An ISO 9001 : 2015 Company

AEO भारतीय सीमा शुल्क INDIAN CUSTOMS

GEEKAY WIRES LIMITED
Erstwhile "GEEKAY WIRES PVT. LTD."
(Mfrs. : Galvanized Steel Wire, Wire Products, Collated Nails, Stainless Steel Nuts & Botts)
H.No. 11-70/5, 2nd Floor, G.P. Complex, Shivalayam Road,
Fathenagar, Hyderabad - 500 018. India.
: +91 - 40 - 23778090, 23778091
: geekaywires@gmail.com
: www.geekaywires.com
CIN : L63000TG1989PLC010271
GSTIN : 36AAACG7452M1ZA
PAN No. : AAACG7452M

Date: August 18, 2024

To,

The Manager
Listing Department,
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

Trading Symbol: GEEKAYWIRE

Sub: Submission of Annual Report of the 35th Annual General Meeting of the Company for the Financial Year 2023-2024

Dear Sir,

With reference to the above captioned subject, please find enclosed herewith the Annual Report of the 35th Annual General Meeting of the Company for the Financial Year 2023-2024 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Annual Report will be available in the Company's website www.geekaywires.com

Please take the above on your record and disseminate the same for the information of investors.

For and on behalf of
Geekay Wires Limited

SANJAY KUMAR PRAJAPATI
Digitally signed by SANJAY KUMAR PRAJAPATI
Date: 2024.08.18 10:31:01 +05'30'

GEEKAY WIRES LIMITED Hyderabad

Sanjay Kumar Prajapati
Company Secretary & Compliance Officer

JAS-ANZ CMAX CERTIFICATIONS

GEEKAY WIRES LTD.

(KANDOI GROUP)



35th Annual Report
2023-2024

BOARD OF DIRECTOR'S



Ghanshyam Dass
Chairman & Managing Director



Ashish Kandoi
Whole Time Director



Anuj Kandoi
Whole Time Director

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Ghanshyam Dass	Chairman & Managing Director
Mr. Anuj Kandoi	Whole Time Derector
Mr. Ashish Kandoi	Whole Time Derector
Mr. Bhagwan Dass Bhankhor	Independent Director
Ms. Shwetha Kabra	Independent Director
Mrs. Tara Devi Veitla	Independent Derector

CHIEF FINANCIAL OFFICER

Mr. Abhijit Suresh Patki — Email : **abhijit.patki@geekaywires.com**

COMPANY SECRETARY & COMPLIANCE OFFICER

CS Sanjay Kumar Prajapati — Email: **compliance.geekaywires@gmail.com**

REGISTERED OFFICE

11-70/5, G.P Complex, Balanagar, Hyderabad - 500 018
Email: info@geekeywires.com, geekaywires@gmail.com • Telephone: +91-40– 23778090

PLANT LOCATION

Unit I	300/A, Isnapur Village, Medak District, Telangana - 502307.
Unit II	Sy. No. 288/A 1/2, 289/B, 290/A2 1/2, 291/A1 and 300/C 1/2, Shankarampet Village, Shankarampet Mandal - Medak - 502271

STATUTORY AUDITORS

M M Palod & Co
Chartered Accountants
4-1-371, 2nd Floor, L3, Kundas Estates,
Adj. Jaya International, Abids,
Hyderabad 500 001

SECRETARIAL AUDITORS

M/s Kashinath Sahu & Co.
Company Secretaries
Flat No 101, G K Arunodaya Enclave,
Annapurna Colony,
Mallapur, Hyderabad 500076

Geekay Wires Limited
(KANDOI GROUP)



BOARD COMMITTEES

AUDIT COMMITTEE

Tara Devi Veitla	Chairperson
Shwetha Kabra	Member
Ghanshyam Dass	Member

NOMINATION & REMUNERATION COMMITTEE

Tara Devi Veitla	Chairperson
Bhagwan Dass Bhankhor	Member
Shwetha Kabra	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Shwetha Kabra	Chairperson
Bhagwan Dass Bhankhor	Member
Ghanshyam Dass	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Ghanshyam Dass	Chairman
Bhagwan Dass Bhankhor	Member
Ashish Kandoi	Member

SHARES LISTED WITH

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai-400051, Maharashtra, India.
Tel no:(022) 26598100-14 / 66418100

REGISTRAR AND SHARE TRANSFER AGENTS

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

BANKERS

City Union Bank Limited
Shop number 4 & 5, Meridian Plaza,
Green Land, Ameerpet,
Hyderabad - 500016, Telangana

CONTACT INFORMATION FOR INVESTOR'S GRIEVANCES:

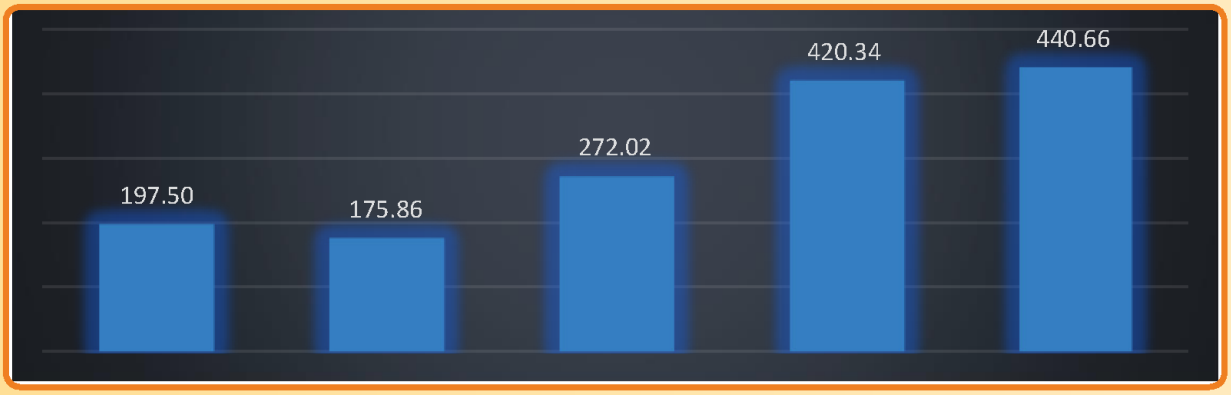
CS Sanjay Kumar Prajapati
Company Secretary & Compliance Officer
11-70/5, G P Complex, Balanagar,
Hyderabad-500018, Telangana

Tel No.: +91-40–23778090
Fax No.:+91-40–23778091
Email: compliance.geekaywires@gmail.com
Website of Company: www.geekaywires.com

HIGHLIGHTS OF THE PERFORMANCE

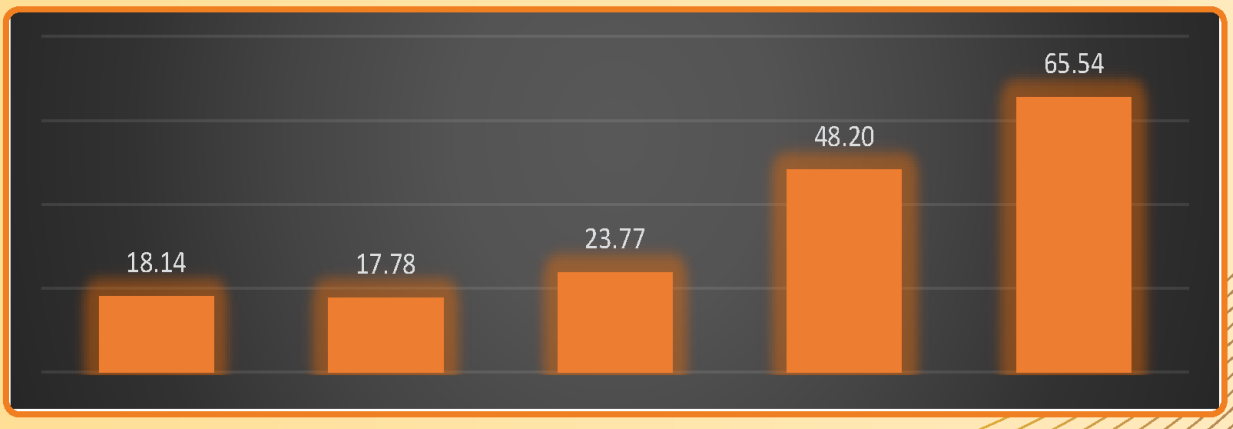
A. REVENUE FROM OPERATIONS

(RS. IN CRORES)



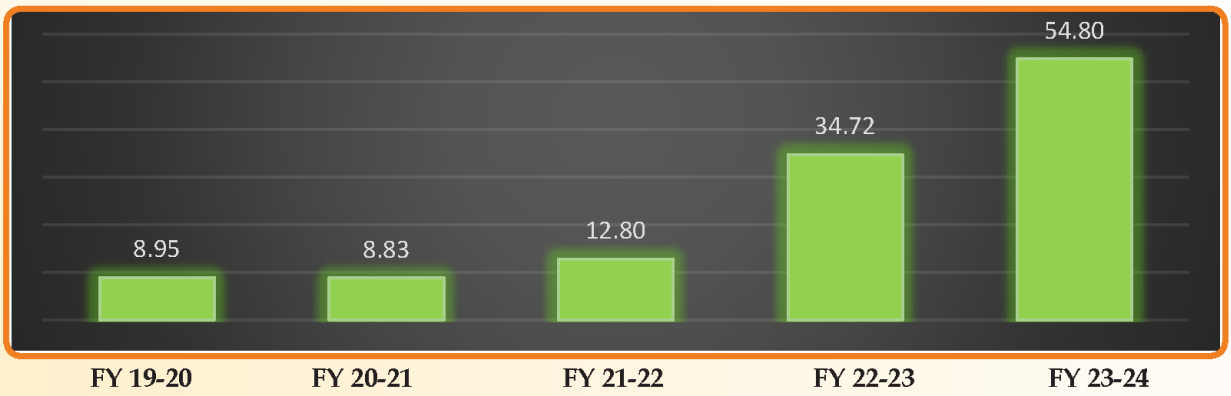
B. EBIDTA

(RS. IN CRORES)



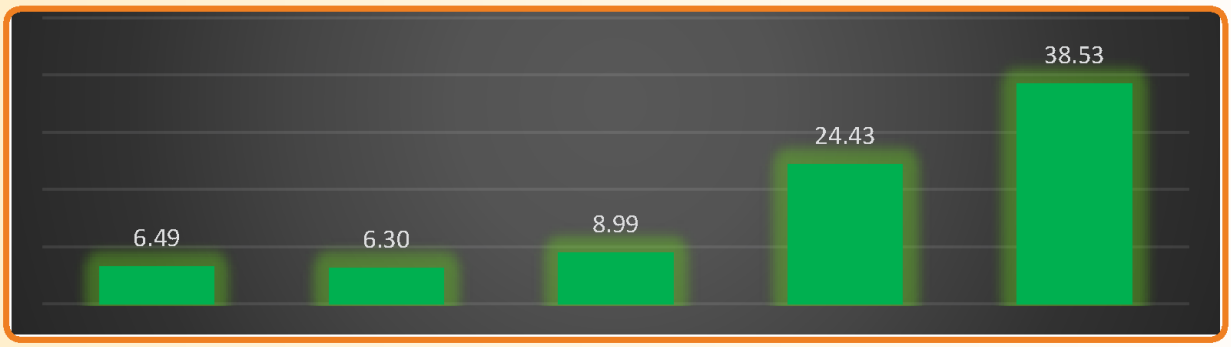
C. PROFIT BEFORE TAX

(RS. IN CRORES)



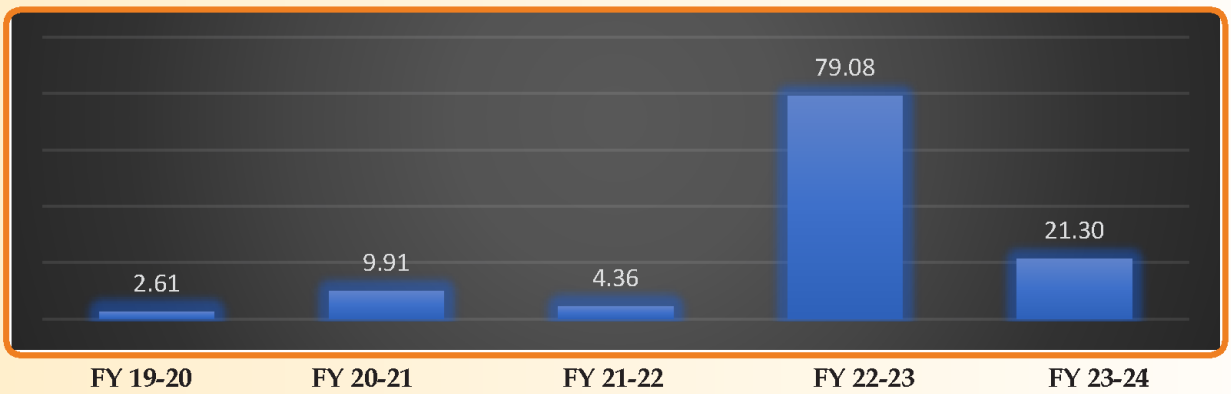
D. PROFIT AFTER TAX

(RS. IN CRORES)



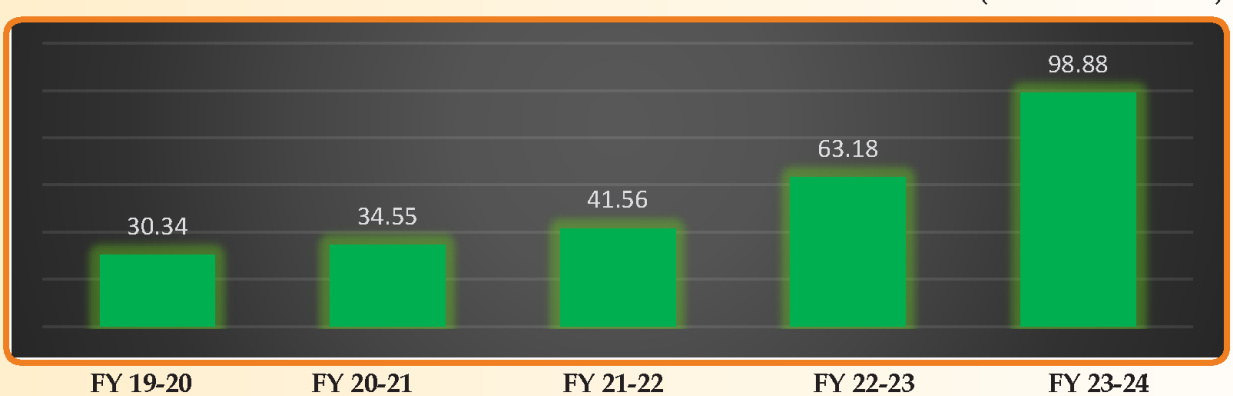
E. CAPITAL EXPENDITURE (CAPEX)

(RS. IN CRORES)



F. RESERVES & SURPLUS

(RS. IN CRORES)





Ghanshyam Dass
Chairman

DEAR SHAREHOLDERS,

It is with great honor and privilege that I present to you the Chairman's Speech for the Annual Report of the Financial Year ending on March 31, 2024. I am delighted to share with you the Auditor's and Directors' Reports, as well as the Annual Audited Accounts. With your whole-hearted support, our company has strengthened its foundations and is emerging as a rapidly growing organization.

