</b>                     | (12.24)                           |
| (ii) Income tax relating to items that will not be reclassified to statement of profit and loss account                 |        | -                                 | 3.08                              |
| <b>Other comprehensive income/(loss) for the year (net of tax)</b>                                                      |        | <b>(0.28)</b>                     | (9.16)                            |
| <b>Total comprehensive income for the year (comprising profit / (loss) and other comprehensive income for the year)</b> |        | <b>(530.50)</b>                   | (42.90)                           |
| <b>Earnings per equity share - Equity share of par value ₹ 10/- each</b>                                                |        |                                   |                                   |
| Basic and diluted                                                                                                       | 34     | <b>(83.09)</b>                    | (5.29)                            |
| The accompanying notes are integral part of these financial statements                                                  | 2-47   |                                   |                                   |

As per our Report of even date attached for **DAGLIYA & CO**  
Chartered Accountants  
(Firm registration No. 000671S)

**P. MANOHARA GUPTA**  
Partner  
Membership No 16444  
UDIN:26016444DOFIRZ9414  
**GANGADURAI M.**  
Chief Executive Officer

Place: Bengaluru  
Date: 20 May, 2026

**For and on behalf of the Board of Directors**  
**Welcast Steels Limited**  
CIN: L27104GJ1972PLC085827

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Place: Ahmedabad  
Date: 20 May, 2026

**BHADRESH K. SHAH**  
Director  
DIN 00058177

**PARESH M SHUKLA**  
Company Secretary  
ACS: 20815

Place: Ahmedabad  
Date: 20 May, 2026



## Statement of changes in equity for the year ended 31 March, 2026

### A. Equity share capital

(₹ in Lakhs)

| Particulars                                     | As at 31 March, 2026 | As at 31 March, 2025 |
|-------------------------------------------------|----------------------|----------------------|
| Balance at the beginning of the reporting year  | 63.84                | 63.84                |
| Changes in equity share capital during the year | -                    | -                    |
| Balance at the end of the reporting year        | 63.84                | 63.84                |

### B. Other equity

(₹ in Lakhs)

| Particulars                            | Reserves and Surplus       |                 |                   | Other Comprehensive Income            | Total    |
|----------------------------------------|----------------------------|-----------------|-------------------|---------------------------------------|----------|
|                                        | Securities premium reserve | General reserve | Retained earnings | Remeasurement of defined benefit plan |          |
| Balance as at 1 April 2024             | 47.79                      | 371.86          | 3,547.81          | -                                     | 3,967.46 |
| Profit / (Loss) for the year           | -                          | -               | (33.74)           | -                                     | (33.74)  |
| Dividend paid on equity shares         | -                          | -               | (15.95)           | -                                     | (15.95)  |
| Recognized during the year             | -                          | -               | -                 | (9.16)                                | (9.16)   |
| Transferred to retained earnings       | -                          | -               | (9.16)            | 9.16                                  | -        |
| Re-measurement of defined benefit plan | -                          | -               | -                 | -                                     | -        |
| Balance as at 31 March 2025            | 47.79                      | 371.86          | 3,488.96          | -                                     | 3,908.61 |
| Profit / (Loss) for the year           | -                          | -               | (530.22)          | -                                     | (530.22) |
| Dividend paid on equity shares         | -                          | -               | -                 | -                                     | -        |
| Re-measurement of defined benefit plan | -                          | -               | -                 | -                                     | -        |
| Recognized during the year             | -                          | -               | -                 | (0.28)                                | (0.28)   |
| Transferred to retained earnings       | -                          | -               | (0.28)            | 0.28                                  | -        |
| Balance as at 31 March 2026            | 47.79                      | 371.86          | 2,958.46          | -                                     | 3,378.11 |

#### Nature and purpose of reserves:

(a) Securities premium reserve: The amount received in excess of face value of the equity shares is recognized in Securities premium reserve.

(b) General reserve: The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes.

(c) Retained earnings: Retained earnings are the profits that the Company has earned till date, less any transfer to general reserve, dividends or other distributions to shareholders.

The accompanying notes are integral part of these financial statements 2-47

As per our Report of even date attached for **DAGLIYA & CO**  
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Company Secretary  
ACS: 20815

Place: Ahmedabad  
Date: 20 May, 2026



## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2026

(₹ in Lakhs)

| Particulars                                                                                              | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|----------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. Cash flows from operating activities</b>                                                           |                                      |                                      |
| Profit / (Loss) before exceptional items                                                                 | (159.30)                             | (35.35)                              |
| Exceptional Items                                                                                        | (328.19)                             | -                                    |
| Profit / (Loss) before tax                                                                               | (487.49)                             | (35.35)                              |
| <b>Adjustments for:</b>                                                                                  |                                      |                                      |
| Interest Income                                                                                          | (63.60)                              | (38.63)                              |
| (Profit)/Loss on fair valuation of current investments                                                   | (125.64)                             | (65.76)                              |
| (Profit) on sale of Investments                                                                          | (6.75)                               | (50.83)                              |
| (Gain) on disposal of property, plant and equipment                                                      | (2.70)                               | (5.22)                               |
| Depreciation and amortization                                                                            | 62.02                                | 78.95                                |
| Liabilities /provision no longer required written back                                                   | -                                    | (8.33)                               |
| Finance cost                                                                                             | 7.18                                 | 7.01                                 |
| <b>Cash generated from operations before working capital changes:</b>                                    | <b>(616.98)</b>                      | <b>(118.16)</b>                      |
| <b>Changes in working capital</b>                                                                        |                                      |                                      |
| (Increase) / Decrease in trade receivable                                                                | 825.03                               | (109.43)                             |
| (Increase) / Decrease in loans                                                                           | 11.63                                | (4.78)                               |
| (Increase) / Decrease in inventories                                                                     | 640.48                               | 170.10                               |
| (Increase) / Decrease in other financial assets                                                          | 256.79                               | (34.34)                              |
| (Increase) / Decrease in other current assets                                                            | (137.69)                             | (64.49)                              |
| Increase / (Decrease) in provisions                                                                      | (78.52)                              | 18.68                                |
| Increase / (Decrease) in trade payables                                                                  | (493.22)                             | (215.56)                             |
| Increase / (Decrease) in other current liabilities                                                       | (112.53)                             | 56.16                                |
| <b>Cash generated from operations</b>                                                                    | <b>294.99</b>                        | <b>(301.82)</b>                      |
| Income taxes paid (net of refund received) *                                                             | (11.01)                              | (72.65)                              |
| <b>Net cash generated by operating activities ( A)</b>                                                   | <b>283.98</b>                        | <b>(374.47)</b>                      |
| <b>B. Cash flows from investing activities</b>                                                           |                                      |                                      |
| Acquisition of property, plant and equipment, CWIP & other intangibles                                   | (1.58)                               | (50.61)                              |
| Proceeds from sale of property, plant & equipment                                                        | 3.76                                 | 6.42                                 |
| Redemption/(Purchase) of investments (net)                                                               | (567.89)                             | 300.44                               |
| Redemption /(Investment) in Fixed deposits with bank (net)                                               | 50.61                                | (11.94)                              |
| Interest income                                                                                          | 63.60                                | 38.63                                |
| <b>Net cash (used in) / generated from investing activities ( B)</b>                                     | <b>(451.50)</b>                      | <b>282.94</b>                        |
| <b>C .Cash flows from financing activities</b>                                                           |                                      |                                      |
| Proceeds from / (Repayment) of current borrowings                                                        | -                                    | -                                    |
| Increase / (Decrease) in non- current borrowings                                                         | -                                    | -                                    |
| Finance cost                                                                                             | -                                    | (4.84)                               |
| Dividend paid                                                                                            | (0.33)                               | (16.23)                              |
| <b>Net cash (used in) / generated from financing activities ( C)</b>                                     | <b>(0.33)</b>                        | <b>(21.07)</b>                       |
| <b>Net increase / ( Decrease ) in cash and cash equivalents (A+B+C)</b>                                  | <b>(167.85)</b>                      | <b>(112.60)</b>                      |
| <b>Add: Cash and cash equivalents at the beginning of the year</b>                                       | <b>244.86</b>                        | <b>357.46</b>                        |
| <b>Cash and cash equivalents at the end of the year</b>                                                  | <b>77.01</b>                         | <b>244.86</b>                        |
| <b>Reconciliation of cash and cash equivalents with the Balance Sheet:</b>                               |                                      |                                      |
| <b>Cash and cash equivalents at the end of the year (Note 11)</b>                                        |                                      |                                      |
| (a) Cash on Hand                                                                                         | 2.17                                 | 1.29                                 |
| (b) Balance with bank - In Current Accounts                                                              | 36.88                                | 243.57                               |
| (c) Balances with bank in fixed deposit accounts -maturity less than 3 months from the date of reporting | 37.96                                | -                                    |
| <b>Total</b>                                                                                             | <b>77.01</b>                         | <b>244.86</b>                        |



## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2026

| Movement in financial liabilities and financial assets arising from financial activities.                                                  |                             |                                                                                     |              |
|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|-------------------------------------------------------------------------------------|--------------|
| Particulars                                                                                                                                | Dividend paid including tax | Current and Non-current borrowings (including current maturities of long-term debt) | Finance Cost |
| Balance as at 1 April, 2024                                                                                                                | -                           | -                                                                                   | -            |
| Proceeds from borrowings                                                                                                                   | -                           | -                                                                                   | -            |
| Dividend paid (Note No 18)                                                                                                                 | (15.95)                     | -                                                                                   | -            |
| Repayment of borrowings                                                                                                                    | -                           | -                                                                                   | -            |
| Interest Paid During the year                                                                                                              | -                           | -                                                                                   | (4.84)       |
| Net movement during the year                                                                                                               | (15.95)                     | -                                                                                   | (4.84)       |
| Charge to statement of profit and loss                                                                                                     | -                           | -                                                                                   | 4.84         |
| Balance as at 1 April, 2025                                                                                                                | -                           | -                                                                                   | -            |
| Proceeds from borrowings                                                                                                                   | -                           | -                                                                                   | -            |
| Dividend paid (Note No 18)                                                                                                                 | -                           | -                                                                                   | -            |
| Repayment of borrowings                                                                                                                    | -                           | -                                                                                   | -            |
| Interest Paid During the year                                                                                                              | -                           | -                                                                                   | -            |
| Net movement during the year                                                                                                               | -                           | -                                                                                   | -            |
| Charge to statement of profit and loss                                                                                                     | -                           | -                                                                                   | -            |
| Balance as at 31 March 2026                                                                                                                | -                           | -                                                                                   | -            |
| Note :The above statement of cash flow has been prepared under the "indirect Method" as set out in the IND AS-7 "Statement of Cash flows". |                             |                                                                                     |              |
| * Income tax paid is treated as arising from operating actives and is not bifurcated between investing and financing activity.             |                             |                                                                                     |              |
| The accompanying notes are integral part of these financial statements                                                                     |                             | 2-47                                                                                |              |

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Place: Bengaluru  
Date: 20 May, 2026

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Company Secretary  
ACS: 20815

Place: Ahmedabad  
Date: 20 May, 2026



## Notes to the Financial Statements as at 31 March, 2026

### Material Accounting Policy and Notes to the Financial Statements for the financial year ended 31 March, 2026

#### Note 1.

##### 1. Background

Welcast Steels Limited (the 'Company') is a Company domiciled in India, with its registered office situated at 115, G.V.M.M Estate, Odhav Road, Odhav, Ahmedabad-382415, Gujarat, India. The Company has been incorporated under the provisions of the Companies Act applicable in India and its equity shares are listed on the Bombay Stock Exchange Ltd (BSE) in India. The Company is primarily involved in manufacturing of High Chrome Grinding Media Balls used in mill Internals of cement and mining industry upto the 15th December 2025 the date of the closure of its only plant at Bangalore .

#### Note 2.

##### 2. Basis of preparation

The Board of directors in their meeting held on October ,15,2025, have passed the resolution to close down its only plant in Bengaluru . Subsequently, the plant formally shut down from 15 December 2025. Following the cessation of manufacturing activities, the Factory Licence and sanctioned power facilities were also surrendered. Currently, the Company has no plans to recommence operations in the foreseeable future. Since labour disputes are pending before various courts and other judicial forums, management intends to maintain the status quo. Accordingly, the financial statements were prepared on a non-going concern basis.

- All the non financial assets are measured at lower of carrying value and fair value less costs to sell.
- All the financial assets continue to be recognised at fair value or amortised cost adjusted for any loss allowances. All liabilities are recognised at expected settlement values.
- No adjustments are carried out for contingent liabilities which are considered not probable.
- The opening balance of deferred tax assets (net of deferred tax liabilities) has been written off and charged to the Statement of Profit and Loss under tax expense for the year. Further in absence of probable sufficient future taxable income no deferred tax asset/ liability is recognised on temporary differences and unabsorbed loss.

##### 2.1 Statement of compliance

The Ind AS financial statements of the Company comprises, the balance sheet as at 31st March 2026, the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended and notes to the financial statements, including a summary of the material accounting policies and other explanatory information (herein referred to as "financial statements"). These financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of companies Act, 2013, (the 'Act') and other relevant provisions of the companies Act those applicable to non going concern.

Details of the company's accounting policies are included in Note 3 of the financial statements.

##### 2.2 Basis of measurement

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

| Items                          | Measurement basis                                                                                                                                        |
|--------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|
| Investments are valued at      | Fair value (FVTPL)                                                                                                                                       |
| Employee defined benefit Plans | Plan assets measured at fair value less present value of defined benefit obligation measured based approach on settlement basis on the date of reporting |

##### 2.3 Use of estimates and judgments

In preparing these financial statements, the management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses based on historical experiences and other factors including expectations of future events that may have impact on the company and that are reasonable under the circumstances . Revisions to accounting estimates are recognized prospectively.

**Judgments**

Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

**Note 40 :** Determining the amount of expected credit loss on financial assets (including trade receivables)

**Assumptions and estimation of uncertainties**

Information about assumptions and estimation of uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2026 is included in the following notes:

**Note 4** – estimate of useful life used for the purposes of depreciation and amortisation on property plant and equipment.

**Note 37-** measurement of defined benefit obligations: Key Actuarial Assumptions;

**Notes 19, 23 and 35** – recognition and measurement of provisions and contingencies: Key Assumptions about the likelihood and magnitude of an outflow of resources.

**2.4 Functional and presentation currency**

The financial statements are presented in Indian Rupees, the currency of the primary economic environment in which the Company operates. All the amounts are stated in the nearest rupee in Lakhs with two decimals.

**Note 3. Material accounting policies****(a) Financial assets: Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity
- Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

**(b) Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features). A prepayment feature is consistent with the solely payments of principal and interest criterion if the



prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Subsequent measurement and gains and losses for financial assets held by the Company.

**Financial assets subsequent measurement and gain and losses for financial assets held be the company.**

**Financial assets at FVTPL :** These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in statement of profit and loss. Financial assets at amortised cost. These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in statement of profit and loss. Any gain or loss on derecognition is recognized in statement of profit and loss.

**Financial assets at FVTOCI :** These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in statement of profit and loss. Any gain or loss above amortized cost is recognized in Other comprehensive income.

**Financial liabilities:**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss. Presently, all the financial liabilities are measured at amortized cost except derivative instruments which are measured at FVTPL.

**(c). PROPERTY, PLANT & EQUIPMENT (PPE)**

**Recognition and measurement**

The financial statements have been prepared on a non-going concern basis. Accordingly, the Company has assessed the recoverable amount of its Property, Plant and Equipment in accordance with Ind AS 36. Based on such assessment, since the estimated realisable value of Property, Plant and Equipment, exceeds their carrying amount, no upward revaluation or gain has been recognised, and the assets continue to be carried at their existing carrying values in accordance with the historical cost model prescribed under Ind AS 16. Accordingly, the carrying amount of Property, Plant and Equipment does not reflect any potential unrealised gains that may arise on disposal.

**Depreciation**

Depreciation on fixed assets is charged on written down value method over the useful life of assets as prescribed by Schedule II (except for Plant & Machinery for which useful life determined as per technical estimate) of Companies Act, 2013 as follows:

| Asset Class          | Useful life of asset in years |
|----------------------|-------------------------------|
| Plant & Machinery    | 15                            |
| Factory Building     | 30                            |
| Furniture & Fixtures | 10                            |
| Office Equipment's   | 5                             |

**Notes to the Financial Statements as at 31 March, 2026****(Contd..)**

|                                                    |    |
|----------------------------------------------------|----|
| Motor Cars                                         | 8  |
| End user devices, such as desktops, laptops, etc., | 3  |
| Servers & Networks                                 | 6  |
| RCC Road                                           | 10 |

Written down value method is adopted as the management is of the view that it represent the pattern in which the assets future economic benefits are expected to consumed by the company.

**(d). Intangible asset**

Computer Software being Intangible asset amortized over a period of 3 years on WDV basis.

**(e). Inventories**

Inventories are measured at the lower of cost and net realizable value. Cost is determined on weighted average cost basis. The cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. Considering the volatility of major input prices, weighted average method is considered as more appropriate.

Net realizable value is the estimated selling price in the ordinary course of business. The net realizable value of work-in-progress is determined with reference to the selling price of the related finished products. The comparison of cost and net realizable value is made on an item-by-item basis.

**(f) Provisions (other than employee benefits), contingent liabilities and contingent assets.**

Provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an out flow of economic benefits will be required to settle the obligation. Provisions are determined by the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date).



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 4: Property, Plant and Equipment

| Particulars                             | Freehold Land | Buildings     | Plant & Equipment | Furniture & Fixtures | Vehicles     | Office Equipment | Others*      | Total           |
|-----------------------------------------|---------------|---------------|-------------------|----------------------|--------------|------------------|--------------|-----------------|
| <b>Gross block:</b>                     |               |               |                   |                      |              |                  |              |                 |
| As at 1 April, 2024                     | 3.25          | 648.87        | 3,295.59          | 54.95                | 35.15        | 114.37           | 137.69       | 4,289.87        |
| Additions                               | -             | -             | 18.50             | 0.36                 | -            | 31.75            | -            | 50.61           |
| Disposals / adjustments during the year | -             | -             | 21.33             | -                    | -            | 3.81             | 52.15        | 77.29           |
| As at 31 March, 2025                    | 3.25          | 648.87        | 3,292.76          | 55.31                | 35.15        | 142.31           | 85.54        | 4,263.19        |
| Additions                               | -             | -             | 0.54              | -                    | -            | 1.04             | -            | 1.58            |
| Disposals / adjustments during the year | -             | -             | 14.50             | -                    | -            | 0.84             | -            | 15.34           |
| <b>As at 31 March, 2026</b>             | <b>3.25</b>   | <b>648.87</b> | <b>3,278.80</b>   | <b>55.31</b>         | <b>35.15</b> | <b>142.51</b>    | <b>85.54</b> | <b>4,249.43</b> |
| <b>Accumulated depreciation:</b>        |               |               |                   |                      |              |                  |              |                 |
| As at 1 April, 2024                     | -             | 556.25        | 3,022.93          | 53.23                | 9.89         | 106.90           | 123.34       | 3,872.54        |
| Charge for the year                     | -             | 8.71          | 43.51             | 0.60                 | 7.77         | 12.31            | 5.64         | 78.54           |
| Disposals / adjustments during the year | -             | -             | 20.76             | -                    | -            | 3.76             | 51.57        | 76.09           |
| As at 31 March, 2025                    | -             | 564.96        | 3,045.68          | 53.83                | 17.66        | 115.45           | 77.41        | 3,874.99        |
| Charge for the year                     | -             | 7.89          | 35.15             | 0.43                 | 5.31         | 10.79            | 2.41         | 61.98           |
| Disposals / adjustments during the year | -             | -             | 13.78             | -                    | -            | 0.49             | -            | 14.27           |
| <b>As at 31 March, 2026</b>             | <b>-</b>      | <b>572.85</b> | <b>3,067.05</b>   | <b>54.26</b>         | <b>22.97</b> | <b>125.75</b>    | <b>79.81</b> | <b>3,922.70</b> |
| <b>Net Block</b>                        |               |               |                   |                      |              |                  |              |                 |
| As at 31 March, 2025                    | 3.25          | 83.91         | 247.08            | 1.48                 | 17.49        | 26.86            | 8.13         | 388.20          |
| <b>As at 31 March, 2026</b>             | <b>3.25</b>   | <b>76.02</b>  | <b>211.74</b>     | <b>1.05</b>          | <b>12.18</b> | <b>16.77</b>     | <b>5.72</b>  | <b>326.73</b>   |

\* Others include laboratory equipment and computer hardware.

#### Notes:

1. Refer Note 35 B for contractual commitments with respect to property, plant and equipment.
2. The title deeds of all the immovable properties are solely held in the name of the Company.
3. During the year under review the company had not made any re-valuation of its property, plant and equipment.
4. The Company does not holds any Benami property and there are no proceedings against the company under the benami transaction (prohibition) Act 1988 (as amended from time to time.)
5. Satisfaction of charge is pending to be filed in respect of loan obtained and repaid by the company from First National City Bank with a limit of ₹ 45 Lakhs.



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 5: Other intangible assets

(₹ in Lakhs)

| Particulars                             | Software    | Total       |
|-----------------------------------------|-------------|-------------|
| <b>Gross block:</b>                     |             |             |
| As at 1 April, 2024                     | 13.45       | 13.45       |
| Additions during the year               | -           | -           |
| Disposals / adjustments during the year | -           | -           |
| As at 31 March, 2025                    | 13.45       | 13.45       |
| Additions during the year               | -           | -           |
| Disposals / adjustments during the year | (12.84)     | (12.84)     |
| <b>As at 31 March, 2026</b>             | <b>0.61</b> | <b>0.61</b> |
| <b>Amortisation:</b>                    |             |             |
| As at 1 April, 2024                     | 12.94       | 12.94       |
| Charge for the year                     | 0.41        | 0.41        |
| Disposal / Adjustments                  | -           | -           |
| As at 31 March, 2025                    | 13.35       | 13.35       |
| Charge for the year                     | 0.04        | 0.04        |
| Disposal / Adjustments                  | (12.78)     | (12.78)     |
| <b>As at 31 March, 2026</b>             | <b>0.61</b> | <b>0.61</b> |
| <b>Net Block</b>                        |             |             |
| As at 31 March, 2025                    | 0.10        | 0.10        |
| As at 31 March, 2026                    | -           | -           |

### Note 6: Loans

(₹ in Lakhs)

| Particulars                                  | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|----------------------------------------------|-------------------------|-------------------------|
| Non-current loans                            |                         |                         |
| Loans to staff -(Unsecured, considered good) | -                       | 5.29                    |
| <b>Total</b>                                 | <b>-</b>                | <b>5.29</b>             |

### Note 7 : Other financial assets

(₹ in Lakhs)

| Particulars                                                                                           | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Security deposits (unsecured, considered good)                                                        | -                       | 256.79                  |
| Fixed deposits against margin money on bank guarantees more than 12 months from the date of reporting | 18.30                   | 18.01                   |
| <b>Total</b>                                                                                          | <b>18.30</b>            | <b>274.80</b>           |

### Note 8 : Inventories

(valued at lower of cost or net realisable value)

(₹ In Lakhs)

| Particulars       | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-------------------|-------------------------|-------------------------|
| Raw materials     | 133.98                  | 438.06                  |
| Work-in-progress  | -                       | 150.82                  |
| Finished goods    | -                       | 182.97                  |
| Stores and spares | 273.69                  | 276.30                  |
| <b>Total</b>      | <b>407.67</b>           | <b>1,048.15</b>         |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 9 : Investments

(₹ in Lakhs)

| Particulars                                                  |                       |                    | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|--------------------------------------------------------------|-----------------------|--------------------|-------------------------|-------------------------|
| <b>Current investments</b>                                   |                       |                    |                         |                         |
| <b>Measured at FVTPL</b>                                     |                       |                    |                         |                         |
| Investment in mutual funds (quoted)                          | Current Year<br>Units | Pre. Year<br>Units |                         |                         |
| SBI Overnight fund direct growth:                            | 3,489.215             | -                  | 152.81                  | -                       |
| (SBI Arbitrage Opportunities Fund -<br>Direct Plan - Growth: | 59,08,726.184         | 47,59,505.525      | 2,228.19                | 1,680.72                |
| Total                                                        |                       |                    | 2,381.00                | 1,680.72                |
| Aggregate amount of quoted investments                       |                       |                    | 2,381.00                | 1,680.72                |
| Aggregate market value of quoted investments                 |                       |                    | 2,381.00                | 1,680.72                |

### Note 10: Trade receivables

(₹ in Lakhs)

| Particulars                                                                                                                                                                                                                                     | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b># Current trade receivables (unsecured)</b>                                                                                                                                                                                                  |                         |                         |
| - Considered good #                                                                                                                                                                                                                             | -                       | 825.03                  |
| - which have significant increase in credit risk                                                                                                                                                                                                | -                       | -                       |
| - Credit impaired                                                                                                                                                                                                                               | -                       | -                       |
| Less: Provision for doubtful receivables                                                                                                                                                                                                        | -                       | -                       |
| <b>Total</b>                                                                                                                                                                                                                                    | -                       | 825.03                  |
| #Includes trade receivable from related parties (refer Note 38)                                                                                                                                                                                 | -                       | -                       |
| The average credit period on sale of goods is 30-45 days                                                                                                                                                                                        | -                       | -                       |
| Debts due by directors or other officers of the company on any of them either severally or jointly with any other persons or debts due by firms or private companies respectively in which any director is a partner or a director or a member. | -                       | -                       |