It is my honor and privilege to report back to you with exciting news on the year gone by. Your Company has posted record results for FY 2024. The resilient, competitive and profitable growth in the year has propelled the financial results to new highs.

PERFORMANCE HIGHLIGHTS- F.Y 2023-24

1. Revenue clocked an all-time high at ₹ 411.55 crores, up 3% year-on-year, arising from the record sales of both Galvanized Steel wires, Steel Nails & Nuts & Bolts.

2. EBITDA margin at 15.93% was significantly by 4.60 % over previous year driven by dynamic results management, richer product mix and operating leverage. It is also noteworthy is that your Company delivered this accretion after absorbing the significant investments on building its Fastner business, underscoring the commitment to its growth.

3. Profit Before Tax at ₹ 54.80 crores and Profit After Tax at ₹ 38.57 crore, both up 58% over last year, also hit new peaks.

4. Apart from the records, another hallmark of the performance was the consistency of growth across all quarters. This reflects your Company's resilient business model, where a strong domestic performance more than made up for little subdued exports which continued to be impacted by the challenging context in overseas markets.

5. Your Company's domestic sales grew by 14.71% in F.Y. 2024, compared to the previous year with robust sales of Stainless-steel Nuts & bolts and Galvanized steel wires. It maintained its strong competitive performance.

FUTURE OUTLOOK

It is anticipated that India, now the fastest growing economy in the world, will achieve upwards of 8 % real GDP growth in FY 2024-25. In such a environment and barring any unforeseen event, I would expect domestic demand to continue to pave the way for another year of growth up ahead and also the Export market is also expected to grow further. In this context our future outlook is based on :

- Sustain the momentum on our domestic business and continue to drive growth across all segments.
- Navigate the challenging international landscape and stay the course on recovering our exports volumes.
- Expand our capacity, capabilities and network for our new businesses, namely Stainless steel Nuts & Bolts.
- Continue focus on dynamic financial management to ensure competitive and profitable growth with strong cash flow generation.

Given the state of the business and with such a passionate team that is capable of making a difference, I have absolute confidence that your Company is well placed to deliver yet another big year in F.Y. 2025.

I would like to thank you, our shareholders, for your support and continued trust. We appreciate it greatly.

Yours Sincerely,
Ghanshyam Dass
Chairman & Managing Director

NOTICE OF THE 35th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF GEEKAY WIRES LIMITED WILL BE HELD ON THURSDAY THE 12TH DAY OF SEPTEMBER, 2024 AT 11.00 AM. IST THROUGH VIDEO CONFERENCE ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2024 together with the Report of the Auditor's and Director's thereon.

2. To declare the payment of final dividend for the financial year ended March 31, 2024.

3. To appoint a Director in place of Mr. Anuj Kandoi Kandoi (DIN: 00463277), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2025

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

   "RESOLVED THAT pursuant to the provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the remuneration, as recommended by the Audit Committee and approved by the Board of Directors and set out in the Statement annexed to the Notice convening this meeting, to be paid to the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2025, be and is hereby ratified.

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

5. AUTHORITY TO AVAIL LOAN IN EXCESS OF THE LIMITS SPECIFIED IN SECTION 180(1)(c) OF THE COMPANIES ACT, 2013.

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

   "RESOLVED THAT pursuant to Section 179, 180(1)(c) and other applicable provisions of the Companies Act, 2013 read along with the Companies (Meetings of Board and its Powers) Rules, 2014 and such other rules, circular, notifications framed thereunder, as applicable; Foreign Exchange Management Act, 1999 including rules, regulations and circulars framed thereunder, as applicable; (including any statutory modification(s), amendment(s) or re-enactment thereof, for the time being in force) and Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to borrow such sum or sums of money (including non-fund based facilities) from time to time, at discretion, on such security and on such terms and conditions as may deem fit, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) including rupee equivalent of foreign currency loans (such rupee equivalent being calculated at the exchange rate prevailing as on the date of the relevant foreign currency agreement) may exceed, at any time, the aggregated of the paid-up capital of the Company its free reserves, and securities premium, provided however, the total amount so borrowed in excess of the aggregate of the paid up capital of the Company its free reserves and securities premium shall not at any time exceed Rs. 300 Crores.

   RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the board of Directors of the Company ("Board") and/or any person authorized by the Board from time to time, be and is hereby empowered and authorised to negotiate, finalise, sign and execute all such agreements, deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this

resolution."

6. TO MORTGAGE AND/OR CHARGE ALL OR ANY PART OF THE MOVABLE AND/OR IMMOVABLE PROPERTIES OF THE COMPANY AS SECURITY FOR BORROWING.

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the consent of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to hypothecate/ mortgage and/or charge in addition to the hypothecations/mortgages and/or charges created by the Company, in such form and manner and with such ranking and at such time(s) and on such terms as the Board may determine, all or any part of the movable and/or immovable properties of the Company wherever situated, both present and future, and/ or create a floating charge on all or any part of the immovable properties of the Company and the whole or any part of the undertaking(s) of the Company, together with power to take over the management of the business and concern of the Company, in certain events of default, in favour of the Company's Bankers/ Financial Institutions/ other investing agencies and trustees for the holders of Debentures/Bonds/other instruments/securities to secure any Rupee/Foreign Currency Loans, Guarantee assistance, Standby Letter of Credit/Letter of Credit and/or any issue of Non – Convertible Debentures, and/or Compulsorily or Optionally, Fully or Partly Convertible Debentures and/or Bonds, and/or any other Non – Convertible and/or other Partly/Fully Convertible instruments/securities, within the overall ceiling of Rs. 300 crores prescribed by the members of the Company, in terms of Section 180(1)(c) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such deeds, documents, instruments and writings, as may be necessary for creating the aforesaid hypothecations/mortgages and/ or charges and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the above resolution."

7. POWER TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 185 & 186 OF THE COMPANIES ACT, 2013.

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

"RESOLVED THAT pursuant to the provisions of the Section 185 & 186 and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called 'the Board' which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) to (a) give any loan to any person or other body corporate including corporate in which directors of the company is or are interested; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise the securities of any other body corporate, up to a maximum aggregate amount of Rs. 50 crores, outstanding at any point of time, over and above the permissible limits under Section 186(2) of the Companies Act, 2013 (presently being 60 percent of the Company's paid-up capital, free reserves and securities premium account or one hundred percent of the Company's free reserves and securities premium account, whichever is more).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to this resolution."

8. Approval of Material Related Party Transaction With Geekay Wires Limited, (USA)

To consider, and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during financial years 2024-25 and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in

force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Geekay wires Limited (Usa), a related party of the Company, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard."

By Order of the Board
For Geekay Wires Limited
Sd/-
Sanjay Kumar Prajapati
Company Secretary and Compliance officer

Place: Hyderabad
Date: 18-08-2024

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and17/2020 dated April 8, 2020 and April 13,2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act,2013 and the rules made there under on account of the threat posed by COVID-19",General Circular no.20/2020 dated May 5, 2020, General Circular nos. 02/2021 and 21/2021 dated January 13, 2021 and December14,2021 also extension circulars on May 2022, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 issued by SEBI ("Circulars"). respectively in relation to" Clarification on holding of annual general meeting(AGM)through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting("AGM")through VC/OAVM, without the physical presence of the Members at a common venue. Incompliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. In compliance with the provisions of the Companies Act, 2013 (the "Companies Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and the MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the Members at a common venue.

3. In accordance with the Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

4. This AGM Notice annexed with Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with all annexures is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 10th August, 2024.

5. The Board of Directors of the Company (the "Board", which term shall deemed to include any Committee(s) constituted/ to be constituted by the Board, from time to time) has appointed Mr. Kashinath sahu, Proprietor of Kashinath Sahu & Co., Practicing Company Secretaries, Hyderabad as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

6. Pursuant to the provisions of Section 105 the Companies Act, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/ her behalf and the Proxy need not be a Member of the Company. However, since this AGM is being held pursuant to the applicable MCA and SEBI Circulars as mentioned hereinabove, through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this AGM Notice.

7. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are required to send a scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to compliance.geekaywires@gmail.com.

8. The Member's log-in to the Video Conferencing platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the Meeting will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act.

9. Since the AGM will be held through VC/OAVM, the route map is not annexed to this AGM Notice.

10. Members are requested to intimate immediately, any change in their address to their depository participants with whom they are maintaining their demat accounts If the shares are held in physical form, change in address has to be intimated to the company's registrar and transfer agent (RTA) for any future communication by the company. RTA Addresses is: Bigshare Services Private Limited, 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Rajbhavan Road, Hyderabad 500 082,Telangana, India Tel: +91-40-2337 4967, Fax: +91-40-2337 0295, e-mail ID: bsshyd@bigshareonline.com

11. 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 their PAN to their depository participants with whom they are maintaining their Demat accounts. Members holding shares in physical form should submit their PAN to the company or it's RTA.

12. In terms of Schedule I of the Listing Regulations, listed companies are required to use the Reserve Bank of India's approved electronic mode of payment such as electronic clearance service (ECS), LECS (Local ECS)/ RECS (Regional ECS)/NECS (National ECS), direct credit, real time gross settlement, national electronic fund transfer (NEFT), etc. for making payments like dividend etc if paid, to the members. Accordingly, members holding securities in Demat mode are requested to update their bank details with their depository participants. Members holding securities in physical form should send a request updating their bank details, to the company's RTA. In compliance with the aforesaid Circulars and upon normalization of the postal services, the company shall dispatch by post the dividend warrants if any paid in future, to those members who have not registered their bank mandate with company.

13. Pursuant to the changes introduced by the Finance Act 2020 ('the Act'), dividend income will be taxable in the hands of the members w.e.f. 1 April 2020 and the company is required to deduct tax at source (TDS) from dividend paid to members at the prescribed rates if paid by the company as the company has not paid any dividend

14. Pursuant to Section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in form no. SH-13. To the RTA of the company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in form no. SH-14/Form ISR-3, to the RTA if shares are in physical form or to their DP in case the shares are held by them in dematerialized form. These forms will be made available on request.

15. The members may note that, pursuant to SEBI Notification dated 8th June 2018 and Press Release dated 3 December 2018, transfer of shares (except transmission and transposition of shares) will be in dematerialized form only. Although, the members can continue to hold shares in physical form, they are requested to consider dematerializing the shares held by them in the company.

16. Your company is pleased to provide the facility of live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the live proceedings of AGM at by logging on the CDSL e-voting system at www.evotingindia.com using their secure login credentials. Or The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials Members are encouraged to use this facility of the live webcast. The webcast facility will be available from 11.00 am onwards on 12th September 2024.

17. Since the AGM will be held through VC/OAVM, the route map is not annexed in this notice.

18. In accordance with the aforesaid Circulars, no physical copy of the notice of the AGM and the annual report for the financial year 2023-24 will be sent to members who have not Registered their e-mail addresses with the company/depository participants. The members will be entitled to a physical copy of the annual report for the financial year 2023-24, after paying the pre-determined charges for sending physical copy, upon sending a request to the company secretary at 11-70/5, G.P. Complex, Balanagar, Hyderabad - 500018.

19. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are Bigshare Services Private Limited, having their officer at 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Rajbhavan Road, Hyderabad 500 082,Telangana, India Tel: +91-40-2337 4967, Fax: +91-40-2337 0295, email ID: bsshyd@bigshareonline.com

20. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May, 2020, AGM Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the AGM Notice will also be available on the Company's website https://www.geekaywires.com/ (or) on the company's portal of the website of the Stock Exchange i.e National Stock Exchange of India Limited (NSE) at https://www.nseindia.com/. For any communication, the Members may also send a request to the Company's email id at compliance.geekaywires@gmail.com

21. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https ://www.evotingindia.com and also our RTA facility for the same is https://ivote.bigshareonline.com Shareholders/members can login by using the remote e-voting credentials. The link for VC/OAVM will be available in Shareholder / members login where the EVSN of Company will be displayed. Members can join the AGM 15 minutes before and up to after the scheduled time of commencement of the AGM. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on first come first served basis, in accordance

with the MCA Circulars. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. 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

1. Shareholders who are desirous to speak in AGM through VC should get pre-registered with company by sending email not later than 72 hours before the date of AGM to agmparticipant@bigshareonline.com

2. Shareholder should send a mail mentioning the company name and AGM date in subject line. On receipt of request from shareholder company's RTA shall share a link with shareholder for joining the meeting before 48 hours before of the date of AGM. Other e voting instructions shall remain same as issued by CDSL/ NSDL and Bigshare services Private Limited who is our RTA for this purpose. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. Members who need assistance before or during the AGM may contact Mr. Sanjay Kumar Prajapati, Company Secretary & Compliance officer at Tel: +040-23782101 (or) send an email request at the email id: compliance.geekaywires@gmail.com (or) to the registrar email bsshyd@bigshareonline.com Instructions for Members for Voting during the AGM is given in the Page No. : 15 The procedure for remote e-voting during or at the AGM is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the Meeting during the AGM. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same. The Members shall be guided on the process during the AGM. iv. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.