(₹ in Lakhs)

| Ageing of trade receivables as at 31 March, 2026                                       |           |         |                       |                      |                |                 |                      |       |
|----------------------------------------------------------------------------------------|-----------|---------|-----------------------|----------------------|----------------|-----------------|----------------------|-------|
| Outstanding for following periods from due date of payment                             |           |         |                       |                      |                |                 |                      |       |
| Particulars                                                                            | Un-billed | Not due | Less than<br>6 months | 6 months<br>- 1 year | 1 - 2<br>years | 2 to 3<br>years | more than<br>3 years | Total |
| (i) Un disputed trade receivables<br>- considered good                                 | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| (ii) Un disputed trade receivables - which<br>have significant increase in credit risk | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| (iii) Un disputed trade receivables<br>- credit impaired                               | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| (iv) Disputed trade receivable considered<br>good                                      | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| (v) Disputed trade receivable - which<br>have significant increase in credit risk      | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| (vi) Disputed trade receivable -<br>credit impaired                                    | -         | -       | -                     | -                    | -              | -               | -                    | -     |
| Net carrying amount                                                                    | -         | -       | -                     | -                    | -              | -               | -                    | -     |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

(₹ in Lakhs)

| Ageing of trade receivables as at 31 March, 2025                                    |           |         |                    |                   |             |              |                   |        |
|-------------------------------------------------------------------------------------|-----------|---------|--------------------|-------------------|-------------|--------------|-------------------|--------|
| Outstanding for following periods from due date of payment                          |           |         |                    |                   |             |              |                   |        |
| Particulars                                                                         | Un-billed | Not due | Less than 6 months | 6 months - 1 year | 1 - 2 years | 2 to 3 years | more than 3 years | Total  |
| (i) Un disputed trade receivables - considered good                                 | -         | 518.98  | 279.77             | 26.11             | 0.17        | -            | -                 | 825.03 |
| (ii) Un disputed trade receivables - which have significant increase in credit risk | -         | -       | -                  | -                 | -           | -            | -                 | -      |
| (iii) Un disputed trade receivables - credit impaired                               | -         | -       | -                  | -                 | -           | -            | -                 | -      |
| (iv) Disputed trade receivable considered good                                      | -         | -       | -                  | -                 | -           | -            | -                 | -      |
| (v) Disputed trade receivable - which have significant increase in credit risk      | -         | -       | -                  | -                 | -           | -            | -                 | -      |
| (vi) Disputed trade receivable - credit impaired                                    | -         | -       | -                  | -                 | -           | -            | -                 | -      |
| Net carrying amount                                                                 | -         | 518.98  | 279.77             | 26.11             | 0.17        | -            | -                 | 825.03 |

### Note 11 : Cash and cash equivalents

(₹ in Lakhs)

| Particulars                                                                                    | As at 31 March, 2026 | As at 31 March, 2025 |
|------------------------------------------------------------------------------------------------|----------------------|----------------------|
| Cash and cash equivalents                                                                      |                      |                      |
| Balances with banks - In current accounts                                                      | 36.88                | 243.57               |
| Balances with bank in FD accounts -maturity :<br>Less than 3 months from the date of reporting | 37.96                | -                    |
| Cash on hand                                                                                   | 2.17                 | 1.29                 |
| Total                                                                                          | 77.01                | 244.86               |

### Note 12: Other bank balances

(₹ in Lakhs)

| Particulars                                                                                          | As at 31 March, 2026 | As at 31 March, 2025 |
|------------------------------------------------------------------------------------------------------|----------------------|----------------------|
| Balances with bank in fixed deposit accounts - original maturity after 3 months and within 12 months | -                    | 50.57                |
| Earmarked balances with bank (unpaid dividend)*                                                      | 0.93                 | 1.26                 |
| Total                                                                                                | 0.93                 | 51.83                |
| * The Company can utilise these balances only towards payment of dividend.                           |                      |                      |

### Note 13 : Loans

(₹ in Lakhs)

| Particulars                                   | As at 31 March, 2026 | As at 31 March, 2025 |
|-----------------------------------------------|----------------------|----------------------|
| <b>Current loans</b>                          |                      |                      |
| Loans to related parties                      | -                    | -                    |
| Other loans                                   | -                    | -                    |
| Loans to employees unsecured, considered good | 0.72                 | 7.06                 |
| Less: Provision for bad and doubt full loans  | -                    | -                    |
| <b>Total</b>                                  | <b>0.72</b>          | <b>7.06</b>          |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 14 : Other financial assets (current)

(₹ in Lakhs)

| Particulars                                    | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|------------------------------------------------|-------------------------|-------------------------|
| Security deposits (unsecured, considered good) | 276.22                  | 44.37                   |
| <b>Total</b>                                   | <b>276.22</b>           | <b>44.37</b>            |

### Note 15 : Other tax assets (Net)

(₹ in Lakhs)

| Particulars                                 | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|---------------------------------------------|-------------------------|-------------------------|
| Advance Income Tax / Tax Deducted at source | 59.19                   | 48.18                   |
| Less : Provision for Income Tax             | -                       | (26.21)                 |
| <b>Total</b>                                | <b>59.19</b>            | <b>21.97</b>            |

### Note 16 : Other current assets

(₹ in Lakhs)

| Particulars                              | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|------------------------------------------|-------------------------|-------------------------|
| Advances other than capital advances     |                         |                         |
| Advance to related parties (Ref Note 38) | 5.83                    | 10.20                   |
| Advances to suppliers                    | 5.57                    | 78.60                   |
| Balances with government authorities     | -                       | 0.69                    |
| Prepaid expenses                         | 0.88                    | 16.95                   |
| <b>Total</b>                             | <b>12.28</b>            | <b>106.44</b>           |

### Note 17: Equity share capital

(₹ in Lakhs)

| Particulars                                                                               | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Authorised Share Capital</b>                                                           |                         |                         |
| 20,00,000 (previous year: 20,00,000) equity shares of face value ₹10/- each               | 200.00                  | 200.00                  |
| <b>Issued, subscribed and fully paid up share capital</b>                                 |                         |                         |
| 6,38,161 Equity Shares (Previous Year 6,38,161) of face value of ₹10/- each fully paid up | 63.82                   | 63.82                   |
| <b>Forfeited Shares</b>                                                                   |                         |                         |
| Equity shares of ₹10/- each (originally paid up @ ₹ 5/- per share on 425 numbers)         | 0.02                    | 0.02                    |
| <b>Total</b>                                                                              | <b>63.84</b>            | <b>63.84</b>            |

### (a) Reconciliation of the number of Equity Shares outstanding as at the beginning and as at the end of the year :

(₹ in Lakhs)

| Particulars                                                | As at<br>31 March, 2026 |        | As at<br>31 March, 2025 |        |
|------------------------------------------------------------|-------------------------|--------|-------------------------|--------|
|                                                            | Number of<br>shares     | Amount | Number of<br>shares     | Amount |
| Shares outstanding as at the beginning of the year         | 638,161                 | 63.82  | 638,161                 | 63.82  |
| Add/(Less): Shares allotted /(bought back) during the year | -                       | -      | -                       | -      |
| Shares outstanding as at the end of the year               | 638,161                 | 63.82  | 638,161                 | 63.82  |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### (b) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of ₹10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the 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 shareholder.

The company has neither allotted any shares by way of bonus shares nor pursuant to contract without payment being received in cash nor bought back any shares during the immediately preceding five financial years pursuant to contract without payment being received in cash.

### (c) Details of each shareholder holding more than 5% shares and Shares held by the holding company / Promoters

| Name of the shareholder                                                                                                           | As at<br>31 March, 2026 |                 | As at<br>31 March, 2025 |                 |
|-----------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------|-------------------------|-----------------|
|                                                                                                                                   | Number of<br>shares     | % of<br>holding | Number of<br>shares     | % of<br>holding |
| Shares held by holding company/promoters at the end of the year:<br>AIA Engineering Ltd - Holding Company, Holding Equity Shares* | 4,77,661                | 74.85           | 4,77,661                | 74.85           |

\*There is no change in shareholding of the promoter during the year

#### Note 18: Other equity

(₹ in Lakhs)

| Particulars                                                                     | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|---------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Reserves and surplus</b>                                                     |                         |                         |
| (a) Securities premium reserve                                                  |                         |                         |
| Balance at the beginning and at the end of the year                             | 47.79                   | 47.79                   |
| (b) General reserve                                                             |                         |                         |
| Balance at the beginning and at the end of the year                             | 371.86                  | 371.86                  |
| (c) Retained earnings                                                           |                         |                         |
| Balance at the beginning of the year                                            | 3,488.96                | 3,547.81                |
| Add: Profit/ (Loss) for the year                                                | (530.22)                | (33.74)                 |
| Add/(Less) : Re-measurement of defined benefit obligations transferred from OCI | (0.28)                  | (9.16)                  |
| (Less): Dividends paid #                                                        | -                       | (15.95)                 |
| Balance at the end of the year                                                  | 2,958.46                | 3,488.96                |
| <b>Total reserves and surplus (A)</b>                                           | <b>3,378.11</b>         | <b>3,908.61</b>         |
| <b>Other comprehensive income (OCI)</b>                                         |                         |                         |
| Balance at the beginning of the year                                            | -                       | -                       |
| Recognised during the year                                                      | (0.28)                  | (9.16)                  |
| Less: Transferred to retained earnings                                          | 0.28                    | 9.16                    |
| Balance at the end of the year                                                  | -                       | -                       |
| <b>Total other comprehensive income (B)</b>                                     | <b>-</b>                | <b>-</b>                |
| <b>Total other equity (A+B)</b>                                                 | <b>3,378.11</b>         | <b>3,908.61</b>         |

Refer statement of changes in equity for nature and purpose of reserves.

# Dividend on equity shares paid during the year:

Final dividend paid for the financial year 2025-26 ₹ NIL Lakhs (for financial year 2024-25 : ₹ NIL ) per equity share of ₹ 10 each.

#### Note:

Board of Directors have proposed final dividend of ₹ Nil per equity share for the financial year 2025-26. No interim dividend was declared and paid during the financial year 2025-26



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 19 : Provisions

(₹ in Lakhs)

| Particulars                            | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|----------------------------------------|-------------------------|-------------------------|
| <b>Non-current provisions</b>          |                         |                         |
| Provision for employee benefits        |                         |                         |
| - Leave encashment (Refer Note No. 37) | -                       | 49.89                   |
| <b>Total</b>                           | <b>-</b>                | <b>49.89</b>            |

### Note 20 : Trade Payables

(₹ in Lakhs)

| Particulars                                                      | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Total outstanding - Creditors</b>                             |                         |                         |
| Total outstanding dues of creditors-micro and small enterprises# | 6.08                    | 85.85                   |
| Due to others *                                                  | 16.08                   | 429.60                  |
| <b>Total</b>                                                     | <b>22.16</b>            | <b>515.45</b>           |

# Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 as at 31 March 2026 (31 March 2025) is provided as under, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act.

\* Includes due to related parties current year ₹ NIL lakhs (previous year ₹ Nil) Refer Note. 38

(₹ in Lakhs)

| Particulars                                                                                                                                                                                                                             | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Principal amount due to micro and medium and small enterprises                                                                                                                                                                          | 6.08                    | 85.85                   |
| Interest due on above                                                                                                                                                                                                                   | -                       | -                       |
| Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the principal amount of the payment made to the supplier beyond the appointed day during the period.   | -                       | -                       |
| Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006. | -                       | -                       |
| The amount of interest accrued and remaining unpaid at the end of each accounting year.                                                                                                                                                 | -                       | -                       |
| Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises.                                                                            | -                       | -                       |

The Company had sought confirmation from its vendors on their status under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") which came into force from 2 October 2006. Dues to micro and small enterprises have been determined based on confirmations received by the Company from its vendors.