Voting through electronic means:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide CircularNo.14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13,2020 and Circular No. 20/2020 dated May 05, 2020 also extension circulars on May 2022, SEBI Circular No. SEBI/HO/CFD/ PoD-2/P/ CIR/2023/4 dated January 5, 2023 issued by SEBI ("Circulars"). The forth coming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM 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 April 08, 2020, April13,2020 and May 05, 2020 also extension circulars on May 2022, SEBI Circular No. SEBI/HO/CFD/ PoD- 2/P/ CIR/2023/4 dated January 5, 2023 issued by SEBI ("Circulars"). the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with our RTA (Bigshare services Private Limited) for facilitating voting through electronic means, as the authorized e-Voting's 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 EGM/ AGM will be provided by our RTA.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available 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 Stake holders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM 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 April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section112 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/EGM 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 April 13, 2020, the Notice calling the AGM/EGM has been up loaded on the website of the Company at compliance.geekaywires@gmail.com The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange Of India Ltd at https://www.nseindia.com/ The AGM/EGM Notice is also disseminated on the website of CDSL(agency for providing the Remote e-Voting\ facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com. And also at https://ivote.bigshareonline.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, also extension circulars on May 2022, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI ("Circulars"). , or become due in the year 2022, to conduct their AGMs on or before 31.12.2022, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021 Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44(1) of the SEBI (LODR) Regulations 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means. The Company has appointed Mr. Kashinath Sahu, Proprietor of Kashinath Sahu & Co., Practicing Company Secretaries, Hyderabad to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The voting period will begin on Monday, 09th September, 2024 at 09.00 AM and will end on Wednesday, 11th September, 2024 at 5.00 PM. During this period shareholders of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date of Thursday 05th September 2024, may cast their vote electronically. The e-voting module shall be disabled for voting thereafter. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. The instructions for shareholders voting electronically are given at Page No. 15 of this Annual Report. Procedure for registering the email addresses and obtaining the AGM Notice and e-voting instructions by the Members whose email addresses are not registered with the Depositories (in case of members holding shares in Demat form) or with Bigshare services private limited (in case of Members holding shares in physical form): Those Members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:

   a. Members holding shares in demat form can get their email ID registered by contacting their respective Depository Participant.

   b. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Transfer Agents, big share services Private Limited by sending an email request at the email id bsshyd@bigshareonline.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate for registering their email address and receiving the AGM Notice and the e-voting instructions.

   c. To facilitate Members to receive this AGM Notice electronically and cast their vote electronically, the Company has made special arrangements with big share services private limited for registration of email addresses of the Members in terms of the MCA Circulars. The voting rights of Members shall be in proportion to the paid-up value of their shares in the Equity Share capital of the Company as on the cut-off date ie. 5th September, 2024. Members are eligible to cast their vote either through remote e-voting or in the AGM, only if they are holding Shares as on that date. A person who is not a Member as on the cut-off date is requested to treat this AGM Notice for information purposes only. The Scrutinizer after scrutinizing the votes through remote e-voting and e-votes cast at the Meeting will, not later than 48 hours of conclusion of the Meeting, make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any and submit the same forthwith to the Chairman or a person duly authorized by the Chairman who shall counter sign the same and declare the results of the voting. The results declared along with the consolidated Scrutinizer's Report will be placed on the website of the Company on or before 14th September, 2024 immediately after the results are declared and will simultaneously be forwarded to BSE Limited, where the Equity Shares are listed.

   d. The Resolution shall be deemed to be passed on the date of the Meeting, ie. 12th September, 2024, subject to receipt of the requisite number of votes in favour of the Resolution. The Register of Directors and Key

Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to compliance.geekaywires@gmail.com or bsshydbigshareonline.com. The same will be replied by the Company suitably. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of Registrars holding shares in physical form are portfolio management, members requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's and Transfer Agent M/s Big share services private Limited for assistance in this regard. The Results shall be declared on or after the AGM of the company and shall be deemed to be passed on the date of AGM. The results along with the Scrutinizer's Report shall be placed on the website of the Company compliance.geekaywires@gmail.com/ within 2 days of passing of the resolutions at the Annual General Meeting of the Company and shall be communicated to BSE Limited

For and on behalf.
M/s Geekay wires Limited

Place : Hyderabad
Date : 18-08-2024

Sd/-
CS. Sanjay Kumar prajapati
(Company Secretary & Compliance Officer)

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on 9th September 2024, 9: 00 AM (IST) and ends on 11th September 2024, 5:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 5th September 2024 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, 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.

iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. 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:

Type of share-holders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote 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 Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
    - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
    - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
    - Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his/her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal

- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".

NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET.

(In case a custodian is having valid email address, Password will be sent to his/her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
  - Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
  - Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".

Note: The power of attorney (POA) or board resolution has to be named as the "InvestorID.pdf" (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

29. OTHER INSTRUCTIONS

- The remote e-voting shall be available during the following voting period:

CC Commencement of E-voting	Monday, the September 9, 2024 at 9:00 A.M. (IST)
End of E-voting	Wednesday, the September 11, 2024 at 5:00 P.M. (IST)

- The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Thursday, 5th September, 2024.
- Mr. Kashinath Sahu, Practicing Company Secretary (FCS: 4790 CP: 4807) and Proprietor M/s. Kashinath Sahu & Co., Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

- The Scrutinizer shall after the conclusion of voting during the general meeting, will first count the votes cast during the meeting and thereafter unblock the votes cast through remote-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.geekaywires.com and on the website of CDSL https://www.evoting.cdsl.com immediately after the declaration of result by the Chairman or a person authorized by him in writing. Simultaneously the results shall also be forwarded to the National Stock Exchange of India Limited, Mumbai.

- Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting.

[Pursuant to Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

Name of the Director	**Anuj Kandoi**
DIN	00463277
Date of Birth	31/05/1986
Age	38 years
Date of first appointment on the Board	11/10/2012
Qualifications	Commerce Graduate
Experience	He has more than 13 years of experience in production and administrative matters. Mr. Anuj Kandoi is responsible for factory production and administrative matters of our Company
Terms and Conditions of Appointment	Appointed as whole time director on 08/03/2022 for a period of 5 years and shall be liable to retire by rotation.
Nature of Expertise in specific functional areas	He has an expertise in production and administrative matters.
Remuneration last drawn	Rs. 22,01,180 P.A
Number of Meetings of the Board attended during the year	13 (Thirteen)
Inter-se relationship with other Directors and Key Managerial Personnel	He is brother of Mr. Ashish Kandoi and son of Mr. Ghanshyam Dass
Directorship in other Companies	1. Kandoi Industries India Pvt Ltd 2. ASP Private Limited
Membership/Chairmanship of Committees of the Board of other Listed Companies	None
Shareholding in Geekay Wires Limited	860570 (1.65%)

By Order of the Board
For Geekay Wires Limited

Place: Hyderabad
Date: 18-08-2024

Sd/-
Sanjay Kumar Prajapati
Company Secretary & Compliance Officer

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

In respect of Item No. 4:

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the Company.

On the recommendation of the Audit Committee, the Board of Directors of the Company has approved the appointment of M/s KJU & Associates, Cost Accountants as the Cost Auditor of the Company for the financial year 2024-25 at a remuneration of 50,000/-(Rupees Fifty Thousand only) as remuneration plus applicable taxes and reimbursement of out of pocket expenses incurred, if any, in connection with the cost audit. The remuneration of the cost auditor is required to be ratified subsequently by the Members, in accordance with the provisions of the Act and Rule 14 of the Rules. Accordingly, ratification by the Members is being sought to the remuneration payable to the Cost Auditors for the financial year ending March 31, 2025 by way of an Ordinary Resolution as set out in Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the Resolution at Item No. 4 of the Notice.

Accordingly, the Board recommends the Ordinary Resolution at item no. 4 of this Notice for the approval of the Members.

ITEM NO. 5

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company, shall only with the consent of the members by way of Special Resolution, borrow monies in excess of the aggregate of its paid-up share capital of the Company, its free reserves and Securities Premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business. Taking into consideration the requirements of financial resources for meeting the operational, administrative, working capital and future capital expenditures, your company seek your consent to borrow money up to Rs.200 crores in excess of the aggregate of its paid-up share capital of the Company, its free reserves and Securities Premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business, under Section 180(1)(c) of the Companies Act, 2013. None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.5 in the notice. Your directors recommend the resolution as at Item No. 5 for your approval.

ITEM NO.6

Section 180(1)(a) of the Companies Act, 2013 provides that the Board of Directors of a Company shall only with the consent of the members by way of Special Resolution in a General Meeting, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company. The hypothecation/mortgage/ creation of charge by the Company of its properties as and when undertaken, may be considered to be the disposal of all or any part of the Company's undertakings, for the borrowings and would attract the provisions of the said Section 180(1)(a) of the Companies Act, 2013.

Consent of the Members is being sought to mortgage, create charges and or/hypothecate the Company's properties as and when necessary to secure any Rupee/Foreign currency Loans, Guarantee assistance, and/or any issue of Non – Convertible Debentures, and/or Compulsorily or Optionally, Fully or Partly Convertible Debentures and/or Bonds, convertible and/or other non – convertible or partly/fully convertible instruments/ securities, from time to time, within the overall ceiling prescribed by the Members of the Company, of Rs.200 crores, prescribed by the members of the Company, in terms of Section 180(1)(c) of the Companies Act, 2013. None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.6 in the notice. Your Directors recommend the resolution as at Item No.6 for your approval

ITEM NO.7

In terms of the provisions of Section 185 & 186 of the Companies Act, 2013 and rules made thereunder, no Company shall directly or indirectly, without prior approval by means of special resolution passed at a general meeting, give any loan to any person or other body corporate or give guarantee or provide security in connection with a loan to any other body corporate including body corporate in which directors is or are interested or person and acquire by way of subscription, purchase or otherwise the securities of any other body

corporate, exceeding 60 percent of its paid up capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

The Company intends to give loan to ASP Private Limited and for the purpose of running the business smoothly The Company intends to render Financial Assistance by way of Loan to and/or extending Corporate Guarantee for the Loans obtained by ASP Private Limited & Kandoi Industries India Pvt limited in which directors of your company are also directors in the said companies.

The Board of Directors of your company have the power to make investment or grant loans or give guarantees only up to 60% of paid-up share capital and free reserves or 100% of reserves as per the provisions of 186. Hence, consent of the Members is being sought by way of a special resolution to make investment or to give loan/guarantee or provide security to other body corporate up to Rs. 50 crores, in excess of limits specified under Section 186 of the Companies Act, 2013, as set out at item No.7 of this Notice.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.7 in the notice. Your directors recommend the resolution as at Item No. 7 for your approval.

Item Nos. 8

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) □ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into related party transaction(s) on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on August 02, 2024, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Your Board of Directors considered the same and recommends passing of the resolutions contained in Item Nos. 8, of this Notice.

By Order of the Board
For Geekay Wires Limited
Sd/-
Sanjay Kumar Prajapati
Company Secretary & Compliance Officer

Place: Hyderabad
Date: 18-08-2024

Form No. SH.13
Nomination Form

[Pursuant to section 72 of the Companies Act, 2013
and rule 19(1) of **the Companies (Share Capital and Debentures) Rules 2014***]*

To,

The Company Secretary
Geekay Wires Limited
11-70/5, G.P. Complex,

Balanagar Hyderabad

Telangana- 500018

I/We …….. the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.	
				From	To

(2) PARTICULARS OF NOMINEE/S –

(a) Name:

(b) Date of Birth:

(c) Father's / Mother's/ Spouse's name:

(d) Occupation:

(e) Nationality:

(f) Address:

(g) Email id:

(h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR –

(a) Date of birth:

(b) Date of attaining majority:

(c) Name of guardian:

(d) Address of guardian:

Name: ..... Address: .....

.....

Name of the Security Holder(s): .....

Signatures: ..... Witness with name and address:.....

Instructions:

- Please read the instructions given below very carefully and follow the same to the letter. If the form is not filled as per instructions, the same will be rejected.
- The nominationcan be made by individuals only. Nonindividuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the shares are held jointly all joint holders shall sign

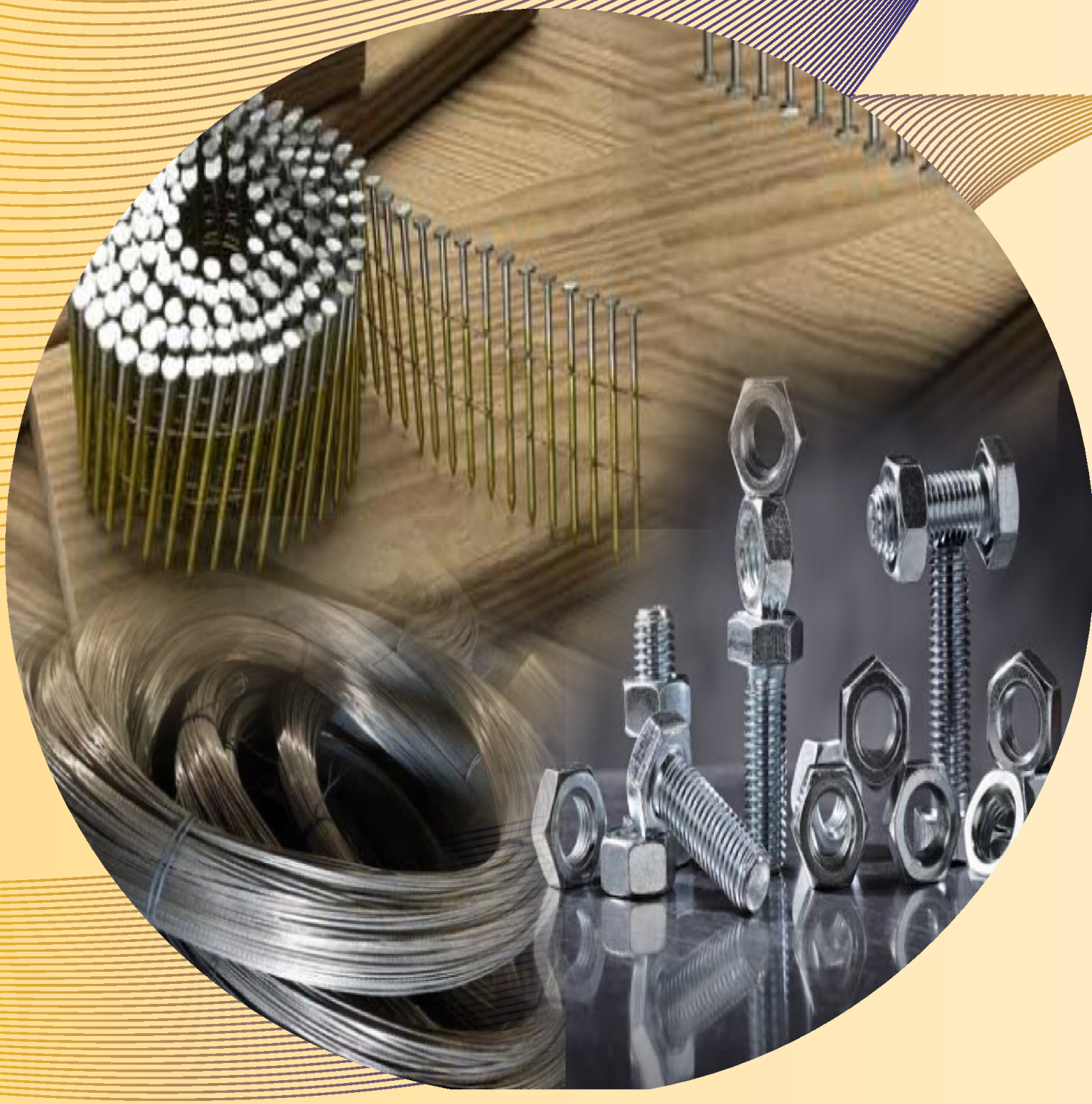
  (as per the specimen registered with the Company) the nomination form.
- A minor can be nominated by a holder of Shares and in that event the name and address of the Guardian shall be given by the holder.
- The nominee shall not be a trust, society, body corporate, partnership Firm, Karta of Hindu Undivided Family, or a power of attorney holder. A non - resident Indian can be a nominee on a re- patriable basis.
- Transfer of Shares in favour of a nominee shall be a valid discharge by a Company against the legal heir(s).
- Only one person can be nominated for a given folio.
- Details of all holders in a folio need to be filled; else the request will be rejected.

• The nomination will be registered only when it is complete in all respects including the signature of.

  (a) allregisteredholders (as per specimen lodged with the Company) and (b) the nominee.

- Whenever the shares in the given folio are entirely transferred or dematerialised, then this nomination will stand rescinded.
- Upon receipt of a duly executed nomination form, the Registrars & Transfer Agent of the Company will register the form and allot a registration number.
- The registration number and folio no. should be quotedby the nominee in all future correspondence.
- The nomination can be varied or cancelled by executing fresh nomination form.
- The Company will not entertain any claims other than those of a registered nominee, unless so directed by a Court.
- The intimation regarding nomination / nomination form shall be filled in duplicate with the Registrars & Transfer gents of the Company who will return one copy thereof to the members.
- For shares held in dematerialised mode nomination is required to be hled with the Depository Participat in their prescribed form.

BOARD OF DIRECTOR'S REPORT



BOARD OF DIRECTOR'S REPORT

Dear Members,

The board of Directors are pleased to present the 35th Annual Report on the business and operations of the Company together with the Standalone Audited Financial Statements for the Financial Year ended March 31, 2024.

1. FINANCIAL RESULT

Financial results of your Company for the year ended 31st March 2024 are summarized below:

Amount (In Lakhs)

PARTICULARS	2023-24	2022-23
Income from Operations	41155.20	39,933.06
Other Income	2911.17	2101.58
Total Revenues	44066.36	42,034.64
Operating expenditure	37511.43	37,213.42
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	6554.93	4,821.22
Finance costs	534.75	642.85
Depreciation and amortization expense	539.72	407.51
Profit before exceptional item and Tax	5480.47	3,770.86
Exceptional Item	00.00	(298.08)
Profit before Tax (PBT)	5480.47	3,472.78
Tax expense	1627.5	1,029.86
Profit after Tax (PAT)	3852.96	2442.91

2. COMPANY'S PERFORMANCE

During the Financial Year 2023-24:

1. The Company's revenue from operations for FY 2023-24 was Rs. 41155.20 Lakhs as compared to Rs. 39,933.06 Lakhs in the previous year, an increase by 3.06 % over the previous year. During the year under review, your company focused on profitable operations on site in respect to manufacturing division. This enabled the company to increase the turnover and profitability.

2. The Company's profit before exceptional items and tax was Rs. 5480.47 Lakhs during the year compared to Rs. 3,770.86 Lakhs in the previous year, an increase of 45.33 % over the previous year.

3. The Company earned a net profit after tax of Rs. 3852.96 Lakhs as against a net profit after tax of Rs. 2442.91 Lakhs in the previous year, an increase of 57.72 % over the previous year.

3. DIVIDEND

The Board of Directors at their meeting held on Sunday, August 18, 2024, has recommended payment of Rs. 0.60/- per equity share as dividend on the paid up equity share capital of the Company for the financial year ended 31st March, 2024. The payment of dividend is subject to the approval of the shareholders at the ensuing 35th Annual General Meeting (AGM) of the Company.

5. SHARE CAPITAL

The Authorized & Paid-up Equity Share Capital as on March 31, 2024 was Rs. 10,60,00,000/- divided into 5,30,00,000 Equity Shares of Rs. 2/- each & Rs. 10,45,20,000/- divided into 5,22,60,000 Equity Shares of Rs. 2/- each respectively. During the year under review, the Company has not issued any securities.

5. TRANSFER TO RESERVES

The Board of Directors declared final dividend for the year under review from part of the Profit & balance profit transferred to the Reserves.

6. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL DURING THE FINANCIAL YEAR ENDED 31.03.2024

There was no change in composition of Board of Director of the Company during the year.

The details of director as on 31.03.2024 are as under:

Sr. No.	NAME	DESIGNATION
1.	GHANSHYAM DASS	Chairman & Managing Director
2.	ASHISH KANDOI	Whole time Director
3.	ANUJ KANDOI	Whole time Director
4.	SHWETHA KABRA	Independent Director
5.	TARA DEVI VEITLA	Independent Director
6.	BHAGWAN DASS BHANKHOR	Independent Director

7. SUBSIDIARY & ASSOCIATE COMPANIES

During the period under review, the Company has no Subsidiaries, Joint Venture or Associates.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has made an investment of Rs. 2.80 crores in ASP PVT LTD, Further, the Company has not given any loans or corporate guarantee or provided any security during the year. Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to the financial statements.

9. DEPOSITS

The Company has not accepted deposits within the meaning of Section 73 and 74 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 during the year and hence there were no outstanding deposits and no amount remaining unclaimed with the Company as on 31st March, 2024.

10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Related Party Transactions that were entered into during the financial year were on arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations.

There were no materially significant transactions with the related parties during the financial year which were in conflict with the interest of the Company and details are provided in form AOC- 2 as "Annexure-A" to this report.

All Related Party Transactions are placed before the Audit Committee for review and approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis for the transactions which are planned/repetitive in nature and omnibus approvals are taken as per the policy laid down for unforeseen transactions. Related Party Transactions entered into pursuant to the omnibus approval so granted are placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions. All the Related Party Transactions under Ind AS-24 have been disclosed at note no.12 to the standalone financial statements forming part of this Annual Report.

The Company has a policy on Related Party Transactions in place which is in line with the Act and the Listing Regulations and the same is also available on the Company's website at www.geekaywires.com.

11. INTERNAL FINANCIAL CONTROLS

The Company's internal financial control systems are commensurate with the nature of its business and the size and complexity of its operations. The internal control procedures have been planned and designed to provide reasonable assurance of compliance with various policies, practices and statutes in keeping with the organization's pace of growth and achieving its objectives efficiently and economically.

The internal controls and governance processes are duly reviewed for their adequacy and effectiveness

through periodic audits by the Internal Audit department. Post-audit reviews are also carried out to ensure that audit recommendations are implemented. The Audit Committee reviews the adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's risk management policies and systems. The ultimate objective being a Zero Surprise, Risk Controlled Organization.

The Company periodically tracks all amendments to Accounting Standards and makes changes to the underlying systems, processes and financial controls to ensure adherence to the same. All resultant changes to the policy and impact on financials are disclosed after due validation with the statutory auditors and the Audit Committee. Independence of the Internal Auditors is ensured by way of direct reporting to the Audit Committee.

Further details of the internal controls system are given in the Management Discussion and Analysis Report, which forms part of this Annual Report.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Directors Retire By Rotation:

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Anuj Kandoi, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends his re-appointment.

Declaration From Independent Directors

The Company has received the following declarations from all the Independent Directors confirming that:

1. The Independent Director(s) have submitted the declaration of independence pursuant to section 149(7) of the Act stating that he/they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.There has been no change in the circumstances affecting their status as Independent Directors of the Company; and

2. They have registered themselves with the Independent Director's Database maintained by the IICA.

   None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

   Key Managerial Personnel

   Mr. Ghanshyam Dass (Chairman & Managing Director), Mr. Ashish Kandoi (Whole Time Director), Mr. Anuj Kandoi (Whole Time Director), Mr. Abhijit Suresh Patki (Chief Financial Officer) and Mr. Sanjay Kumar Prajapati (Company Secretary & Compliance Officer) are the Key Managerial Personnel of the Company as on March 31, 2024.

13. DETAILS OF REMUNERATION TO DIRECTORS

The Board has, on the recommendation of Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The information relating to remuneration of Directors and details of the ratio of the remuneration of each Director to the median employee's remuneration and other details as required pursuant to section 197(12) of the Act read along with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in "Annexure-B" to this Report.

14. GOVERNANCE AND COMPLIANCE

The Board of the Company has adopted Governance Guidelines on Board Effectiveness. The Guidelines cover aspects related to composition and role of the Board, Chairperson and Directors, Board diversity, definition of independence, Director Term, retirement age and Committees of the Board. It also covers aspects relating to nomination, appointment, induction and development of Directors, Director Remuneration, Code of Conduct, Board Effectiveness Review and mandates of Board Committees.

Procedure for Nomination and Appointment of Directors:

The Nomination and Remuneration Committee ('NRC') is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements.

The NRC conducts a gap analysis to refresh the Board on a periodic basis, including each time a Director's appointment or re-appointment is required. The Committee is also responsible for reviewing the profiles of potential candidates vis-à-vis the required competencies and meeting potential candidates, prior to making recommendations of their nomination to the Board.

At the time of appointment, specific requirements for the position, including expert knowledge expected is communicated to the appointee.

During the year under review, the Board has also identified the list of core skills, expertise and competencies of the Board of Directors as are required in the context of the businesses and sectors applicable to the Company and mapped with each of the Directors on the Board. The same is disclosed in the Report of Corporate Governance forming part of the Annual Report.

Criteria for Determining Qualifications, Positive Attributes and Independence of a Director:

The NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors in terms of provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations.

Independence: In accordance with the above criteria, a director will be considered as an 'Independent Director' if he/she meets with the criteria for 'Independent Director' as laid down in the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations.

Qualifications: A transparent Board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender. It is also ensured that the Board has an appropriate blend of functional and industry expertise. While recommending the appointment of a Director, the NRC considers the manner in which the function and domain expertise of the individual will contribute to the overall skill-domain mix of the Board.

Positive Attributes: In addition to the duties as prescribed under the Act, the Directors on the Board of the Company are also expected to demonstrate high standards of ethical behavior, strong interpersonal and communication skills and soundness of judgment. Independent Directors are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to the Act.

Annual Evaluation of Board Performance and Performance of its Committees and of Directors:

Pursuant to the applicable provisions of the Act, Listing Regulations and Governance Guidelines, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members.

The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee meetings, etc. The above criteria for evaluation were based on the Guidance Note issued by Securities and Exchange Board of India ('SEBI').

In a separate Meeting, the independent Directors evaluated the performance of Non-Independent Directors and performance of the Board as a whole. They also evaluated the performance of the Chairperson taking into account the views of Executive Directors and Non-Executive Directors. The NRC reviewed the performance of the Board, its Committees and of the Directors.

The same was discussed in the Board Meeting that followed the Meeting of the independent Directors and NRC, at which the feedback received from the Directors on the performance of the Board and its Committees was also discussed.

The Secretarial and Legal functions of the Company ensure maintenance of good governance within the organization.

They assist the business in functioning smoothly by being compliant at all times and providing strategic business partnership in the areas including legislative expertise, corporate restructuring, regulatory changes and governance.

15. REMUNERATION POLICY

The Company has adopted a Remuneration Policy for the Directors, Key Managerial Personnel and other employees, pursuant to the provisions of the Act and the Listing Regulations. The same is displayed on the website of the company www.geekaywires.com.

16. BOARD AND COMMITTEE MEETINGS

During the year, 13 (Thirtteen) Board Meetings and four Audit Committee Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Act. The details of Board Meetings and various Committee Meetings along with their composition and attendance are disclosed in the Report of Corporate Governance forming part of the Annual Report as "Annexure - E".

17. DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory, Cost and Secretarial Auditors, including audit of the internal financial controls over financial reporting by the Statutory Auditors, and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2023-24.

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 Section 134(3)(c) of the Act:

(i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;

(ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

(iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) they have prepared the annual accounts on a going concern basis;

(v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and were operating effectively;

(vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. CORPORATE SOCIAL RESPONSIBILITY

CSR isn't just a particular program, it's what your Company do every day, maximizing positive impact on society and thus helping people to be happier. Your Company undertook enumerable initiatives. The detailed Annual Report on our CSR activities pursuant to Rule 8 of the Company's (Corporate Social Responsibility Policy) Rules, 2014 is given in Annexure "F" forming part of this Report.

19. EQUAL OPPORTUNITY & PREVENTION OF SEXUAL HARRASMENT

The Company has always provide dacongenialatmosp here for work to all employees that is free from discrimination of anykind.It has provided equal opportunities of employmentto all without regard to nationality, religion, caste, colour, language, marital status and sex. The Company has also framed policy on. Prevention of Sexual Harassment at the workplace. We follow a gender neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land wherever we operate. With the objective of providing a safe working environment to all employees (permanent, contractual, temporary, trainees) the company has formulated a policy, the said policy is available on the website of the Company.

During the year under review, the Company has not received any complaint.

20. VIGIL MECHANISM/WHISTLEBLOWER POLICY

As per the provisions of Section 177 (9) of the Act read with Regulation 22(1) of the Listing Regulations, the Company is required to establish an effective vigil mechanism for directors and employees to report genuine concerns. The Company has a Vigil Mechanism and a Whistleblower Policy in place to enable its Directors, employees and its stakeholders to report their concerns, if any. The said Policy provides for:

(a) adequate safeguards against victimization of persons who use the Vigil Mechanism; and

(b) direct access to the Chairperson of the Audit Committee of the Board of the Company.