### Ageing of trade payables as at 31 March, 2026

(₹ in Lakhs)

| Particulars                 | Outstanding for following periods from due date of payment |              |          |           |           |           |              |
|-----------------------------|------------------------------------------------------------|--------------|----------|-----------|-----------|-----------|--------------|
|                             | Unbilled<br>dues                                           | Not due      | < 1 year | 1-2 years | 2-3 years | > 3 years | Total        |
| (I) MSME                    | -                                                          | 6.08         | -        | -         | -         | -         | 6.08         |
| (ii) Others                 | -                                                          | 16.08        | -        | -         | -         | -         | 16.08        |
| (iii) Disputed dues - MSME  | -                                                          | -            | -        | -         | -         | -         | -            |
| (iv) Disputed dues - Others | -                                                          | -            | -        | -         | -         | -         | -            |
| <b>Total</b>                | <b>-</b>                                                   | <b>22.16</b> | <b>-</b> | <b>-</b>  | <b>-</b>  | <b>-</b>  | <b>22.16</b> |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

Ageing of trade payables as at 31 March, 2025

(₹ in Lakhs)

| Particulars                 | Outstanding for following periods from due date of payment |         |          |           |           |           |        |
|-----------------------------|------------------------------------------------------------|---------|----------|-----------|-----------|-----------|--------|
|                             | Unbilled dues                                              | Not due | < 1 year | 1-2 years | 2-3 years | > 3 years | Total  |
| (i) MSME                    | -                                                          | 85.85   | -        | -         | -         | -         | 85.85  |
| (ii) Others                 | 102.65                                                     | 293.50  | 33.45    | -         | -         | -         | 429.60 |
| (iii) Disputed dues - MSME  | -                                                          | -       | -        | -         | -         | -         | -      |
| (iv) Disputed dues - Others | -                                                          | -       | -        | -         | -         | -         | -      |
| Total                       | 102.65                                                     | 379.35  | 33.45    | -         | -         | -         | 515.45 |

### Note 21 : Other financial liabilities

(₹ in Lakhs)

| Particulars                                                                           | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|---------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Unpaid dividends *                                                                    | 0.93                    | 1.26                    |
| Salary, wages and bonus payable                                                       | 35.84                   | 89.30                   |
| Total                                                                                 | 36.77                   | 90.56                   |
| * There is no amount due to be transferred to Investor Education and Protection Fund. |                         |                         |

### Note 22 : Other current liabilities

(₹ in Lakhs)

| Particulars                       | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|-----------------------------------|-------------------------|-------------------------|
| Advance from customers            | -                       | 5.46                    |
| Statutory dues and other payables | 35.22                   | 81.65                   |
| Total                             | 35.22                   | 87.11                   |

### Note 23 : Provisions

(₹ in Lakhs)

| Particulars                                                        | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|--------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Current provisions</b>                                          |                         |                         |
| Provision for employee benefits - Gratuity (Refer Note 37)         | -                       | 21.38                   |
| Provision for employee benefits - Leave encashment (Refer Note 37) | 23.95                   | 30.92                   |
| Total                                                              | 23.95                   | 52.30                   |

### Note 24 : Revenue and operations

(₹ in Lakhs)

| Particulars             | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-------------------------|--------------------------------------|--------------------------------------|
| Sale of products        | 4,581.69                             | 8,432.58                             |
| Other operating revenue | 315.66                               | 17.72                                |
| Total                   | 4,897.35                             | 8,450.30                             |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Disclosures pursuant to Indian Accounting Standard (Ind AS) 115 Revenue from Contract with Customers

(₹ in Lakhs)

| Particulars                                                                 | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-----------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Reconciliation of revenue from operations with the contracted price:</b> |                                      |                                      |
| Contracted price                                                            | 4,581.69                             | 8,432.58                             |
| Sale of products                                                            | 4,581.69                             | 8,432.58                             |
| Other operating revenue                                                     | 315.66                               | 17.72                                |
| Revenue from operations                                                     | 4,897.35                             | 8,450.30                             |
| <b>Revenue disaggregation by geography:</b>                                 |                                      |                                      |
| within India                                                                | 4,897.35                             | 8,450.30                             |
| Outside India:                                                              | -                                    | -                                    |

#### Contract balances:

The following table provides information about receivables, contract assets and contract liabilities from the contracts with customers.

(₹ in Lakhs)

| Particulars              | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|--------------------------|-------------------------|-------------------------|
| <b>Trade receivables</b> | -                       | 825.03                  |
| Contract assets          | -                       | -                       |
| Contract liabilities     | -                       | -                       |
| Advance from customers   | -                       | 5.46                    |

#### Note 25 : Other income

(₹ in Lakhs)

| Particulars                                                      | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Interest income from financial assets measured at amortised cost | 60.83                                | 15.76                                |
| Interest income from financial assets measured at FVTPL          | -                                    | 22.87                                |
| Interest income on refund of income tax                          | 2.77                                 | -                                    |
| Profit on sale of Investments                                    | 6.75                                 | 50.83                                |
| Profit on sale of PPE                                            | 2.70                                 | 5.22                                 |
| Fair Value movement in financial instruments measured at FVTPL   | 125.64                               | 65.76                                |
| Liabilities no longer required written back                      | -                                    | 8.33                                 |
| <b>Total</b>                                                     | <b>198.69</b>                        | <b>168.77</b>                        |

#### Note 26 : Cost of materials consumed

(₹ in Lakhs)

| Particulars                                | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|--------------------------------------------|--------------------------------------|--------------------------------------|
| Opening stock at the beginning of the year | 438.06                               | 529.59                               |
| Add: Purchases during the year             | 2,276.40                             | 5,017.84                             |
| Less: Closing stock at the end of the year | 133.98                               | 438.06                               |
| <b>Total</b>                               | <b>2,580.48</b>                      | <b>5,109.37</b>                      |

**Notes to the Financial Statements as at 31 March, 2026****(Contd..)****Note 27 : Changes in inventories of finished goods and work-in-progress**

(₹ in Lakhs)

| Particulars          | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|----------------------|--------------------------------------|--------------------------------------|
| <b>Opening stock</b> |                                      |                                      |
| Work-in-progress     | 150.82                               | 147.89                               |
| Finished goods       | 182.97                               | 310.29                               |
| <b>Sub Total (a)</b> | <b>333.79</b>                        | <b>458.18</b>                        |
| <b>Closing stock</b> |                                      |                                      |
| Work-in-progress     | -                                    | 150.82                               |
| Finished goods       | -                                    | 182.97                               |
| <b>Sub Total (b)</b> | <b>-</b>                             | <b>333.79</b>                        |
| <b>Total (a-b)</b>   | <b>333.79</b>                        | <b>124.39</b>                        |

**Note 28 : Employee benefits expense**

(₹ in Lakhs)

| Particulars                                                                    | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|--------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Salaries, wages and bonus #                                                    | 649.11                               | 819.26                               |
| Contribution to provident and other funds                                      | 27.12                                | 31.02                                |
| Expenses related to post employment defined benefit plans (Ref Note 37(B)(IV)) | 7.48                                 | 18.95                                |
| Staff welfare expenses                                                         | 23.16                                | 33.77                                |
| <b>Total</b>                                                                   | <b>706.87</b>                        | <b>903.00</b>                        |

# For previous year : includes payment of Rs 88.80 lakhs as interim relief paid to the workers for the period 01.06.2021 to 31.03.2024 consequent to an understanding /agreement reached between management and workers during the current year.

**Note 29: Finance costs**

(₹ in Lakhs)

| Particulars  | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|--------------|--------------------------------------|--------------------------------------|
| Interest on: |                                      |                                      |
| Income Tax   | -                                    | 4.84                                 |
| Disputed GST | 7.18                                 | 2.17                                 |
| <b>Total</b> | <b>7.18</b>                          | <b>7.01</b>                          |

**Note 30 : Depreciation and amortisation**

(₹ in Lakhs)

| Particulars                                                  | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|--------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Depreciation of property, plant and equipment (refer Note 4) | 61.98                                | 78.54                                |
| Amortisation of intangible assets (refer Note 5)             | 0.04                                 | 0.41                                 |
| <b>Total</b>                                                 | <b>62.02</b>                         | <b>78.95</b>                         |



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

### Note 31: Other expenses

(₹ in Lakhs)

| Particulars                                                  | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|--------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Manufacturing Expenses</b>                                |                                      |                                      |
| Consumption of stores                                        | 248.96                               | 458.44                               |
| Power and Fuel                                               | 730.33                               | 1,181.97                             |
| Contract labour charges                                      | 139.53                               | 232.51                               |
| Repairs and maintenance                                      |                                      |                                      |
| - Buildings                                                  | 3.70                                 | 14.39                                |
| - Plant and machineries                                      | 24.11                                | 29.67                                |
| - Others                                                     | 19.75                                | 18.83                                |
| <b>Administrative Expenses</b>                               |                                      |                                      |
| Rent                                                         | 4.61                                 | 4.22                                 |
| Rates and taxes                                              | 24.10                                | 21.02                                |
| Insurance                                                    | 37.28                                | 35.21                                |
| Security expenses                                            | 54.36                                | 40.73                                |
| Communication expenses                                       | 3.13                                 | 2.21                                 |
| Printing & Stationery                                        | 3.26                                 | 3.97                                 |
| Travelling and conveyance expenses                           | 3.18                                 | 2.66                                 |
| Advertisement                                                | 1.19                                 | 1.56                                 |
| Directors' sitting fees                                      | 5.30                                 | 5.55                                 |
| Payments to auditors                                         |                                      |                                      |
| - Statutory audit fees                                       | 5.00                                 | 5.00                                 |
| - Limited reviews                                            | 1.00                                 | 1.00                                 |
| - Income tax audit fee                                       | 1.50                                 | 1.50                                 |
| Legal and professional consultancy fees                      | 60.35                                | 80.45                                |
| Bank commission charges                                      | 2.39                                 | 4.66                                 |
| Vehicle maintenance                                          | 2.43                                 | 3.11                                 |
| Other miscellaneous expenses                                 | 17.09                                | 14.29                                |
| Exchange fluctuation charges                                 | 1.09                                 |                                      |
| Corporate social responsibility expenses (refer: Note No 43) | -                                    | 6.13                                 |
| <b>Selling Expenses</b>                                      |                                      |                                      |
| Packing materials                                            | 22.78                                | 37.72                                |
| Freight outward                                              | 147.00                               | 222.33                               |
| Inspection & test charges and sales promotion                | 1.58                                 | 2.57                                 |
| <b>Total</b>                                                 | <b>1,565.00</b>                      | <b>2,431.70</b>                      |

### Note 32: Exceptional items

(₹ in Lakhs)

| Particulars                       | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-----------------------------------|--------------------------------------|--------------------------------------|
| Closure Compensation to employees | 328.19                               | -                                    |
|                                   |                                      |                                      |
| <b>Total</b>                      | <b>328.19</b>                        | <b>-</b>                             |



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

### Note 33: Tax expenses

(₹ in Lakhs)

| Particulars                                                                                                                                         | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>(a) Income tax expense</b>                                                                                                                       |                                      |                                      |
| <b>Current tax</b>                                                                                                                                  |                                      |                                      |
| Provision for current tax                                                                                                                           | -                                    | 26.21                                |
| Excess provision for current tax of earlier years written back                                                                                      | (26.21)                              | 4.53                                 |
| <b>Net deferred tax [ refer Note 33C ]</b>                                                                                                          | 68.94                                | (32.35)                              |
| <b>Income tax expense for the year</b>                                                                                                              | 42.73                                | (1.61)                               |
| <b>(b) Deferred tax</b>                                                                                                                             |                                      |                                      |
| <b>Deferred tax assets</b>                                                                                                                          |                                      |                                      |
| Difference between written down value of property, plant and equipment and other intangible assets as per books of account and Income-tax Act, 1961 | -                                    | 9.12                                 |
| Others                                                                                                                                              | 48.32                                | 76.51                                |
| Sub total                                                                                                                                           | 48.32                                | 85.63                                |
| <b>Deferred tax Liability</b>                                                                                                                       |                                      |                                      |
| Mutual fund                                                                                                                                         | (48.32)                              | (16.69)                              |
| Sub total                                                                                                                                           | (48.32)                              | (16.69)                              |
| Total                                                                                                                                               | -                                    | 68.94                                |
| <b>Deferred tax assets (net) [refer Note 33C ]</b>                                                                                                  | -                                    | 68.94                                |

### (c) Movement in deferred tax

(₹ in Lakhs)

| Particulars                                                                                                                                         | Opening Balance<br>As at 1st April | Statement of<br>Profit and Loss | Other Compre-<br>hensive Income | Closing balance<br>As at 31st March |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|---------------------------------|---------------------------------|-------------------------------------|
| <b>2025-26</b>                                                                                                                                      |                                    |                                 |                                 |                                     |
| <b>Deferred tax assets</b>                                                                                                                          |                                    |                                 |                                 |                                     |
| Difference between written down value of property, plant and equipment and other intangible assets as per books of account and Income-tax Act, 1961 | 9.12                               | (9.12)                          | -                               | -                                   |
| Leave encashment                                                                                                                                    | 20.34                              | (20.34)                         | -                               | -                                   |
| Change in fair value of investments                                                                                                                 | (16.69)                            | (31.62)                         | -                               | 48.32                               |
| Un-absorbed loss on current investments                                                                                                             | 45.21                              | 3.11                            | -                               | 48.32                               |
| Gratuity                                                                                                                                            | 8.46                               | (5.38)                          | -                               | 3.08                                |
| GST Provision                                                                                                                                       | 5.58                               | (5.58)                          | -                               | -                                   |
| Through previous year tax adjustment: Remeasurement benefit on defined benefit gratuity of previous year                                            | -                                  |                                 | -                               | -                                   |
| <b>Through Other comprehensive income</b>                                                                                                           |                                    |                                 |                                 |                                     |
| Remeasurement benefit on defined benefit gratuity                                                                                                   | (3.08)                             | 0.00                            | -                               | (3.08)                              |
| <b>Deferred tax assets (Net)</b>                                                                                                                    | 68.94                              | (68.94)                         | -                               | -                                   |