The Company believes in the conduct of the affairs of its constituents by adopting the highest standards of professionalism, honesty, integrity and ethical behavior, in line with the Company's Code of Conduct. All the stakeholders are encouraged to raise their concerns or make disclosures on being aware of any potential or actual violation of the Code, policies or the law.

Details of the Vigil Mechanism and Whistleblower policy are made available on the company's website at **https://www.geekaywires.com**

21. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.

22. AUDIT AND AUDITORS

Statutory Auditors:

M/s M.M. Palod & Co., Chartered Accountants (ICAI Firm Registration No. 006027S), Hyderabad, were appointed as the Statutory Auditors for a period of 5 years from the conclusion of 32nd AGM till the conclusion of 37th AGM of the Company.

The Audit Report of M/s. M.M. Palod & Co., Chartered Accountants, Hyderabad on the Financial Statements of the Company for FY 2023-24 is a part of the Annual Report. The Report does not contain any qualification, reservation, adverse remark or disclaimer.

Cost Auditors:

The Company is required to maintain cost records as specified by the Central Government as per Section 148(1) of the Act and the rules framed thereunder, and accordingly, the Company has made and maintained such cost accounts and records.

Your company has appointed M/s. KJU & Associates (FRN 000474) as Cost Auditors to give cost audit report for F.Y 2023-24. There has been no qualification, reservation, adverse remark or disclaimer given by the Cost Auditors in their Report.

In terms of Section 148 of the Act read with Companies (Cost Records and Audits) Rules, 2014, the Audit Committee recommended and the Board of Directors re-appointed M/s. KJU & Associates (FRN 000474), being eligible, to conduct Cost Audits of the Company for the year ending March 31, 2025.

The Company has received their written consent and confirmation that the appointment will be in accordance with the applicable provisions of the Act and rules framed thereunder.

The remuneration payable to Cost Auditors has been approved by the Board of Directors on the recommendation of the Audit Committee and in terms of the Act and Rules therein. The Members are therefore requested to ratify the remuneration payable to M/s. KJU & Associates as set out in the Notice of the 35rd AGM of the Company.

Secretarial Auditors:

In terms of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, CS Kashinath Sahu, Proprietor of Kashinath Sahu & Co, Company Secretaries in Practice (CP No. 4807), Hyderabad have been appointed as Secretarial Auditors of the Company.

The report of the Secretarial Auditors is enclosed as "Annexure-H". There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report.

23. REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Audit Committee under Section 143(12) of the Act, details of which needs to be mentioned in this Report.

24. ANNUAL RETURN

In accordance with the provisions of Sections 92 and 134(3)(a) of the Act read with the Companies (Management and Administration) Rules, 2014, the Annual Return in e-form MGT-7 for the financial year ended March 31, 2024 has been uploaded on the website of the Company i.e. https://www.geekaywires.com

25. SECRETARIAL STANDARDS OF ICSI

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and that such systems were adequate and operating effectively.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, is attached as "Annexure-C" o this report.

27. PARTICULARS OF EMPLOYEES AND REMUNERATION

There are two employees drawing remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Information as required under the provisions of Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in Directors' Report as "Annexure- B".

28. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report, as required under the Listing Regulations, forms part of the Annual Report as "Annexure-D".

29. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of last seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

30. POLICY ON PRESERVATION OF THE DOCUMENTS

The Company has formulated a Policy pursuant to Regulation 9 of the Securities Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") on Preservation of the Documents to ensure safe keeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents.

31. POLICY ON CRITERIA FOR DETERMINING MATERIALITY OF EVENTS

The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations).The objective of the Policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality. The policy is displayed at the company website **www.geekaywires.com**

32. CORPORATE GOVERNANCE

Your Company believes in conducting its affairs in a fair, transparent and professional manner and maintaining the good ethical standards, transparency and accountability in its dealings with all its constituents. As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed report on Corporate Governance along with the Auditors' Certificate thereon is enclosed as per "Annexure- E" to this report.

33. INSIDER TRADING REGULATIONS

The requirements under SEBI (Prohibition of Insider Trading) Regulations, 1992 read with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the code of conduct for prevention of insider trading and the Code for Corporate Disclosures ("Code"), as approved by the Board from time to time, are in force by the Company. The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees.

The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the securities of Geekay Wires Limited at the time when there is unpublished price sensitive information.

34. DEPOSITORY SYSTEM

As the Members are aware, your Company's shares are trade-able compulsorily in electronic form and your Company has established connectivity with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the depository system, the members are requested to avail the facility of Dematerialization of the Company's shares on NSDL & CDSL. The ISIN allotted to the Company's Equity shares is INE669X01024.

35. PARTICULARS OF INTER CORPORATE LOANS, GUARANTEES OR INVESTMENTS

The particulars of Inter Corporate Loans and investments of the Company have been provided in the Notes to the Financial Statements.

36. STATUS OF LISTING FEES

Listing Fees for the Financial Year 2023-24 have been duly paid NSE, where Company's shares are listed and there are no dues outstanding and payable.

37. CODE OF CONDUCT FOR BUSINESS PRINCIPLES & ETHICS AND PREVENTION OF INSIDER TRADING AND OTHER CODE AND POLICIES OF THE COMPANY:

Your Board of Directors are pleased to report that your Company has complied with the various mandatory policy including Dividend Distribution Policy (https://www.geekaywires.com/pdf/policy/dividend-distribution-policy.pdf) and others policy(ies) are also available on the Company's website https://www.geekaywires.com/policy.php

38. ACKNOWLEDGEMENTS

The Directors hereby acknowledge the dedicated and loyal services rendered by the employees of the Company during the year. They would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, Government authorities, business partners, shareholders and other stakeholders without whom the overall satisfactory performance would not have been possible.

For and on behalf of the Board of Directors
M/s Geekay Wires Limited

Place: Hyderabad
Date: 18-08-2024

SD/-
(Ghanshyam Dass)
Chairman & Managing Director
DIN: 01539152

SD/-
(Ashish Kandoi)
Whole Time Director
DIN: 00463257

[ANNEXURE –A]
FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis are as under:

   (a) Name(s) of the related party and nature of relationship – NIL

   (b) Nature of contracts/arrangements/transactions –NIL

   (c) Duration of the contracts/arrangements/transactions –NIL

   (d) Salient terms of the contracts or arrangements or transactions including the value–NIL

   (e) Justification for entering into such contracts or arrangements or transactions-NIL

   (f) Date of approval by the Board -NIL

   (g) Amount paid as advances, if any: NIL

   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 - NIL

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

Nature of Transaction	Name of related party	Nature of Relationship	Duration of Contract	Amount (Rs.)
Renu Kandoi	Director's Relative	Rent	01.04.2023 to 31.03.2024	12,00,000
Purchase of Materials	Kandoi Industries India Pvt. Ltd., Vizag Unit	Common Control Entity	01.04.2023 to 31.03.2024	34,10,076
Sale of Materials	Kandoi Industries India Pvt. Ltd., Vizag Unit	Common Control Entity	01.04.2023 to 31.03.2024	86,82,106
Export Sales	Geekay Wires Ltd (USA)	Director's Company	01.04.2023 to 31.03.2024	203,65,64,439
Sanjay Kumar Prajapati	KMP	Salary	01.04.2023 to 31.03.2024	4,85,080
Abhijit Patki	KMP	Salary	01.04.2023 to 31.03.2024	18,82,388
Rent	Ghanshyam Dass Kandoi	Director	01.04.2023 to 31.03.2024	21,30,000
ASP PVT LTD	Common control entity	Sale of materials	01.04.2023 to 31.03.2024	57,40,410
ASP PVT LTD	Common control entity	Purchase of materials	01.04.2023 to 31.03.2024	1,40,16,672
ASP PVT LTD	Common control entity	Loan given	01.04.2023 to 31.03.2024	14,85,00,000
ASP PVT LTD	Common control entity	Interest received	01.04.2023 to 31.03.2024	31,24,713
Director Remuneration	Ghanshyam Dass	Director	01.04.2023 to 31.03.2024	37,00,000

Nature of Transaction	Name of related party	Nature of Re-lationship	Duration of Contract	Amount (Rs.)
Director Remuneration	Ashish Kandoi	Director	01.04.2023 to 31.03.2024	34,11,830
Director Remuneration	Anuj Kandoi	Director	01.04.2023 to 31.03.2024	22,01,180
Loan accepted & repaid	Ghanshyam Dass Kandoi	Director	01.04.2023 to 31.03.2024	1,98,000
Loan accepted & repaid	Anuj Kandoi	Director	01.04.2023 to 31.03.2024	1,08,000

Related Party Disclosure: [Regulation 53(f) read with Schedule V of SEBI (LODR) Regulations, 2015]

Sr. no.	In the accounts of	Disclosures of amounts at the year end and the maximum amount of loans/ advances/ Investments outstanding during the year.
1	**Holding Company**	Loans and advances in the nature of loans to subsidiaries by name and amount.- **NIL** Loans and advances in the nature of loans to associates by name and amount.- **NIL** Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount.- **NIL**
2	**Subsidiary**	The Company does not have any subsidiary company.
3	**Holding Company**	Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.- **NIL**

For and on behalf of the Board of Directors
M/s Geekay Wires Limited

Place: Hyderabad
Date: 18-08-2024

SD/-
(Ghanshyam Dass)
Chairman & Managing Director
DIN: 01539152

SD/-
(Ashish Kandoi)
Whole Time Director
DIN: 00463257

[ANNEXURE-B]

DETAILS OF RATIO OF REMUNERATION OF DIRECTOR

[Section 197(12), r/w Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

I. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year; Median

Name of the Director	Ratio to the Median
Mr. Ghanshyam Dass	15.00:1
Mr. Ashish Kandoi	12.91:1
Mr. Anuj Kandoi	8.75:1

II. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

Name of the Director	% in Increase
Mr. Ghanshyam Dass	20.00%
Mr. Ashish Kandoi	29.17%
Mr. Anuj Kandoi	45.83%

III. There has been increase in percentage in the median remuneration of Geekay Wires Limited during the financial year

IV. The total number of employees as on March 31, 2024 is 519.

V. 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:

During the year, there has been no change in the salary of Key Managerial Personnel. However there was increase in the salary of some employees.

VI. The key parameters for any variable component of remuneration availed by the Directors:

The directors have not received any variable components in remuneration during the year.

VII. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other Employees

VII. The ratio of the remuneration of the highest paid director to that of the employees who are not Directors but receive remuneration in excess of the highest paid director during the year; NIL

[ANNEXURE- C]

INFORMATION PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF COMPANIES (ACCOUNTS) RULES, 2014, PERTAINING TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

A. Conservation of energy:

The Company continued to give major emphasis for conservation of Energy, and the measures taken during the previous years were continued. The Efficiency of Energy Utilization in each manufacturing Unit is monitored at the Corporate level every quarter, in order to achieve effective conservation of energy. The significant Energy Conservation measures during the year were:

Identification and monitoring of operation of High energy consuming load centers and also specific loads like Compressors, Power Transformers & Diesel Generators etc., in each of the manufacturing Units based on ABC analysis and daily monitoring of consumption of A class loads.

Use of fluorescent tube lights with electronic ballasts.

Use of transparent roof sheets wherever possible to make use of natural lighting.

Switching off machines / equipment when not in use and switching off lights in areas not having adequate activity by regrouping/repositioning the activity so that there will not be any wastage of energy due to lighting.

Monitoring of utilization of energy in lighting and other auxiliary equipment's.

Creating awareness among employees about the necessity of energy conservation by celebrating energy conservation week.

b) Additional investments and proposals, if any, being implemented for reduction of energy consumption:

No Capital Investment has been made for energy conservation equipment.

C) Impact on cost of production of goods:

The above mentioned measures have resulted in reduced consumption of electrical energy at various load centers.

B. Technology absorption:

i. Efforts made towards technology absorption:

Continuous efforts are being made to streamline production process, improve machine availability and performance and to achieve highest standards of quality and quantity benchmark.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution:

As a result of above efforts, there was improvement in product quality, better and easier availability of materials and saving in process cost.

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

a. The details of technology imported : Nil

b. The year of import : Not Applicable

c. Whether the technology been fully absorbed : Not Applicable

d. If not fully absorbed, areas where absorption

has not taken place, and the reasons thereof : Not Applicable

iv. Expenditure incurred on Research and Development : Nil

C. Foreign exchange earnings and outgo:

Details of Foreign Exchange earned in terms of actual inflows and outgo in terms of actual outflows during the year under reporting:

Earnings in Foreign exchange:	2023-24	2022-23
FOB value of Exports (as per invoices issued)	Rs. 203,04,24,025.65 /-	Rs. 217,56,68,478 /-