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

| Particulars                                                                                                                                         | Opening Balance<br>As at 1st April | Statement of<br>Profit and Loss | Other Compre-<br>hensive Income | Closing balance<br>As at 31st March |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|---------------------------------|---------------------------------|-------------------------------------|
| <b>2024-25</b>                                                                                                                                      |                                    |                                 |                                 |                                     |
| <b>Deferred tax assets</b>                                                                                                                          |                                    |                                 |                                 |                                     |
| Difference between written down value of property, plant and equipment and other intangible assets as per books of account and Income-tax Act, 1961 | 8.49                               | 0.63                            | -                               | 9.12                                |
| Leave encashment                                                                                                                                    | 18.11                              | 2.23                            | -                               | 20.34                               |
| Change in fair value of investments                                                                                                                 | (0.15)                             | (16.54)                         | -                               | (16.69)                             |
| Un-absorbed loss on short term capital Gain                                                                                                         | -                                  | 45.21                           | -                               | 45.21                               |
| Gratuity                                                                                                                                            | 4.86                               | 3.60                            | -                               | 8.46                                |
| GST Provision                                                                                                                                       | 5.13                               | 0.45                            | -                               | 5.58                                |
| Through previous year tax adjustment: Remeasurement benefit on defined benefit gratuity of previous year                                            | -                                  | -                               | -                               | -                                   |
| Through Other comprehensive income                                                                                                                  |                                    |                                 |                                 |                                     |
| Remeasurement benefit on defined benefit gratuity                                                                                                   | (2.93)                             | (3.23)                          | 3.08                            | (3.08)                              |
| <b>Deferred tax assets (Net)</b>                                                                                                                    | <b>33.51</b>                       | <b>32.35</b>                    | <b>3.08</b>                     | <b>68.94</b>                        |

### (d) Effective tax reconciliation

Reconciliation of the tax expense (i.e., current tax and deferred tax) amount considering the enacted Income tax rate and effective Income tax rate of the Company is as follows:

(₹ In Lakhs)

| Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Profit/(Loss) before tax for the year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | (487.49)                             | (35.35)                              |
| Tax at statutory income tax rate of 25.168%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | (122.69)                             | (8.90)                               |
| Reversal of DTA as on 31-03-2025 brought forward<br>(Refer Note 2 non going concern)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 68.94                                | 2.76                                 |
| Non recognition of current year DTA (Ref Note No 2 non going concern)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 122.69                               | -                                    |
| Short /(Excess) provision for tax of earlier years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | (26.21)                              | 4.53                                 |
| <b>Total</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <b>42.73</b>                         | <b>(1.60)</b>                        |
| <p>As disclosed in Note No.2 (Material Accounting Policy) the Basis of Preparation, the financial statements for the current year have been prepared on a non-going concern basis. The management has assessed that it is not probable that sufficient future taxable profits will be available against which deductible temporary differences, unabsorbed depreciation, and carried forward business losses can be utilised.</p> <p>Accordingly:</p> <p>Deferred tax assets previously recognised in earlier financial years, aggregating to ₹ 68.94 lakhs, which were recognised on a going concern basis, have been written off in the current year and charged to the Statement of Profit and Loss, as the conditions for their recognition under Ind AS 12 are no longer met.</p> <p>Further deductible temporary differences and unabsorbed loss for which no deferred tax asset is recognised in the balance sheet as follows.</p> |                                      |                                      |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

| Nature                                                        | Gross Amount<br>(₹ in Lakhs) | Available for<br>utilisation<br>upto tax year |
|---------------------------------------------------------------|------------------------------|-----------------------------------------------|
| Unabsorbed Depreciation (as per Income Tax Act, 1961)         | 132.65                       | No time limit                                 |
| Carried Forward Business Losses (as per Income Tax Act, 1961) | 659.77                       | 2032-2033                                     |
| Short term capital loss                                       | 11.31                        | 2030-2031                                     |
| Tax deductible temporary differences                          | 81.52                        | No time limit                                 |

### Note 34 : Earnings per share

(₹ In Lakhs)

| Particulars                                                                   | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Net profit/(Loss) attributable to the equity shareholders (₹ in lakhs)        | (530.22)                             | (33.74)                              |
| Weighted average number of equity shares outstanding during the period (nos.) | 6,38,161                             | 6,38,161                             |
| Nominal value of equity share (₹)                                             | 10                                   | 10                                   |
| Basic and diluted earnings per share (₹)                                      | (83.09)                              | (5.29)                               |

### Note 35 : Contingent liabilities and capital commitments

(₹ In Lakhs)

| Particulars                                                                                                                    | As at<br>31 March, 2026          | As at<br>31 March, 2025 |
|--------------------------------------------------------------------------------------------------------------------------------|----------------------------------|-------------------------|
| <b>A. Contingent Liabilities - Not provided</b>                                                                                |                                  |                         |
| a ) In respect of claims against the company not acknowledged as debt                                                          | 7.60                             | 7.60                    |
| b) Guarantees: Outstanding bank guarantees                                                                                     | 54.41                            | 64.71                   |
| c) Other money for which the company is contingently liable                                                                    | 51.95                            |                         |
| d) Matters relating to employees:                                                                                              |                                  |                         |
| i) Illegal strike wages under dispute - restoration of dismissed casual employees                                              | 502.32                           | 278.69                  |
| ii) Charter of demands made by one of the labour union, pending for disposal at Industrial Tribunal (labour court), Bangalore. | No reliable estimate can be made |                         |
| <b>B. Capital Commitments</b>                                                                                                  |                                  |                         |
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)       | -                                | -                       |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

Note 36: Ratios

| Particulars                              | Numerator                                                                                                                                                            | Denominator                                              | 31 March, 2026       | 31 March, 2025       | % of variance | Explanation for change in the ratio by more than 25%                                                   |
|------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|----------------------|----------------------|---------------|--------------------------------------------------------------------------------------------------------|
| <b>Liquidity Ratio</b>                   |                                                                                                                                                                      |                                                          |                      |                      |               |                                                                                                        |
| Current Ratio (times)                    | Current Assets                                                                                                                                                       | Current Liabilities                                      | 27.22                | 5.41                 | 403.48%       | Consequent to cessation of operation of plant, current liability reduced and current assets increased  |
| <b>Solvency Ratio</b>                    |                                                                                                                                                                      |                                                          |                      |                      |               |                                                                                                        |
| <b>Debt-Equity Ratio (times)</b>         | <b>Total Debt</b>                                                                                                                                                    | <b>Shareholder's Equity</b>                              | -                    | -                    | 0.00%         | No borrowings                                                                                          |
| Debt Service Coverage Ratio (times)      | Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc. | Interest + Lease Payments + Principal Repayments         | No serviceable debts | No serviceable debts |               |                                                                                                        |
| <b>Profitability ratio</b>               |                                                                                                                                                                      |                                                          |                      |                      |               |                                                                                                        |
| Net Profit Ratio (%)                     | Profit After Tax                                                                                                                                                     | Total Sales                                              | (11.57%)             | (0.40%)              | 2792.34       | Reduction in operation of plant and increased fixed overheads and employee retrenchment related pymnts |
| Return on Equity Ratio (%)               | Profit After Tax-Preference Div. (if any)                                                                                                                            | Average Shareholder's Equity                             | (14.30%)             | (-0.84%)             | 1596.42%      |                                                                                                        |
| Return on Capital employed (%)           | Earning before interest and tax                                                                                                                                      | Tangible Net Worth + Total Debt + Deferred Tax Liability | (13.95%)             | (0.71%)              | 1856.05%      |                                                                                                        |
| Return on Investment (%)                 | Time weighted rate of return                                                                                                                                         | Investment value as on Balance Sheet date                | 5.56%                | 6.94%                | (19.85%)      | variation is less than 25 %                                                                            |
| <b>Utilization Ratio</b>                 |                                                                                                                                                                      |                                                          |                      |                      |               |                                                                                                        |
| Trade Receivables turnover ratio (times) | Net Credit Sales                                                                                                                                                     | Average Trade Receivables                                | 8.55                 | 8.50                 | 0.69%         | variation is less than 25 %                                                                            |
| Inventory turnover ratio (times)         | Cost of goods sold or Sales                                                                                                                                          | Average Inventory                                        | 6.60                 | 7.14                 | (7.58%)       | variation is less than 25 %                                                                            |
| Trade payables turnover ratio (times)    | Net Credit Purchases                                                                                                                                                 | Average Trade Payables                                   | 8.47                 | 8.05                 | 5.18%         | variation is less than 25 %                                                                            |
| Net capital turnover ratio (times)       | Net Sales                                                                                                                                                            | Working Capital                                          | 1.48                 | 2.57                 | (42.37%)      | Reduction in sales due to cessation of operation of the plant                                          |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 37: Employee benefits

The Company has the following post-employment benefit plans:

#### A. Defined contribution plan

Contribution to defined contribution plan recognised as expense for the year is as under: (₹ in Lakhs)

| Particulars                               | For the Year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|-------------------------------------------|--------------------------------------|--------------------------------------|
| Employer's contribution to provident fund | 21.94                                | 25.04                                |

#### B. Defined benefit plans

**Gratuity:** The employees' gratuity fund scheme is a defined benefit plan managed by a Trust. The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The benefits are governed by the code on social security, 2020. The key features are as under:

Pursuant to the Code on Social Security, 2020, which has been brought into force during the year under reporting, subsuming the corresponding applicable enactments and pending full notification of the relevant rules, gratuity obligations have been accounted for based on the existing legal framework and past practices, to the extent not inconsistent with the Code.

|                     |                                                                              |
|---------------------|------------------------------------------------------------------------------|
| Benefits offered    | 15 / 26 x Salary x Duration of service                                       |
| Wage definition     | wages as per code on wages, 2019                                             |
| Benefit ceiling     | Benefit ceiling of Rs. 20 lakhs is not applied                               |
| Vesting conditions  | 5 years of continuous service (not applicable in case of death / disability) |
| Benefit eligibility | Upon death or resignation / (withdrawal or retirement)                       |
| Retirement age      | 58 years                                                                     |

#### (i) Risks associated to the defined benefit plans:

##### a) Investment /Market and Liquidity risks

In the absence of an actuarial valuation, the Company has not assessed or quantified risks such as actuarial, investment and market & liquidity risks in respect of the gratuity plan.

##### b) Legislative risk:

Risks of increase in the plan liabilities or reduction in plan assets due to change in legislation.

#### (ii) Reconciliation of opening and closing balances of defined benefit obligation: (₹ in Lakhs)

| Particulars                                                       | 2025-26  | 2024-25 |
|-------------------------------------------------------------------|----------|---------|
| Gratuity (funded)                                                 |          |         |
| Defined benefit obligation at the beginning of the year           | 367.73   | 337.80  |
| Recognised in statement of profit and loss:                       |          |         |
| Current service cost                                              | 6.39     | 19.09   |
| Interest cost                                                     | 21.12    | 21.12   |
| Actuarial (gain) / loss recognised in other comprehensive income: |          |         |
| Due to change in financial assumptions                            | 0.01     | 13.32   |
| Due to change in demographic assumptions                          | -        | -       |
| Due to experience adjustments                                     | (3.70)   | 1.32    |
| Past service cost                                                 | 0.38     | -       |
| Benefits paid                                                     | (348.28) | (24.92) |
| Defined benefit obligation at the end of the year                 | 43.65    | 367.73  |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### (iii) Reconciliation of opening and closing balances of fair value of plan assets: (₹ in Lakhs)

| Particulars                                                         | 2025-26  | 2024-25 |
|---------------------------------------------------------------------|----------|---------|
| <b>Gratuity (funded)</b>                                            |          |         |
| Fair value of plan assets at the beginning of the year              | 346.35   | 330.14  |
| Transfer in \ (out) plan assets                                     | -        | -       |
| Interest income                                                     | 20.42    | 21.25   |
| Return on plan assets excluding amounts included in interest income | (3.97)   | 2.41    |
| Contributions by the employer                                       | 34.96    | 17.46   |
| Benefits paid                                                       | (348.28) | (24.91) |
| Fair value of plan assets at the end of the year                    | 49.48    | 346.35  |
| Actual return on plan assets                                        | 16.45    | 23.66   |

### (iv) Expense recognised during the year: (₹ in Lakhs)

| Particulars                                                         | 2025-26     | 2024-25      |
|---------------------------------------------------------------------|-------------|--------------|
| <b>Gratuity (funded)</b>                                            |             |              |
| Current service cost                                                | 6.39        | 19.09        |
| Net interest cost                                                   | 0.70        | (0.14)       |
| Past Service cost & loss / (gain) on curtailments & settlement      | 0.39        |              |
| <b>Net cost recognised in statement of profit and loss</b>          | <b>7.48</b> | <b>18.95</b> |
| Components of actuarial gains / (losses):                           |             |              |
| Due to change in financial assumptions                              | 0.01        | 13.32        |
| Due to experience adjustments                                       | (3.70)      | 1.32         |
| Return on plan assets excluding amounts included in interest income | 3.97        | (2.41)       |
| <b>Net cost recognised in other comprehensive income</b>            | <b>0.28</b> | <b>12.24</b> |

### (v) Reconciliation of fair value of assets and obligations: (₹ in Lakhs)

| Particulars                                      | 2025-26 | 2024-25 |
|--------------------------------------------------|---------|---------|
| <b>Gratuity (funded)</b>                         |         |         |
| Present value of obligation                      | 43.65   | 367.73  |
| Fair value of plan assets                        | 49.48   | 346.35  |
| Net defined benefit liability at end of the year | (5.83)  | 21.38   |