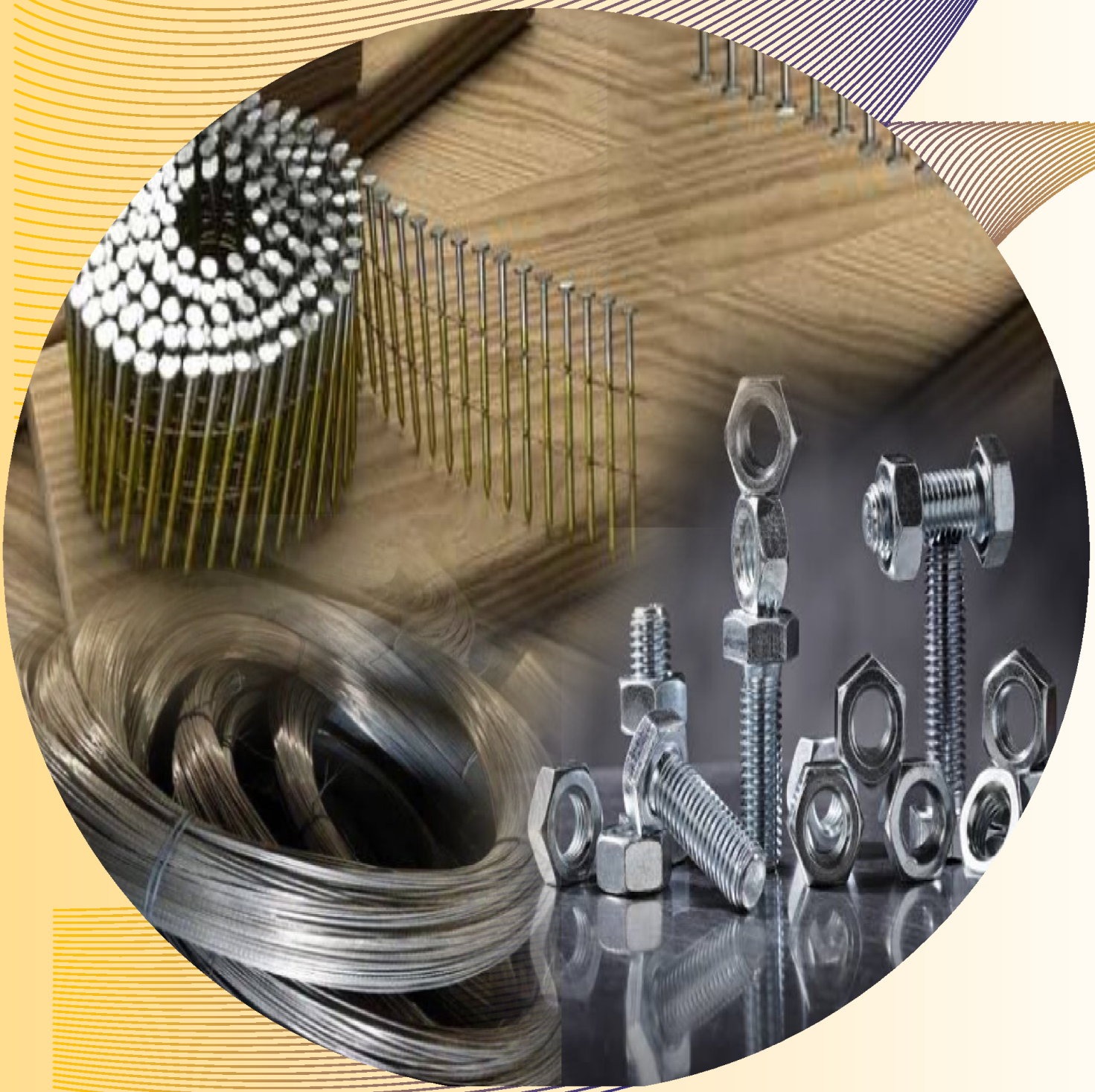
1) Expenditure in Foreign currency during the year

(Rs. In Lakhs)

On account of:	2023-24	2022-23
Plant and Machinery	873.26	1026.825
Raw Material	-	-
Foreign Travel	-	-
Consumable items	983.18	1091.442
Packing material	-	-
Other expenses (freight)	2081.06	5290.82

Geekay Wires Limited
(KANDOI GROUP)

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT



[ANNEXURE- D]
MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

1. INDUSTRY'S STRUCTURE AND DEVELOPMENTS

Geekay Wires Limited is an ISO 9001:2008 company, located at Hyderabad, engaged in manufacturing of niche quality Galvanized Steel Wires which find applications in Power Transmission, Cable & Conductor, General Engineering, Construction etc.

Today with robust infrastructure & testing facilities we are in the preferred-vendor list of PGCIL and in all most all State Transmission & Distribution Companies, Electrical Contractors, corporate engaged in turnkey business of creating infrastructure for Power Transmission & Distribution, Cable & Conductor Manufacturing, etc. our products are not only accepted in India but we have received accolades from overseas customers also. The company has the following major products and it also holds BIS License for most of these.

NATURE OF BUSINESS	PRODUCTS
a. WIRES Galvanized Steel Wire	Products for Fencing Barbed Wire, Chain Link Fence, Welded Wire Mesh Products for Power Industry Cable Armour Wire Round & Flat IS-3975, Steel Tape, Earth Wire, Stay Wire IS – 2141 &BS – 183 Products for Infrastructure Industry Hot Dipped Galvanized Wire, Binding Wire, ACSR Core Wire IS – 398 (Part-2), Bright & Black Annealed Wire Products for general Engineering Fasteners (Nuts, Bolts & Rivets), Mild Steel Drawn Wire(HB/HHB), High Carbon Drawn Wire, Welding Electrode Wire(EQ Wire)
b. NAILS	Coil Nails, D-Head Nails, Full Head Plastic Strip Nails,Wire-Collated-Nails
c. STAINLESS STEEL NUTS & BOLTS	Stainless steel Nuts & Bolts – Haxagon Head Bolt, Haxagon Head Screw, Round Head square Neck Bolt, Hexagon Nut, Square nut etc.

The Company has an installed capacity of 30,000 MTS P.A of Galvanized Steel Wires in various grades & sizes and 25,000 MTS PA of Nails & 10,000 MTS PA of Stainless Steel Nuts & Bolts for manufacturing of the above products. During the year the Company added a new main object of Transportation Logistic Services by Amendment in the Memorandum.

2. GLOBAL & DOMESTIC OVERVIEW

The baseline forecast is for the world economy to continue growing at 3.2 percent during 2024 and 2025, at the same pace as in 2023. A slight acceleration for advanced economies—where growth is expected to rise from 1.6 percent in 2023 to 1.7 percent in 2024 and 1.8 percent in 2025—will be offset by a modest slowdown in emerging market and developing economies from 4.3 percent in 2023 to 4.2 percent in both 2024 and 2025. The forecast for global growth five years from now—at 3.1 percent—is at its lowest in decades. Global inflation is forecast to decline steadily, from 6.8 percent in 2023 to 5.9 percent in 2024 and 4.5 percent in 2025, with advanced economies returning to their inflation targets sooner than emerging market and developing economies. Core inflation is generally projected to decline more gradually.

The global economy has been surprisingly resilient, despite significant central bank interest rate hikes to restore price stability. Chapter 2 explains that changes in mortgage and housing markets over the pre-pandemic decade of low interest rates moderated the near-term impact of policy rate hikes. Chapter 3 focuses on medium-term prospects and shows that the lower predicted growth in output per person stems, notably, from persistent structural frictions preventing capital and labor from moving to productive firms. Chapter 4 further indicates how dimmer prospects for growth in China and other large emerging market economies will weigh on trading partners.

India

The World Economic Situation and Prospects as of mid-2024, released Thursday, said, "India's economy is forecast to expand by 6.9% in 2024 and 6.6% in 2025, mainly driven by strong public investment and resilient private consumption. Although subdued external demand will continue to weigh on merchandise export growth, pharmaceuticals and chemicals exports are expected to expand strongly."

OUTLOOK

Steel Industry

India remains a bright spot in the global steel industry and the steel demand in the country is expected to show a healthy growth of 8.2% in 2024 compared to a global growth of 1.7%, according to the latest Short Range Outlook of World Steel Association. Growth in India's construction sector is driven by government spending on infrastructure and recovery in private investment. Infrastructure investment will also support capital goods sector. Besides, healthy growth momentum is expected to continue in the automotive sector. These, in turn, will push up steel demand in the country, world steel said.

Construction Industry

India's construction industry has experienced unprecedented growth in recent years and is on track to become the world's third-largest construction market within the next 2–3 years. According to reports, the Indian construction market is projected to reach a value of $1.4 trillion by 2025.

The construction sector in India has been a key driver of the country's economic expansion, offering significant employment opportunities. Despite facing challenges in recent times, the industry has demonstrated remarkable resilience, thanks to ongoing government support. Today, it presents a vast opportunity for individuals and businesses alike, contributing to job creation and fostering growth within the startup ecosystem.

Power sector

The all-India electricity demand increased by 7.3% in the first ten months of FY2024 on a year-on-year (YoY) basis, supported by recovery in demand since June '23, with the delayed onset of the monsoons, uneven rainfall across the country and resilient economic activity. The full-year growth for FY2024 is estimated to be in the range of 7.0-7.5%. The demand growth is expected to remain healthy at 5.5-6.0% in FY 2025 though moderating from FY2024 and slightly trailing ICRA's expectation of a GDP growth of 6.2%

Fastner Industry

The industrial fasteners industry in India is expected to reach a value of around INR 7, 706 billion by the end of the year 2025 while expanding at a CAGR of 6.5%. In the past 10 years, a phenomenal increase in automotive, construction, and manufacturing activities has given rise to a never-before growth of industrial fasteners in the countries like India, Australia, Brazil, Indonesia, Saudi Arabia, and china. During the forecast period, the demand for industrial-grade fasteners made and supplied by the top standard and self tapping screw manufacturers is all set to see a new high.

3. FINANCIAL PERFORMANCE

The following are relevant financial performance details with respect to the operational performance of the Company.

(Rs In Lakhs)

PARTICULARS	2023-24
Income from Operations	41155.20
Other Income	2911.17
Total Revenues	44066.36
Operating expenditure	37511.43
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	6554.93
Finance costs	534.75

PARTICULARS	2023-24
Depreciation and amortization expense	539.72
Profit before exceptional item and Tax	5480.47
Exceptional Item	00.00
Profit before Tax (PBT)	5480.47
Tax expense	1627.5
Profit after Tax (PAT)	3852.96

4. OPPORTUNITIES, THREATS

Key Opportunities include:

-**Robust Demand :**

Increased demand in India, USA , Europe and developing countries.

-Increasing Investments:

The industry is witnessing consolidation of players, which has led to investment by entities from other sectors. The ongoing consolidation also presents an opportunity to global players to enter the Indian market.

-Policy Support:

Implementation of production -linked incentive scheme (PLI) for the approved speciality steel

Key Threats include:

- Capital and labour intensive industry.

-Logistic Hurdles and International and local slow down.

- The high inflation impacting input cost.

-Disruptions in raw material supply

5. PERFORMANCE, RISKS AND CONCERNS, THE MANAGEMENT PERCEIVES

Your Company has segments of revenue. Audited financial results of the segments are furnished in Note 22 of Notes forming part of the Financial Statements.

The Company has put in place Risk Management Policy and Procedures for identification, assessment, management, monitoring and minimization of risks. It has identified potential risks under various categories like Business, Operations, Liquidity, Market, Industry, Human Resources and Systems. The Company is periodically reviewing the risks and their identification, assessment, monitoring and mitigation procedures. It does not perceive any major technological, operational, financial or environmental risks in the near future except for the prevailing Russian Ukraine conflict and its impact on the global economy.

6. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Your Company has adequate internal control systems combined with delegation of powers and periodical review of the process. The control system is also supported by internal audits and management reviews of documented policies and procedures.

7. HUMAN RESOURCES

The Company's Industrial relations at all the levels remained cordial throughout the year.

8. CAUTIONARY STATEMENT

This report contains several forward-looking statements that involve risks and uncertainties, including, but not limited to, risks inherent in DP Wire's growth strategy, acquisition plans, dependence on certain businesses, dependence on availability of qualified and trained manpower, economic conditions, government policies and other factors. Actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. This report should be read in conjunction with the financial statements included herein and the notes thereto for & on behalf of the Board of Directors.

9. DISCLOSURE OF ACCOUNTING TREATMENT:

The 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 and other relevant provisions of the Act.

[ANNEXURE-E]

CORPORATE GOVERNANCE REPORT

[Pursuant to Regulation 17 to 27, 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015]

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Corporate Governance philosophy at Geekay Wires Limited ("the Company") is that the Company believes in and adheres to good corporate practices, implements policies and guidelines and develops a culture of the best management practices and compliance with the law coupled with the highest standards of integrity, transparency, accountability and ethics in all business matters.

The Company's aim is not only to ensure compliance with the requirements as stipulated under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time, regarding corporate governance, but is also committed to sound corporate governance principles and practice and constantly strives to adopt emerging best corporate governance practices being followed worldwide.

The Company is committed to a balanced corporate governance system, which provides the framework for achieving the Company's objectives encompassing practically every sphere of management, from action plans and internal controls to corporate disclosures. It also believes that sound corporate governance is critical to enhance and retain investor trust. Hence our business policies are based on ethical conduct, health, safety and a commitment to building long term sustainable relationships with relevant stakeholders.

The Company continues to strengthen its governance principles to generate long term value for all its stakeholders on a sustainable basis thus ensuring ethical and responsible leadership both at the Board and at the Management levels. Our corporate governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the leadership and governance of the Company.

2. BOARD OF DIRECTORS:

In order to have robust governance, we have a multi-tiered governance structure with defined roles and responsibilities of every constituent of the system. The Board of Directors ('the Board') is the apex body constituted by the shareholders to oversee the company's overall functioning. The Board is responsible for providing strategic supervision, overseeing the management performance and governance of the Company on behalf of the shareholders and other stakeholders. The Board exercises independent judgment and plays a vital role in the oversight of the Company's affairs.

The Company's day to day affairs are managed by a competent management team under the overall supervision of the Board. The Board is committed to representing the long-term interests of the stakeholders and in providing effective governance over the Company's affairs and exercising reasonable business judgment on the affairs of the Company.

COMPOSITION OF THE BOARD

The Board of Directors of the Company represents an appropriate mix of Executive Directors ('EDs'), and Independent Directors ('ID'), which is compliant with the Companies Act, 2013 ('the Act'), the SEBI Listing Regulations and is also aligned with the best practices of Corporate Governance As on March 31, 2024, the Board of Directors comprised of six member consisting of three EDs, three Non-Executive Independent directors including two Women Independent Directors. The Board periodically evaluates the need for change in its composition and size.

Name	Designation	DIN No.	Date of Appointment
Ghanshyam Dass	Chairman & Managing Director	01539152	11/10/2012
Ashish Kandoi	Whole Time Director	00463257	11/10/2012
Anuj Kandoi	Whole Time Director	00463277	11/10/2012
ShwethaKabra	Independent Director	07754149	08/03/2017
Tara Devi Veitla	Independent Director	07754163	8/03/2017
Bhagwan Dass Bhankhor	Independent Director	08799204	20/01/2021

Board Membership Criteria and Selection Process

The responsibility for identifying and evaluating a suitable candidate for the Board is delegated to the Nomination and Remuneration Committee ("NRC"). While selecting a candidate, the NRC reviews and evaluates the Board's composition and diversity to ensure that the Board and its committees have the appropriate mix of skills, experience, independence and knowledge for continued effectiveness. For the Board, diversity comprehends plurality in perspective, experience, education, background, ethnicity, nationality, age, gender and other personal attributes.