### (vi) Composition of plan assets:

| Particulars              | 2025-26 | 2024-25 |
|--------------------------|---------|---------|
| <b>Gratuity (funded)</b> |         |         |
| <b>Investment funds</b>  | -       | -       |
| Insurance policies       | 100%    | 100%    |
| Total                    | 100%    | 100%    |

### (vii) Key actuarial assumptions:

| Particulars                                                                        | 2025-26 | 2024-25 |
|------------------------------------------------------------------------------------|---------|---------|
| <b>Gratuity (funded)</b>                                                           |         |         |
| <b>Financial assumptions</b>                                                       |         |         |
| Discount rate                                                                      | 6.50%   | 6.60%   |
| Expected rate of return on plan assets                                             | 6.50%   | 6.60%   |
| Salary growth rate                                                                 | 7.00%   | 7.00%   |
| Weighted average duration (years) as at valuation date is 6.08 years for pre years |         |         |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Demographic assumptions

|                                                                                                                                                                                                                                                                        |                                                             |                                                |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|------------------------------------------------|
| Withdrawal rate                                                                                                                                                                                                                                                        | <b>10% at younger ages<br/>reducing to 1% at older ages</b> |                                                |
| Mortality table                                                                                                                                                                                                                                                        | <b>Indian assured<br/>lives mortality<br/>(2012-14)</b>     | Indian assured<br>lives mortality<br>(2012-14) |
| The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary. |                                                             |                                                |
| The expected rate of return on plan assets is determined considering several applicable factors, mainly the composition of plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.          |                                                             |                                                |
| <b>(viii) Sensitivity analysis:</b>                                                                                                                                                                                                                                    |                                                             |                                                |
| The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.                                                     |                                                             |                                                |

### Impact on defined benefit obligations - Gratuity:

| Particulars                   | Increase in assumption |         | Decrease in assumption |         |
|-------------------------------|------------------------|---------|------------------------|---------|
|                               | 2025-26                | 2024-25 | 2025-26                | 2024-25 |
| <b>Discount rate</b>          |                        |         |                        |         |
| Change in assumption by 0.50% | <b>(0.15%)</b>         | (3.04%) | <b>0.16%</b>           | 3.23%   |
| <b>Salary growth rate</b>     |                        |         |                        |         |
| Change in assumption by 0.50% | <b>0.16%</b>           | 3.19%   | <b>(0.15%)</b>         | (3.02%) |
| <b>Withdrawal rate</b>        |                        |         |                        |         |
| Change in assumption by 0.10% | <b>(0.03%)</b>         | -       | <b>0.03%</b>           | 0.02%   |

The Methods and types of assumptions used in preparing the sensitivity analysis for previous year did not change compared to prior period.

### (ix) Maturity profile of the defined benefit obligation:

(₹ in Lakhs)

| Particulars                                                | Gratuity (funded) |         |
|------------------------------------------------------------|-------------------|---------|
|                                                            | 2025-26           | 2024-25 |
| <b>Age wise distribution of defined benefit obligation</b> |                   |         |
| Age in years                                               |                   |         |
| Less than 25                                               | -                 | 0.23    |
| 25 to 35                                                   | -                 | 1.40    |
| 35 to 45                                                   | <b>0.61</b>       | 107.28  |
| 45 to 55                                                   | <b>0.98</b>       | 128.11  |
| above 55                                                   | <b>42.06</b>      | 130.70  |
| Accrued gratuity for left employees                        | -                 | -       |
| <b>Total</b>                                               | <b>43.65</b>      | 367.72  |

| Particulars                                                         | 2025-26      | 2024-25 |
|---------------------------------------------------------------------|--------------|---------|
| <b>Past service wise distribution of defined benefit obligation</b> |              |         |
| Service period in years                                             |              |         |
| 0 to 4                                                              | <b>2.02</b>  | 1.50    |
| 4 to 10                                                             | <b>6.00</b>  | 9.51    |
| 10 to 15                                                            | <b>12.37</b> | 37.63   |
| 15 and above                                                        | <b>23.26</b> | 319.08  |
| Accrued gratuity for left employees                                 | -            | -       |
| <b>Total</b>                                                        | <b>43.65</b> | 367.72  |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### C. Other long-term employee benefits

**Leave encashment:** The present value of obligation is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

**The benefits are governed by the Company's leave policy. The key features are as under:**

|                         |                                                                                                 |
|-------------------------|-------------------------------------------------------------------------------------------------|
| Salary for encashment   | wages as per code on wages, 2019                                                                |
| Salary for availment    | Cost to company                                                                                 |
| Benefit event           | Death or resignation or retirement or availment                                                 |
| Maximum accumulation    | No restrictions                                                                                 |
| Benefit formula         | $(\text{Leave days}) \times (\text{Basic salary} + \text{VDA/PP}) / (\text{Leave denominator})$ |
| Leave denominator       | 30                                                                                              |
| Leave credited annually | 16                                                                                              |
| Retirement age          | 58 Years                                                                                        |

#### Key actuarial assumptions :

| Particulars                    | 2025-26        | 2024-25        |
|--------------------------------|----------------|----------------|
| Discount rate                  | 6.50%          | 6.60%          |
| Expected rate of return (P.A.) | Not applicable | Not applicable |
| Salary growth rate             | 7.00%          | 7.00%          |

#### Demographic assumptions

|                                                                                                                                          |                                                               |                                                               |
|------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------------------|
| Withdrawal rate                                                                                                                          | 10% p.a. at younger ages<br>reducing to 1% p.a. at older ages | 10% p.a. at younger ages<br>reducing to 1% p.a. at older ages |
| Mortality table                                                                                                                          | Indian assured lives mortality<br>(2012-14)                   | Indian assured lives mortality<br>(2012-14)                   |
| Leave encashment recognised during the year in the statement of profit and loss amounts to ₹ 1.45 lakhs<br>(previous year ₹ 15.52 lakhs) |                                                               |                                                               |

### D. Company's estimate of contributions expected to be paid during financial year 2025-26 is as under:

(₹ in Lakhs)

|                                                                               |                     |
|-------------------------------------------------------------------------------|---------------------|
| (i) Defined contribution plan:<br>• Employer's contribution to provident fund | 12% of basic salary |
| (ii) Defined benefit plan:<br>• Gratuity                                      | -                   |
| (iii) Other long-term employee benefits<br>• Leave encashment                 | 23.95               |

The above disclosures are based on information certified by the independent actuary.



## Notes to the Financial Statements for the year ended 31 March, 2026 (Contd..)

### Note : 38 - Related party disclosures :

|                                        |                                                                                                                                    |                                                                   |                                   |                                   |
|----------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|-----------------------------------|-----------------------------------|
| A. List of Related Parties :           |                                                                                                                                    |                                                                   |                                   |                                   |
| (i) Holding Company:                   |                                                                                                                                    |                                                                   |                                   |                                   |
| Sr.No.                                 | Name of entity                                                                                                                     | Country of Incorporation                                          | % of holding as at 31 March, 2026 | % of holding as at 31 March, 2025 |
| 1                                      | Direct Holdings<br>AIA Engineering Limited                                                                                         | India                                                             | 74.85%                            | 74.85%                            |
| (ii) Key managerial personnel ('KMP'): |                                                                                                                                    |                                                                   |                                   |                                   |
| Sr.No.                                 | Name                                                                                                                               | Designation                                                       |                                   |                                   |
| 1                                      | Mr. Bhadresh K. Shah                                                                                                               | Non-Executive & Non-Independent director                          |                                   |                                   |
| 2                                      | Mrs. Khushali Samip Solanki                                                                                                        | Non-Executive & Non-Independent director                          |                                   |                                   |
| 3                                      | Mr. Sanjay S. Majmudar                                                                                                             | Non-Executive & Non-Independent director                          |                                   |                                   |
| 4                                      | Mr. Pradip R. Shah                                                                                                                 | Non-Executive & Non-Independent director                          |                                   |                                   |
| 5                                      | Mr. Rajan Harivallbhadas                                                                                                           | Independent director (w.e.f 10.09.2024)                           |                                   |                                   |
| 6                                      | Mr.Piyush B.Shah                                                                                                                   | Independent director (w.e.f 10.09.2024)                           |                                   |                                   |
| 7                                      | Mr. D.P.Dhanuka                                                                                                                    | Independent director (upto 09.09.2024)                            |                                   |                                   |
| 8                                      | Mr. Ashok Nichani                                                                                                                  | Independent director (upto 09.09.2024)                            |                                   |                                   |
| 9                                      | Mr. Mohana Rao VVR                                                                                                                 | Chief executive officer (upto 31.07.2025)                         |                                   |                                   |
| 10                                     | Mr.Gangadurai                                                                                                                      | Chief executive officer (w.e.f 07.08.2025)                        |                                   |                                   |
| 11                                     | Mr. Viren K Thakkar                                                                                                                | Chief financial officer                                           |                                   |                                   |
| 12                                     | Mr.Paresh M.Shukla                                                                                                                 | Company Secretary                                                 |                                   |                                   |
| 13                                     | Mr. SN Jethaliya                                                                                                                   | Company Secretary (upto 06.02.2025)                               |                                   |                                   |
| (iii) Others:                          |                                                                                                                                    |                                                                   |                                   |                                   |
| a                                      | Mrs. Tayaramma                                                                                                                     | Close family member of key managerial personnel (upto 31.07.2025) |                                   |                                   |
| b                                      | Welcast Steels Employees Gratuity fund trust                                                                                       | Post employment benefit plan of Welcast Steels Limited            |                                   |                                   |
| (iv)                                   | Enterprises over which key managerial personnel or close member of their family exercise control - [Ref: Ind AS 24, para 9(b)(vi)] |                                                                   |                                   |                                   |
| 1                                      | AB Trade link Limited                                                                                                              |                                                                   |                                   |                                   |
| 2                                      | Vee Connect Travels Private Limited                                                                                                |                                                                   |                                   |                                   |
| 3                                      | Discus IT Private Limited                                                                                                          |                                                                   |                                   |                                   |
| 4                                      | RNCA & Associates                                                                                                                  |                                                                   |                                   |                                   |



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

### B. Transactions with related parties Details of related party transactions during the year:

(₹ in Lakhs)

| Sr No | Nature of transactions                     | Holding Companies |                 | Key Managerial Personnel |              | Non-Executive & Non-Independent Directors |             | Independent Directors |             | Enterprises over which KMP or close member of their family exercise control. |             | Relatives of key managerial personnel |             | Post Employee benefit of the company |              |
|-------|--------------------------------------------|-------------------|-----------------|--------------------------|--------------|-------------------------------------------|-------------|-----------------------|-------------|------------------------------------------------------------------------------|-------------|---------------------------------------|-------------|--------------------------------------|--------------|
|       |                                            | 31.03.2026        | 31.03.2025      | 31.03.2026               | 31.03.2025   | 31.03.2026                                | 31.03.2025  | 31.03.2026            | 31.03.2025  | 31.03.2026                                                                   | 31.03.2025  | 31.03.2026                            | 31.03.2025  | 31.03.2026                           | 31.03.2025   |
| 1     | Sale of Products *                         | 1,077.93          | 1,025.76        | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | -                                    | -            |
| 2     | Purchase of Goods *                        | 80.23             | 1,067.72        | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | -                                    | -            |
| 3     | Travelling Expenses                        | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | 0.21        | -                                     | -           | -                                    | -            |
| 4     | Sitting Fees                               | -                 | -               | -                        | -            | 3.00                                      | 2.20        | 2.30                  | 3.35        | -                                                                            | -           | -                                     | -           | -                                    | -            |
| 5     | Rent                                       | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | 0.76                                  | 2.20        | -                                    | -            |
| 6     | Salary, Bonus & Perquisites                | -                 | -               | 91.31                    | 42.65        | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | -                                    | -            |
| 7     | Legal and Professional consultancy fee     | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | 0.59        | -                                     | -           | -                                    | -            |
| 8     | Reimbursement of Gratuity Paid Employee    | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | -                                    | 29.58        |
| 9     | Contribution to Gratuity funds             | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | 34.96                                | 17.48        |
|       | <b>TOTAL</b>                               | <b>1,158.16</b>   | <b>2,093.48</b> | <b>91.31</b>             | <b>42.65</b> | <b>3.00</b>                               | <b>2.20</b> | <b>2.30</b>           | <b>3.35</b> | <b>-</b>                                                                     | <b>0.80</b> | <b>0.76</b>                           | <b>2.20</b> | <b>34.96</b>                         | <b>47.06</b> |
|       | Outstanding balance receivable at year end | -                 | -               | -                        | -            | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | -           | 5.83                                 | 10.20        |
|       | Outstanding balance payable at year end    | -                 | 25.13           | 7.05                     | 7.59         | -                                         | -           | -                     | -           | -                                                                            | -           | -                                     | 0.18        | -                                    | 21.38        |