The candidate is, inter alia, screened based on the above attributes extending to professional experience and functional expertise. At the time of induction of a Director, a formal invitation to join the Board is sent and a Directors handbook comprising a compendium of the role, powers and duties to be performed is handed over to the new Director. The Independent Directors annually provide a certificate of Independence, in accordance with the applicable laws, which is taken on record by the Board. All Board members are encouraged to meet and interact with the management. Board Members are invited to key meetings to provide strategic guidance and advice.

Board Procedure

The Board and committee meetings are pre-scheduled based on the availability of the Director(s), and an annual calendar of the meetings is circulated to them well in advance to facilitate planning of their schedule and ensure participation in the meetings.

However, in case of urgent matters, subject to regulatory conditions, the Board's approval is taken by passing resolutions by circulation. The Board meets at least once in a quarter to review and approve the quarterly financial results/statements and other agenda items.

The Committees of the Board usually meet prior on the same day of the Board meeting. The recommendations of the Committees are placed before the Board for necessary approval/noting.

A detailed agenda is sent to each Director at least 7 days in advance of the Board and committee meetings. All material information is incorporated in the agenda along with supporting documents and relevant presentations. Where it is not practicable to attach any document to the agenda, the same is tabled at the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted. The agenda of the Board and Committee meetings is circulated electronically through a secured IT platform.

The Board reviews strategy and business plans, annual operating plans and capital expenditure budgets, investment and exposure limits, compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any. To enable the Board to discharge its responsibilities effectively, the Chairperson provides an overview of the overall performance of the Company at the meeting of the Board of directors. The Board also reviews major legal issues, minutes of meetings of various committees of the Board and subsidiary companies, significant transactions and arrangements entered into by the subsidiary companies, approval of financial results and statements, transactions pertaining to purchase or disposal of properties, major accounting provisions and write-offs, corporate restructuring details of any joint ventures or collaboration agreements, material defaults, if any, in financial obligations, fatal or serious accidents, any material effluent or pollution problems, transactions that involve substantial payment towards goodwill, brand equity or intellectual property, any issue that involves possible public product liability, claims of substantial nature and the information as required under Regulation 17(7) read with Schedule II Part A of the Listing Regulations, as amended, is made available to the Board.

At the Board and Committee Meetings, apart from Board Members and the Company Secretary, the management team may be invited to present the Company's performance in key areas such as the major business segments and their operations, subsidiaries and key functions.

The Company Secretary records Minutes of the proceedings of each Board and Committee meeting. Draft Minutes are circulated to Board /Committee Members within 15 days from the meeting for their comments. Directors communicate their comments (if any) in writing on the draft minutes within seven days from the date of circulation. The Minutes are entered in the Minute Books within 30 days from the conclusion of the Meeting and signed by the Chairperson at the subsequent meeting. The copy of the signed Minutes certified by the Company Secretary or in his absence by any Director authorized by the Board, are circulated to all Directors within15 days of its signing.

The guidelines for Board and Committee Meetings facilitate an effective post meeting follow-up, review and reporting process for decisions taken by the Board and Committees thereof. Important decisions taken at Board/Committee Meetings are promptly communicated to the concerned departments/ divisions. Action Taken Report on decisions/Minutes of the previous meeting(s) is placed at the succeeding meeting of the Board/Committee for noting.

Number of Board meetings, attendance of the Directors at meetings of the Board and the Annual General Meeting ("AGM") during the financial year under review, Thirteen Board Meetings were held on the following dates: may19th 2023, May 30th 2023, June 26th 2023, July 28th 2023, August 31st 2023, September 8th 2023, October 9th 2023, October 27th 2023, November 14th 2023, December 11th 2023, February 6th 2024, February 15th 2024, March 30th 2024,.

Board met at least once in every calendar quarter and the gap between two meetings did not exceed one hundred and twenty days.

The attendance of the Directors at these meetings is mentioned in the table below:

Name	No. of Board Meetings Attended
GhanshyamDass	13
Ashish Kandoi	13
Anuj Kandoi	13
ShwethaKabra	13
Tara Devi Veitla	13
BhagwanDassBhankhor	13

Shareholding of Non-Executive Directors

None of the Non-Executive Directors, including Independent Directors, hold any equity share of the Company.

Meeting of the Independent Directors

Pursuant to Schedule IV of the Companies Act, 2013 and Regulation 25(3) of the SEBI Listing Regulations, the Independent Directors of your Company met once on 30.03.2024 without the presence of Non-Independent Directors and Members of the management and discussed matters pertaining to review of performance of Non-Independent Directors and the Board as a whole, reviewed the performance of the Chairperson of the Company after taking into account the views of the Executive and Non-Executive Directors, assessed the quality, quantity and timeliness of flow of information between the Company management and the Board, that is necessary for the Board to perform their duties effectively and reasonably.

The evaluation of Independent Directors is done by the entire Board of Directors of the Company which includes:

Performance of such directors; and Fulfillment of the Independence criteria and their Independence from the management.

Details of familiarization program imparted to Independent Directors

The familiarization program for our Directors is customized to suit their individual interests and area of expertise. During the financial year under review, the Independent Directors were apprised at frequent intervals on the industry trends, an overview of the Company's business model, strategy, products, market, risk management, group structure and its subsidiaries, and its operations by the senior management team. Further, various business unit heads made presentations to the Independent Directors at periodic intervals on the performance and future strategy of their respective business units. The Independent Directors were also regularly apprised of all regulatory and policy changes including their roles, rights and responsibilities. Presentations on internal control over financial reporting, operational control over financial reporting, Prevention on Insider Trading Regulations, SEBI Listing Regulations, framework for Related Party Transactions etc. were also made to the Board Members during the year. The Directors were encouraged to visit the plant locations of the Company and interact with members of Senior Management as part of the induction program. The web link is as mentioned below;

http://www.geekaywires.com/reports/Familiarization%20Program%20for%20Independent%20Directors.pdf

Key expertise and attributes of the Board of Directors

The Board of Directors of the Company comprises of qualified personnel who possess relevant skills, expertise and competence for the effective functioning of the Company. In compliance with the SEBI Listing Regulations, the Board has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company which are taken into consideration by the Nomination and Remuneration Committee while recommending appointment of any candidate to the Board of the Company.

3. COMMITTEES OF THE BOARD

The Board has constituted various committees to focus on specific areas and to make informed decisions within their authority. Each committee is directed by its charter which outlines their scope, roles, responsibilities and powers. All the decisions and recommendations of the committee are placed before the Board for its approval. The Company's guidelines relating to Board Meetings are also applicable to committee meetings as far as is practicable. Each committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its functions. Senior officers/ function heads are invited to present various details called for by the committee at its meeting.

Committees of the Board are as under:

A. Audit Committee

B. Nomination and Remuneration Committee

C. Stakeholders Relationship Committee

D. Corporate Social Responsibility Committee

A. **Audit committee:**

(a) Brief description of terms of reference;

The Company has constituted a qualified independent Audit Committee ("AC") which acts as a link between the management, external and internal auditors and the Board of Directors of the Company. The Committee is responsible for effective supervision of the Company's financial reporting process by providing direction to the audit function, monitoring the scope and quality of internal and statutory audits and ensuring accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Audit Committee considers the matters which are specifically referred to it by the Board of Directors besides considering the mandatory requirements of the Regulation 18 read with Part C of Schedule II of SEBI Listing Regulations and provisions of Section 177 of the Companies Act, 2013. The brief description of the terms of reference of the Committee is given below.

The responsibilities of the committee include review of the quarterly, half-yearly and annual financial statements before submission to Board, review of compliance of internal control system, oversight of the financial reporting process to ensure transparency, sufficiency, fairness and credibility of financial statements, etc. The Committee also reviews the adequacy and effectiveness of internal audit function and control systems. The committee meets at least once in a calendar quarter.

During the financial year under review, four meetings of the Audit Committee were held. The dates of the Meetings were May 30th, 2023, July 28th, 2023, October 27th October 2023, and February 06th, 2023.

(b) The Composition of the Committee and attendance details:

The Composition of the Committee and attendance details of the members for the year ended March 31, 2024 is given below:

Shwetha Kabra	Non-Executive Independent Director	Member
Tara Devi Veitla	Non-Executive Independent Director	Chairperson
Ghanshyam Dass	Chairman and Managing Director	Member

Name	No. of Board Meetings Attended
GhanshyamDass	4
ShwethaKabra	4
Tara Devi Veitla	4

B. **Nomination and Remuneration Committee:**

(a) Brief description of terms of reference;

The Company has a Nomination and Remuneration Committee ("NRC") constituted pursuant to the provisions of Regulation 19, read with Part D of Schedule II of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013.The NRC has been vested with the authority to recommend nominations for Board membership, succession planning for the senior management and the Board, develop and recommend policies with respect to composition of the Board commensurate with the size, nature of the business and operations of the Company, establish criteria for selection of Board Members with respect to competencies, qualifications, experience, track record, integrity, devise appropriate succession plans and determine overall compensation policies of the Company.

The scope of the NRC also includes review of the market practices, decision on the remuneration to the Executive Director(s) and laying down of performance parameters for the Chairperson & Managing Director, the Executive Director(s), Key Managerial Personnel and Senior Management.

In addition to the above, the NRC's role includes identifying persons who may be appointed to a senior management position in accordance with the criteria laid down, recommending to the Board their appointment and removal.

The NRC also formulates the criteria for determining qualifications, positive attributes and independence of a Director and recommends to the Board periodically, policies relating to the remuneration of Directors, Key Managerial Personnel and Senior Management. The remuneration policy for making payments to the Directors is available on our website at www.geekaywires.com.

The NRC also carries out a separate exercise to evaluate the performance of individual Directors. Feedback is sought by way of structured questionnaires covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its committees, Board culture, execution & performance of specific duties, obligations and governances. Performance evaluation is carried out based on the responses received from all Directors.

During the financial year under review, the Committee met Two times August 31, 2023, March 30, 2024.

(b) The composition of the Committee and attendance details:

The Composition of the Committee and attendance details of the members for the year ended March 30, 2024 is given below:

Shwetha Kabra	Non-Executive Independent Director	Chairperson
Tara Devi Veitla	Non-Executive Independent Director	Member
Bhagwan Dass Bhankhor	Non-Executive Independent Director	Member

Name	No. of Board Meetings Attended
ShwethaKabra	2
Tara Devi Veitla	2
BhagwanDassBhankhor	2

C. Stakeholders' Relationship Committee:

a. Brief Description of the terms of reference

The Company has constituted a Stakeholders' Relationship Committee ("SRC") pursuant to the

provisions of Regulation 20 of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013. The SRC is primarily responsible for redressal the grievances of shareholders / investors / other security holders including complaints related to transfer or transmission of shares, non-receipt of dividends, annual reports and such other grievances as may be raised by the security holders from time to time.

The Committee also reviews:

Measures taken to ensure the effective exercise of voting rights by the shareholders/investors;

Measures and initiatives taken to reduce the quantum of unclaimed dividends and ensure timely receipt of dividend/annual report/notices and other information by Shareholders;

Service standards adopted by the Company in respect of services rendered by our Registrars and Share Transfer Agent;

During the financial year under review, the Committee met two times. The dates of the Meetings were 13.12.2022 and 24.01.2023.

b. The Composition of the Committee and attendance details:

The composition of the Committee and attendance details of the members for the year ended March 31, 2023 is given below:

ShwethaKabra	Non-Executive Independent Director	Chairperson
GhanshyamDass	Chairman and Managing Director	Member
BhagwanDassBhankhor	Non-Executive Independent Director	Member

Name	**No. of Board Meetings Attended**
ShwethaKabra	2
GhanshyamDass	2
BhagwanDassBhankhor	2

D. Corporate Social Responsibility Committee

a. Brief description of terms of reference:

The terms of reference of the Committee are in line with the provisions of section 135 of the Companies Act, 2013.

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating, monitoring and implementing a framework in line with the corporate social responsibility policy of the Company.

The details of the CSR Policy & other details available on the website of the Company

www.geekaywires.com.

The terms of reference of the Committee are:

a. To formulate and recommend to the Board, a Corporate Social Responsibility Policy, which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

b. To recommend the amount of expenditure to be incurred on CSR activities; and

c. To monitor from time to time the CSR Policy of the Company.

During the financial year under review, the Committee met two times. The dates of the Meetings were 15.02.2024 and 30.03.2024.

b. Meeting, Composition, designation, Category and Attendance thereof:

The composition of the Committee and attendance details of the members for the year ended March 31, 2024 is given below:

Ghanshyam Dass	Chairman and Managing Director	Chairman
Bhagwan Dass Bhankhor	Non-Executive Independent Director	Member
Ashish Kandoi	Whole Time Director	Member

Name	**No. of Board Meetings Attended**
Ashish Kandoi	2
Ghanshyam Dass	2
Bhagwan Dass Bhankhor	2

4. REMUNERATION OF DIRECTORS:

The information pertaining to Executive Director's remuneration are provided in "**Annexure-B**" to the Director's Report.

Remuneration Policy

Your Company has a well-defined policy for remuneration of the Directors, Key Management Personnel and Senior Management. The policy of the Company is designed to create a high-performance culture and enables the Company to attract, retain and motivate employees to achieve results. The policy is available at the website of the company - **www.geekaywires.com**.

The elements of remuneration to the Executive Directors include fixed and variable salary, performance bonus, contribution to provident fund, superannuation, gratuity, perquisites and allowance, reimbursement of expenses etc., as applicable to employees of the Company.

The Executive Directors are employees of the Company and are subject to service conditions as per the Company policy, which is three months' notice period, or such period as mutually agreed upon. There is no provision for payment of severance fees to Executive/ Non- Executive Directors. Independent Directors are paid sitting fees for the Board meetings & other committee meetings attended by them and are not subject to any notice period and severance fees.

Remuneration to Non-Executive Directors/Independent director

The roles of Non-Executive/Independent Directors are not just restricted to corporate governance, but also bring with them significant professional expertise and rich experience across the wide spectrum of functional areas such as Scientific Knowledge, Research and Development, Manufacturing, Corporate Strategy, Finance, Compliance and Governance, Human Resource Capital, and other Corporate functions.

The Company seeks their expert advice on various matters from time to time. Hence, compensation to the Non-Executive Directors is recommended. The Nomination and Remuneration Committee determines and recommends to the Board the compensation payable to Directors

Service Contracts, Notice Period and Severance Fees

As on March 31, 2024, the Board comprised of six members, including three Executive Directors and three are Independent Directors. Mr. Ghanshyam Dass, Chairman and Managing Director, Mr. Ashish Kandoi, Whole time Director and Mr. Anuj Kandoi, Whole time director of the Company. Hence, the provision for payment of severance fees to them shall be as per the terms mentioned in the Company's policy. However, other Directors are not subject to any notice period and severance fees.