\*Inclusive of Taxes



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

### C. Disclosures in respect of transactions with related parties during the year:

(₹ in Lakhs)

| Sr. No. | Nature of transaction                       | Name of related party                        | For the year ended<br>31 March, 2026 | For the year ended<br>31 March, 2025 |
|---------|---------------------------------------------|----------------------------------------------|--------------------------------------|--------------------------------------|
| 1       | Sale of products *                          | AIA Engineering Limited                      | 1,077.93                             | 1,025.76                             |
| 2       | Purchase of goods *                         | AIA Engineering Limited                      | 80.23                                | -                                    |
| 3       | Salary, Bonus and Perquisites               | Mr. Mohana Rao VVR                           | 32.86                                | 37.14                                |
|         |                                             | Mr. Paresh M Shukla                          | 38.69                                | 5.51                                 |
|         |                                             | Mr. Gangadurai                               | 19.76                                | -                                    |
| 4       | Rent                                        | Mrs. Tayaramma                               | 0.76                                 | 2.20                                 |
| 5       | Travelling expenses                         | Vee Connect Travel Private Limited           | -                                    | 0.21                                 |
| 6       | Legal and professional consultancy fees     | RNCA & Associates                            | -                                    | 0.59                                 |
| 7       | Sitting Fees Paid                           | Mr. Bhadresh K. Shah                         | 0.75                                 | 1.05                                 |
|         |                                             | Mrs. Khushali S. Solanki                     | 0.60                                 | 0.60                                 |
|         |                                             | Mr. D. P. Dhanuka                            | -                                    | 0.65                                 |
|         |                                             | Mr. Pradip R. Shah                           | 0.75                                 | 0.70                                 |
|         |                                             | Mr. Sanjay S. Majmudar                       | 0.90                                 | 0.90                                 |
|         |                                             | Mr. Ashok Nichani                            | -                                    | 0.65                                 |
|         |                                             | Mr. Piyush B. Shah                           | 1.15                                 | 0.50                                 |
|         |                                             | Mr. Rajan Harivallabhadas                    | 1.15                                 | 0.50                                 |
| 8       | Reimbursement of Gratuity paid to Employees | Welcast Steels Employees Gratuity fund trust | 5.00                                 | -                                    |
| 9       | Contribution to Gratuity funds              | Welcast Steels Employees Gratuity fund trust | 34.96                                | 17.45                                |

\*Inclusive of taxes

### D. Details of amounts due to or due from related parties as at 31 March, 2026

(₹ in Lakhs)

| Sr no. | Nature of transaction                                                                            | Name of related party                        | As at<br>31 March, 2026 | As at<br>31 March, 2025 |
|--------|--------------------------------------------------------------------------------------------------|----------------------------------------------|-------------------------|-------------------------|
| 1      | <b>Trade Receivables</b>                                                                         |                                              |                         |                         |
|        | Holding Company                                                                                  | AIA Engineering Limited                      | -                       | -                       |
| 2      | <b>Trade Payables</b>                                                                            |                                              |                         |                         |
|        | Holding Company                                                                                  | AIA Engineering Limited                      | -                       | -                       |
|        | Key Managerial Personal due to                                                                   | Mr. Mohana Rao VVR                           | -                       | 4.85                    |
|        |                                                                                                  | Mr. Viren K Thakkar                          | -                       | -                       |
|        |                                                                                                  | Mr. Paresh M. Shukla                         | 4.97                    | 2.74                    |
|        |                                                                                                  | Mr. Gangadurai M                             | 2.08                    | -                       |
| 3      | Enterprises over which key managerial personnel or Close member of their family exercise control |                                              | -                       | -                       |
| 4      | Relative of KMP                                                                                  | Mrs. Tayaramma                               | -                       | 0.18                    |
| 5      | Amount due from Gratuity Trust                                                                   | Welcast Steels Employees Gratuity fund trust | 5.83                    | 10.20                   |
| 6      | Amount due to Gratuity Trust                                                                     | Welcast Steels Employees Gratuity fund trust | -                       | -                       |



## Notes to the Financial Statements for the year ended 31 March, 2026 (Contd..)

### E. Break up of compensation paid to key managerial personnel (₹ in Lakhs)

| Sr No | Particulars                  | Name of the Key managerial personnel | As at 31 March, 2026 | As at 31 March, 2025 |
|-------|------------------------------|--------------------------------------|----------------------|----------------------|
| 1     | Short-term employee benefits | Mr. Mohana Rao VVR                   | 11.12                | 37.14                |
|       |                              | Mr. Paresh M. Shukla                 | 38.69                | 5.51                 |
|       |                              | Mr. Gangadurai                       | 19.76                | -                    |
| 2     | Post-employment benefits     | Mr. Mohana Rao VVR                   | 21.74                | -                    |
|       |                              | Mr. Paresh M. Shukla                 | -                    | -                    |
|       |                              | Mr. Gangadurai                       | -                    | -                    |

Key Managerial Personnel who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis. No amount has been recognised as bad or doubtful in respect of transactions with the related parties.

The Company's transactions with its related party its holding company are at arm's length, as per the independent accountant's report for the year ended 31 March 2026. The management believes that the Company's transactions with its holding company post 31 March 2026 continue to be at arm's length and that transfer pricing legislations will not have any impact on the financial statements, particularly on the amount of tax expenses for the financial year 2025-26 and the amount of provision for taxation as at 31 March 2026.

#### Note No. 39 :

##### Segmental reporting:

The company manufactures and deals with a single product, Alloy steel Cast Grinding Media upto 15th Dec 2025. Also Company's operations are solely situated in India. Hence there are no reportable segments as required by Ind AS - 108 "Operating Segments" under the Companies (Indian Accounting Standards) Rules, 2015. Further sales to each customer amounting to 10% or more of the Company's total revenue from sale of grinding media amounted to ₹ 1631.78 lakhs (net of tax) (previous year : ₹ 1829.32 lakhs).

#### Note No. 40 :

##### I. Financial risk management

The Company's business activities expose it to a variety of financial risks, namely credit risk, liquidity risk, market risk and commodity risk. The Company's senior management has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has constituted a Risk Management Committee which is responsible for developing and monitoring the Company's risk management policies. The key risks and mitigating actions are also placed before the Audit Committee of the Company. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Risk Management Committee of the Company is supported by the Finance team and experts who provide assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The activities are designed to protect the Company's financial results and position from financial risks, maintain market risks within the acceptable parameters while optimizing returns and protect the Company's financial investments while maximizing returns. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk in the financial statements.



## Notes to the Financial Statements for the year ended 31 March, 2026 (Contd..)

| Nature of risk              | Exposure arising from                                                                     | Measurement                                                    | Management                                                                                                       |
|-----------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| Credit risk                 | Cash and Cash equivalents, trade receivables, financial assets measured at amortized cost | Aging analysis<br>Credit rating                                | Credit limit set and aging analysis protect Company from potential losses due to excess credit to the customers. |
| Liquidity risk              | Borrowing and other liabilities                                                           | Rolling cash flow forecasts                                    | Company does not borrow any funds                                                                                |
| Market risk - interest rate | Borrowings at variable rates                                                              | Sensitivity analysis                                           | Company does not borrow any funds                                                                                |
| Commodity risk              | Purchase of raw material                                                                  | Fluctuation in imported Ferro chrome prices and currency rates | Procurement and inventory strategy                                                                               |

### A. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle the obligation as agreed. To manage this, the Company periodically assesses financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Customer wise limits are set accordingly.

The Company considers the probability of default of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward-looking information such as:

- (i) Actual or expected significant adverse changes in business
- (ii) Actual or expected significant changes in the operating results of the counter party.
- (iii) Financial or economic conditions that are expected to cause a significant change to the counter party's ability to meet its obligations

The Company categorizes financial assets based on the assumptions, inputs and factors specific to the class of financial asset into High-quality assets, negligible credit risk; Quality assets, low credit risk; Standard assets, moderate credit risk; Substandard assets, relatively high credit risk; Low quality assets, very high credit risk; Doubtful assets, credit impaired.

Financial assets are written off only when there are no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. The Company considers a loan or receivable for write off review when it pasts greater than one year from due date. Where loans or receivables have been written off, the Company continues engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in the statement of profit and loss.



## Notes to the Financial Statements for the year ended 31 March, 2026

(Contd..)

### Provision for Expected credit loss :

| Description of category                                                                                                                                                                            | Category                                        | Basis for recognition of expected credit loss provision |                                                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|---------------------------------------------------------|--------------------------------------------------------|
|                                                                                                                                                                                                    |                                                 | Loans and deposits                                      | Trade receivables                                      |
| Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil.                                                                     | High-quality assets, negligible credit risk     | 12 month expected credit losses                         | Life time expected credit losses (Simplified approach) |
| Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past.              | Quality assets, low credit risk                 | 12 month expected credit losses                         |                                                        |
| Assets where the probability of default is moderate, counter-party where the capacity to meet the obligations is not strong.                                                                       | Standard assets, moderate credit risk           | 12 month expected credit losses                         |                                                        |
| Assets where there has been a significant increase in credit risk since initial recognition where payments are more than 360 days past due                                                         | Substandard assets, relatively high credit risk | Life time expected credit losses                        |                                                        |
| Assets where there is a high probability of default. It includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 360 days past due. | Low quality assets, very high credit risk       | Life time expected credit losses                        |                                                        |
| Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Company.                       | Doubtful assets, credit impaired                | Asset is written off                                    |                                                        |

### Expected credit loss for loans and deposits:

(₹ in Lakhs)

| Particulars                                                                                                   | Assets Group | Estimated gross carrying amount at default | Expected probability of default | Expected credit losses | Carrying amount net of impairment provision |
|---------------------------------------------------------------------------------------------------------------|--------------|--------------------------------------------|---------------------------------|------------------------|---------------------------------------------|
| <b>As at 31 March, 2026</b>                                                                                   |              |                                            |                                 |                        |                                             |
| <b>Loss allowance measured at 12 month expected credit losses:</b>                                            |              |                                            |                                 |                        |                                             |
| Financial assets for which credit risk has not increased significantly since initial recognition              | Loans        | 0.72                                       | -                               | -                      | 0.72                                        |
|                                                                                                               | Deposits     | 294.52                                     | -                               | -                      | 294.52                                      |
| <b>Loss allowance measured at life time expected credit losses:</b>                                           |              |                                            |                                 |                        |                                             |
| Financial assets for which credit risk has increased significantly and not credit impaired or credit impaired | NA           | -                                          | -                               | -                      | -                                           |
| <b>As at 31 March, 2025</b>                                                                                   |              |                                            |                                 |                        |                                             |
| <b>Loss allowance measured at 12 month expected credit losses:</b>                                            |              |                                            |                                 |                        |                                             |
| Financial assets for which credit risk has not increased significantly since initial recognition              | Loans        | 12.35                                      | -                               | -                      | 12.35                                       |
|                                                                                                               | Deposits     | 274.80                                     | -                               | -                      | 274.80                                      |
| <b>Loss allowance measured at life time expected credit losses:</b>                                           |              |                                            |                                 |                        |                                             |
| Financial assets for which credit risk has increased significantly and not credit impaired or credit impaired | NA           | -                                          | -                               | -                      | -                                           |



## Notes to the Financial Statements for the year ended 31 March, 2026 (Contd..)

### Expected credit loss for trade receivables under simplified approach:

#### Ageing of trade receivables as at year end:

(₹ in Lakhs)

| Due from the date of invoice | As at 31 March, 2026 | As at 31 March, 2025 |
|------------------------------|----------------------|----------------------|
| Not due                      | -                    | 518.98               |
| 0 - 3 months                 | -                    | 261.67               |
| 3 - 6 months                 | -                    | 18.09                |
| 6 - 12 months                | -                    | 26.12                |
| Beyond 12 months             | -                    | 0.17                 |
| Gross carrying amount        | -                    | 825.03               |
| Expected credit loss         | -                    | -                    |
| Net carrying amount          | -                    | 825.03               |

### B. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. The Company's treasury department is responsible for liquidity, funding as well as settlement. In addition, processes and policies related such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

### Financing arrangements

The Company does not have any credit facilities with financial institution as at 31.03.2026 (₹ in Lakhs)

| Particulars                        | As at 31 March, 2026 | As at 31 March, 2025 |
|------------------------------------|----------------------|----------------------|
| Fund and non-fund based facilities | -                    | -                    |

The table below analyses non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. (₹ in Lakhs)

| Particulars               | As at 31 March, 2026 |       | As at 31 March, 2025 |        |
|---------------------------|----------------------|-------|----------------------|--------|
|                           | Less than 1 year     | Total | Less than 1 year     | Total  |
| Short term borrowings     | -                    | -     | -                    | -      |
| Trade payables            | 22.16                | 22.16 | 515.45               | 515.45 |
| other Financial Liability | 36.77                | 36.77 | 90.56                | 90.56  |
| Total                     | 58.93                | 58.93 | 606.01               | 606.01 |

Note: The company has not issued any guarantees to any one against their borrowing limits .

### C. Market risk – Interest rates

The Company does not have any credit facilities with financial institution hence no Interest rate risk

**Market risk: Foreign currency risk:** The company does not have exposure to foreign currency risk except for the imports which is quite small quantum. The Company monitors the market rates of foreign currency at the time of requisition of imported materials.

**Notes to the Financial Statements as at 31 March, 2026****(Contd..)****D. Commodity Risk**

Principal raw material for Company's products are Metal Scrap and Ferro chrome. Company sources its raw material requirement from domestic and international markets. Domestic market price generally remains in line with international market prices. Volatility in metal prices, currency fluctuation of rupee viz a viz other prominent currencies coupled with demand-supply scenario in the world market affect the effective price of scrap and ferrous metal. Company effectively manages availability of material as well as price volatility through:

- (i) widening its sourcing base;
- (ii) appropriate contracts with vendors and customers and commitments;
- (iii) Well planned procurement and inventory strategy.

Risk committee of the Company has developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

**Consumption details of Metal scrap and Ferro chrome in MT:**

| Particulars  | 2025-26 | 2024-25 |
|--------------|---------|---------|
| Metal scrap  | 4,132   | 7,269   |
| Ferro chrome | 1,088   | 1,899   |

**Commodity price sensitivity:**

Increase / (decrease) in prices of Metal scrap / Ferro chrome by ₹1 per kg would have following impact on profit before tax: (₹ in Lakhs)

| Particulars                    | 2025-26 | 2024-25 |
|--------------------------------|---------|---------|
| ₹1 increase in commodity price | 52.20   | 91.67   |
| ₹1 decrease in commodity price | (52.20) | (91.67) |

**II. Capital Management****A. The Company's objectives when managing capital are to:**

- Safe guard their ability to continue as a going concern so that they can continue to provide return for shareholders and benefits for other stakeholders.
- Maintain an optimal capital structure to reduce the cost of capital.
- Company believes in conservative leverage policy.

Company's capital expenditure plan over the medium term shall be largely funded through internal accruals and suppliers' credit and does not have any long term borrowing arrangements with any one.

The Company monitors capital on the basis of the following debt equity ratio: (₹ in Lakhs)

| Particulars          | 2025-26  | 2024-25  |
|----------------------|----------|----------|
| Debt                 | -        | -        |
| Total equity         | 3,378.11 | 3,908.61 |
| Debt to total equity | -        | -        |

Company believes in conservative leverage policy. Company's capital expenditure plan over the medium term shall be largely funded through internal accruals and suppliers' credit.

- B.** Company follows the policy of dividend for every financial year as may be decided by the Board considering financial performance of the Company and other internal and external factors enumerated in the Company's dividend policy such as reinvestment of capital business.



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note - 41: Fair value measurements

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

#### A. Financial assets :

(₹ in Lakhs)

| Particulars                          | Note  | Instruments carried at |          |                 | Total Carrying Value | Total Fair Value |
|--------------------------------------|-------|------------------------|----------|-----------------|----------------------|------------------|
|                                      |       | FVTPL                  | FVTOCI   | Amortised cost  |                      |                  |
| <b>As at 31 March, 2026</b>          |       |                        |          |                 |                      |                  |
| <b>Non-current investments</b>       |       |                        |          |                 |                      |                  |
| <b>Current investments</b>           |       |                        |          |                 |                      |                  |
| Current investments                  | 9     | 2,381.00               | -        | -               | 2,381.00             | 2,381.00         |
| Trade receivables                    | 10    | -                      | -        | -               | -                    | -                |
| Loans                                | 6, 13 | -                      | -        | 0.72            | 0.72                 | -                |
| Cash and cash equivalents            | 11    | -                      | -        | 77.01           | 77.01                | -                |
| Bank balances other than above       | 12    | -                      | -        | 0.93            | 0.93                 | -                |
| Non-Current - Other financial assets | 7     | -                      | -        | 18.30           | 18.30                | -                |
| Other financial assets               | 14    | -                      | -        | 276.22          | 276.22               | -                |
| <b>Total</b>                         |       | <b>2,381.00</b>        | <b>-</b> | <b>373.18</b>   | <b>2,754.18</b>      | <b>2,381.00</b>  |
| <b>As at 31 March, 2025</b>          |       |                        |          |                 |                      |                  |
| <b>Non-current investments</b>       |       |                        |          |                 |                      |                  |
| <b>Current investments</b>           |       |                        |          |                 |                      |                  |
| Current investments                  | 9     | 1,680.72               | -        | -               | 1,680.72             | 1,680.72         |
| Trade receivables                    | 10    | -                      | -        | 825.03          | 825.03               | -                |
| Loans                                | 6, 13 | -                      | -        | 12.35           | 12.35                | -                |
| Cash and cash equivalents            | 11    | -                      | -        | 244.86          | 244.86               | -                |
| Bank balances other than above       | 12    | -                      | -        | 51.83           | 51.83                | -                |
| Non-Current - Other financial assets | 7     | -                      | -        | 274.80          | 274.80               | -                |
| Other financial assets               | 14    | -                      | -        | 44.37           | 44.37                | -                |
| <b>Total</b>                         |       | <b>1,680.72</b>        | <b>-</b> | <b>1,453.24</b> | <b>3,133.96</b>      | <b>1,680.72</b>  |

#### B. Financial liabilities :

(₹ in Lakhs)

| Particulars                 | Note | Instruments carried at |          |                | Total Carrying Value | Total Fair Value |
|-----------------------------|------|------------------------|----------|----------------|----------------------|------------------|
|                             |      | FVTPL                  | FVTOCI   | Amortised cost |                      |                  |
| <b>As at 31 March, 2026</b> |      |                        |          |                |                      |                  |
| Trade payables              | 20   | -                      | -        | 22.16          | 22.16                | -                |
| Derivatives                 |      | -                      | -        | -              | -                    | -                |
| Other financial liabilities | 21   | -                      | -        | 36.77          | 36.77                | -                |
| <b>Total</b>                |      | <b>-</b>               | <b>-</b> | <b>58.93</b>   | <b>58.93</b>         | <b>-</b>         |
| <b>As at 31 March, 2025</b> |      |                        |          |                |                      |                  |
| Trade payables              | 22   | -                      | -        | 515.45         | 515.45               | -                |
| Derivatives                 |      | -                      | -        | -              | -                    | -                |
| Other financial liabilities | 21   | -                      | -        | 90.56          | 90.56                | -                |
| <b>Total</b>                |      | <b>-</b>               | <b>-</b> | <b>606.01</b>  | <b>606.01</b>        | <b>-</b>         |



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

### Note 42:

The financial statements are approved by Board of Directors in their meeting held on dated 20 May 2026 by Video Conferencing.

**Note 43 :** The Provisions of Corporate Social Responsibility under Section 135 of the Companies Act, 2013

(₹ in Lakhs)

| Particulars                                                                                                                                                                                         | 31 March, 2026 | 31 March, 2025 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|----------------|
| Corporate Social Responsibility expenses for the year                                                                                                                                               | -              | 6.13           |
| Head of expenses included in above:                                                                                                                                                                 | -              | -              |
| Eradicating hunger, poverty and malnutrition                                                                                                                                                        | -              | 6.13           |
| Gross amount required to be spent by the Company during the year.                                                                                                                                   | -              | 6.13           |
| Amount spent during the year on                                                                                                                                                                     | -              | -              |
| (i) Construction/acquisition of any asset                                                                                                                                                           | -              | -              |
| (ii) on purposes other than (i) above                                                                                                                                                               | -              | 6.13           |
| Details of Related party transactions                                                                                                                                                               | -              | -              |
| Provision for CSR Expenses                                                                                                                                                                          | -              | -              |
| Opening balance                                                                                                                                                                                     | -              | -              |
| Add : Provision created during the year                                                                                                                                                             | -              | 6.13           |
| Less: Provision utilised during the year                                                                                                                                                            | -              | 6.13           |
| Closing balance                                                                                                                                                                                     | -              | -              |
| The amount of shortfall at the end of the year out of the amount required to be spent by the Company during the year                                                                                | -              | -              |
| The total of previous years' shortfall amounts                                                                                                                                                      | -              | -              |
| The reason for above shortfalls by way of a note                                                                                                                                                    | -              | -              |
| The nature of CSR activities undertaken by the Company: As per Schedule VII of the Companies Act, 2013 during the current year NIL and previous year as per Schedule VII of the Companies Act, 2013 |                |                |

**Note 44 :** The financial statements have been prepared on a non-going concern basis (Refer Note 2). During the year, the Company recognised closure compensation of ₹328.19 lakhs payable to employees, which has been fully paid and settled. The impact of the same has been disclosed as an exceptional item in the Statement of Profit and Loss.

### Note 45 :

**(A)** 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 lend or invest in party identified by or on behalf of the holding Company and its subsidiaries incorporated in India (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the holding Company and its subsidiaries incorporated in India shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the holding Company and its subsidiaries incorporated in India ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

### **(B) Note on audit trials maintenance**

In accordance with the requirements stipulated under the provisions of Companies Act, 2013 for maintenance of Audit Trail for books of accounts with effect from 01 April, 2023, the Company has enabled the Audit Trail feature at the application level of Accounting Software SAP. There has been no instance of audit trail feature being tampered with. Further, the audit trail has been preserved as per the statutory requirements for record retention.



## Notes to the Financial Statements as at 31 March, 2026

(Contd..)

(C) The company has not been declared wilful defaulter by any bank or financial institution or other lender

### Note 46:

The company has not traded or invested in Crypto or virtual currency during the year(PY Nil).

### Note 47:

There are no transactions which are not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

As per our Report of even date attached  
for **DAGLIYA & CO**  
Chartered Accountants  
(Firm registration No. 000671S)

**P. MANOHARA GUPTA**  
Partner  
Membership No 16444  
UDIN: 26016444DOFIRZ9414

**GANGADURAI M.**  
Chief Executive Officer

Place: Bengaluru  
Date: 20 May, 2026

**For and on behalf of the Board of Directors**  
**Welcast Steels Limited**  
CIN: L27104GJ1972PLC085827

**RAJAN HARIVALLABHDAS**  
Chairman  
DIN: 00014265

**VIREN K. THAKKAR**  
Chief Financial Officer

Place: Ahmedabad  
Date: 20 May, 2026

**BHADRESH K.SHAH**  
Director  
DIN 00058177

**PARESH M SHUKLA**  
Company Secretary  
ACS: 20815

Place: Ahmedabad  
Date: 20 May, 2026



## NOTICE

Dear Share holder/s,

### Usage of Electronic Payment Modes for making payments to Investors.

We would like to inform you that SEBI vide its circular No CIR/MRD/DP/10/2013 dated 21st March, 2013 directed that in view of the advancements in the field of electronic payment system viz. NEFT, RTGS etc. for making cash payments to the investors, Companies whose securities are listed on the Stock exchanges shall use RBI approved electronic mode of payment. The said circular also provides that in cases where either the bank details such as MICR, IFSC code etc. are not available or the electronic payment instructions have failed or have been rejected by the bank, Companies may use the physical payment instrument for making cash payments to the investors and Companies shall mandatorily print the bank account details of the investors on such payment instruments.

In view of the above and to comply with the SEBI directions, in case, if you have not provided the relevant details, we request you to kindly fill the enclosed form and send the same to us on or before 3 September, 2026 to update mandate details in the system for future payments to you.

Thanking you,

Yours faithfully

For Welcast Steels Limited.,

Paresh M. Shukla

Company Secretary

Shareholder's authorization to receive dividends through Electronic Credit Clearing Mechanism.

Unit: Welcast Steels Limited.

|                                                                                                                                                                                                                                                    |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Registered Folio No                                                                                                                                                                                                                                |  |
| Name of the first / sole shareholder                                                                                                                                                                                                               |  |
| PAN                                                                                                                                                                                                                                                |  |
| Telephone Number of investor                                                                                                                                                                                                                       |  |
| Email id of investor                                                                                                                                                                                                                               |  |
| Bank Name                                                                                                                                                                                                                                          |  |
| Branch Address & Telephone No. of Branch<br>Bank Account Number<br>(As appearing on the Cheque Books)                                                                                                                                              |  |
| Branch Code & IFS Code                                                                                                                                                                                                                             |  |
| 9 digit code number of the Bank and Branch appearing on the MICR cheque issued by the Bank.(Please attach a blank cancelled cheque, or a photocopy (Xerox copy) of a cheque issued to you by your Bank, for verification of the above particulars) |  |
| AccountType-SB/CA                                                                                                                                                                                                                                  |  |

I hereby, declare that the particulars given above are correct and complete. If the payment transaction is delayed or not effected at all for any reasons, including but not limited to incomplete or incorrect information, I will not hold the Company/RTA responsible. I agree to discharge the responsibility expected from me as a participant under the scheme.

I further undertake to inform the Company of any subsequent change(s) in the above particulars.

Place:

Date :

Signature of the Holder(s):

Note:

1. Please fill in the information in CAPITAL LETTERS in ENGLISH ONLY.



**Welcast Steels Limited**