Pecuniary Relationship or Transactions of the Non-Executive Directors

There was no pecuniary relationship or transactions of the Non-Executive Directors vis-a-vis the Company, which has potential conflict with the interest of the organization at large.

5. GENERAL BODY MEETINGS:

Annual General Meeting

During the Financial Year under review, the 35th Annual General Meeting was held on 12th September, 2024 at 11:00 a.m. through Video Conferencing/Other Audio Visual Means. The meeting was successfully held as per the Secretarial Standards of the Institute of Company Secretaries of India and the resolutions passed were duly recorded in the Minutes of the Annual General Meeting.

6. MEANS OF COMMUNICATION:

Financial Results Quarterly/ Annual results;	The Financial results for Quarterly & Annual are normally published in nationwide newspaper - Financial Express (English) and Nava Telangana (Telugu edition) newspapers and are also displayed on Company's website www.geekaywires.com
Whether it also displays official news releases;	The Quarterly results releases are sent to the National Stock Exchange of India Limited from time to time and are also displayed on the Company's website www.geekaywires.com
Presentations made to institutional investors or to the analysts.	The company has so far not made any presentations to Institutional investors or to the analysts
Website	The website of the Company i.e. www.geekaywires.com contains complete information pertaining to the Board of Directors, financial results, stock exchange disclosures and compliances such as shareholding pattern, corporate governance report and press releases, Notice of the Board and General Meetings, details of Registrar and Transfer Agents. The Company's Annual Report along with supporting documents is also available on the website in a user-friendly and downloadable form.
Corporate filings of information/documents with NSE under SEBI LODR Regulations	NSE Electronic Application Processing System (NEAPS) are web-based application designed for the Corporates for smooth filing of information with the stock exchanges. All periodical compliance filings like shareholding pattern, corporate governance report, media releases are electronically filed on NEAPS.
SEBI Complaints Redress System ("SCORES")	Investor complaints are processed through a centralized web-based complaints redressal system. Centralized database of all complaints received, online upload of the Action Taken Reports (ATRs) by the Company, online viewing by investors of actions taken on the complaint and the current status are updated/resolved electronically in the SEBI SCORES system.

7. GENERAL SHAREHOLDER INFORMATION:

35th Annual General Meeting - date, time and venue;

Date and Time	***Thursday, September 12, 2024**
Venue	35th AGM will be held through video conferencing (VC) or other audio-visual means (OAVM
Financial Year	April 1, 2023 – March 31, 2024
Publication of results for the financial year 2024-25 (tentative and subject to change)	First quarter results: On or before August 14, 2024 Second quarter and half year results: On or before November 14, 2024 Third quarter results: On or before February 14, 2025 Fourth quarter results and results for the year ending March 31, 2025: On or before May 30, 2025.
Dividend payment date;	-
Listed on Stock Exchanges	National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
Stock Code/Symbol	GEEKAYWIRE
Payment of Annual listing fees to Stock Exchanges Paid	Annual Listing Fees paid

In terms of the MCA Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, the 34th AGM of the members shall be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participating in the meeting through VC/OAVM is annexed to the AGM notice and available at the website of the Company at www.geekaywires.com.

Market price data during 2023-24

The Equity Shares of the Company is traded in the National Stock Exchange. The Monthly high/low closing prices of the Company from April 1, 2023 to March 31, 2024 are given below:

Months	High Price (Rs.)	Low Price (Rs.)
APRIL-23	96.35	78.00
MAY-23	203.00	157.55
JUNE-23	251.00	213.00
JULY-23	318.50	219.50
AUGUST-23	297.05	225.95
SEPTEMBER-23	343.80	277.60
OCTOBER-23	399.80	71.00
NOVEMBER-23	87.25	75.20
DECEMBER-23	101.70	73.70
JANUARY-24	114.05	89.00
FEBRUARY-24	126.50	99.65
MARCH-24	111.00	73.90

During the period under review, the securities were not suspended from trading.

Registrar to an issue and share transfer agents;

Bigshare Services Pvt. Ltd

306, Right Wing, 3rd Floor Amrutha Ville, Opp. Yashoda Hospital Somajiguda Rajbhavan Rd Hyderabad – 500082. 040-2337 4967 / 040-2337 0295, Email: bsshyd@bigshareonline.com

Share transfer system

The Company has Stakeholders Relationship Committee to review and resolve the complaints by shareholders and investors which may arise from time to time and the status of such complaints or requests is placed before the Board. The Company has complied with the requirements as specified in Regulation 40 of SEBI Listing Regulations for effecting transfer of securities of the Company.

On receipt of proper documentation, the Company registers transfers of securities in the name of the transferee(s) and issue certificates or receipts or advices, as applicable, of such transfers, within a period of fifteen days from the date of such receipt of request for transfer, subject to documents being valid and complete in all respects.

In terms of Regulation 40(9) of the SEBI Listing Regulations, the Company obtains a half-yearly compliance certificate, from a Company Secretary in Practice with respect to due compliance of share and security transfer formalities by the Company and the copy of the compliance certificate is submitted to the Stock Exchanges.

SEBI, effective from April 1, 2019, barred physical transfer of shares of the listed companies and mandated transfers only in dematerialised form. However, shareholders are not barred from holding shares in physical form.

Distribution of shareholding (category wise) as on March 31, 2024 is as under:

Categories	No. of Shares	% to Equity
Promoter and Promoter Group (Indian & Foreign)	30973210	59.27
Foreign Institutional Investor & FPI	-	-
Mutual Funds, Banks, IFIs	-	-
NRIs & Foreign Nationals	634660	1.21
Corporate Bodies	1235307	2.36
Trusts	-	-
Indian Public & Others	19416823	37.16
Total	**52260000**	**100**

Distribution of shareholding as on March 31, 2024 is as under;

Sl no	Category (amount)	No. of Share-holders	% to Share-holders	Amount (Rs)	% to Equity
1	1-5000	23086	97.1797	9185118	8.7879
2	5001-10000	326	1.3723	2442574	2.3369
3	10001-20000	138	0.5809	2038664	1.9505
4	20001-30000	57	0.2399	1427230	1.3655
5	30001-40000	38	0.1600	1412614	1.3515
6	40001-50000	18	0.0758	828682	0.7928
7	50001-100000	30	0.1263	2197376	2.1023
8	100001-99999999	63	0.2652	84987742	81.3124
9	100000000 and above	-	-	-	-
	TOTAL	23756	100.00	104520000	100.00

Dematerialization of shares and liquidity;

As on March 31, 2024, 100% of the equity shares were in electronic form. Trading in equity shares of the Company is permitted only in dematerialized form. The Company's equity shares are actively traded on National Stock Exchange (NSE).

GEEKAY WIRES LIMITED				
S. No.	Description	No. of Holders	Shares	% to Equity
1.	PHYSICAL	0	0	0.00
2.	CDSL	19338	9750989	18.66
3.	NSDL	4418	42509011	81.34
	Total	**23756**	**52260000**	**100.00**

Further, during the financial year, the Securities and Exchange Board of India ("SEBI") and the Ministry of Corporate Affairs ("MCA") has mandated that existing members of the Company who hold securities in physical form and intend to transfer their securities after April 1, 2019, can do so only in dematerialized form. Hence, to serve our Shareholders better, we request all our Shareholders who hold shares in physical form to dematerialize these shares and to update their bank account details and email ids with their respective Depository Participants

8. OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

The company has not issued any GDRs/ADRs/ Warrants or any other Convertible Instruments during the period under review.

9. OTHER DISCLOSURES:

(a) Materially significant related party transactions

During the financial year under review, no materially significant transactions or arrangements were entered into between the Company and its promoters, management, Directors or their relatives, associate companies, etc. that may have potential conflict with the interests of the Company at large. The Company has formulated a policy on dealing with Related Party Transactions, which specifies the manner of entering into Related Party Transactions.

(b) Details of Non-compliance

During the last three years, there were no instances of non-compliances by the Company related to capital markets and no penalty or strictures were imposed on the Company by the Stock Exchanges or SEBI or any statutory authorities.

(c) Vigil Mechanism

The vigil mechanism as envisaged in the Companies Act, 2013 and SEBI Listing Regulations is implemented through the Company's Whistle Blower Policy to adequately safeguard against victimisation of persons who use such mechanism and to confirm that no personnel is denied access to the Audit Committee of the Company. The address of the Chairperson of the Audit Committee has been given in the policy for the employees, Directors, vendors, suppliers or other stakeholders associated with the Company to report any matter of concern. Vigil mechanism of the Company is available on the website of the Company at www.geekaywires.com.

d) Compliance with corporate governance requirements

The Company has complied with the requirements of corporate governance specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation of Regulation 46 of the SEBI Listing Regulations.

(e) Compliance with mandatory and discretionary requirements

The Company has complied with all mandatory requirements prescribed by SEBI Listing Regulations and the Company has also complied with below mentioned discretionary requirements as stated under Part E of Schedule II to the Listing Regulations, is as under:

Modified opinion(s) in audit report: During the financial year under review, there is no audit qualification in your Company's financial statements. Your Company continues to adopt best practices to ensure regime of unqualified financial statements.

Reporting of Internal Auditors: Internal Auditors report directly to the Audit Committee

(f) Policy for determining material subsidiary

The Company has formulated a policy for determining "Material" subsidiaries as defined under the SEBI Listing Regulations. This policy is also published on the website of the Company at **www.geekaywires.com**.

(g) Policy for determining Related Party transactions

The Company has formulated a policy on materiality of related party transactions and on dealings with such transactions. This policy has also been published on the website of the Company at **www.geekaywires.com**

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

The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) during the financial year 2023-24.

(i) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor.

The details of payment made to them on consolidated basis are available under Notes forming part of the Financial Statements.

(j) Certificate from Company Secretary in Practice

As required under Regulation 34(3) read with Clause 10(i), Part C of Schedule V of the SEBI Listing Regulations, the Company has received a Certificate from Kashinath Sahu, Company Secretary in Practice, Proprietor, Kashinath Sahu & Co,, certifying that none of our directors on the Board of the company have been debarred or disqualified from being appointed or to continue as directors of Company by the SEBI or Ministry of Corporate Affairs or any such statutory authority. This document is annexed to the report.

(k) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosure regarding the complaints of sexual harassment is given in the Board's Report.

(l) Disclosures with respect to demat suspense account/unclaimed suspense account

The Company does not have any securities in the demat suspense account/unclaimed suspense account.

(m) Code of Conduct

The Code of Conduct ("the Code") for Board Members and senior management personnel as adopted by the Board, is a comprehensive Code applicable to Directors and senior management personnel. The Code lays down in detail, the standards of business conduct, ethics and strict governance norms for the Board and senior management personnel. A copy of the Code is available on the Company's website at **www.geekaywires.com**. The Code has been circulated to Directors and senior management personnel and its compliance is affirmed by them annually. A declaration signed by the Chief Executive Officer to this effect is annexed with this Report.

(n) Code for Prevention of Insider Trading Practices

The Company has formulated a comprehensive Code of Conduct for Prevention of Insider Trading for its designated persons, in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. The Directors, officers, designated persons and other connected persons of the Company are governed by the Code. The Code is also posted on the website of the Company at **www.geekaywires.com**.

(o) Disclosure by Senior Management Personnel

The senior management of your Company have made disclosures to the Board confirming that there are no material, financial and commercial transactions where they have personal interest that may have a potential conflict of interest with the Company at large.

(p) CEO and CFO certification

As required by Regulation 17(8) read with Schedule II Part B of the SEBI Listing Regulations, the Managing Director (MD) & Chief Financial Officer ("CFO") of the Company has furnished to the Board, the requisite compliance certificate for the financial year ended March 31, 2024.

(q) Certificate for compliance with Corporate Governance

A certificate from the Practising Company Secretary confirming compliance with conditions of Corporate Governance is annexed to this Report.

(r) Secretarial Audit

The Secretarial audit report of the Company for the year ended March 31, 2024, issued by Mr. Kashinath Sahu, Proprietor of M/s. Kashinath Sahu & Co., Practicing Company Secretaries forms part of the Board's Report as "Annexure- H".

(s) Acceptance of recommendation of all Committees

In terms of the Listing Regulations, there have been no instances during the year when recommendations of any of the Committees were not accepted by the Board.

[ANNEXURE-F]

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.

   The CSR Policy recommended by the CSR Committee has been approved by the Board of Directors and is available on the Corporate Website i.e., https://www.geekaywires.com/ at the given link http://geekaywires.com/policies/.

2. The Composition of the CSR Committee

   The Board of Directors has constituted CSR Committee, in accordance to the provisions u/s 135 and Schedule VII of the Companies Act, 2013 and the Rules made thereunder. The CSR Committee comprises Mr. Ghanshyam Dass(Chairman), Mr. Ashish Kandoi (Member) and Mr. Bhagwan Dass Bhankhor (Member). Detailed information about CSR Committee is covered in the Corporate Governance Report.

3. Registration of Geekay wires welfare trust

   The company has established a trust in the name of Geekay wires welfare trust on 02.02.2022 to fulfil the object of CSR of the company.

4. Average Net Profit of the Company for last three Financial Years:

   Rs. 18,78,52,303/-as per applicable Section 198 of the Companies Act, 2013.

5. Prescribed CSR Expenditure (two per cent of the amount as in item no. 3 above):

   Rs. 37,57,046/-

6. Details of CSR spent during the Financial Year:

   a. Total amount spent for the Financial Year: Rs.12,52,349 /-

   b. Amount transfer separate Account (Unspent CSR Account): Rs.25,04,697/-

   c. Manner in which the amount spent during the Financial Year is detailed below:

   The Company has contributed a sum of Rs. 12,52,349/- towards following activities during the financial year 2023-2024:

S.No.	Name of City	CSR Activity	Expenditure
1.	Hyderabad	Construction of road in Shankarampet Village Medak District for Rural Development. The Duration of project is 3 years and divided in 3 phases..	1. Out of the total project cost of Rs. 37,57,046 /-, for the first phase, Rs. 12,52,349/- has been deposited in the Geekay Wires Welfare Trust on March 26, 2024 . 2. The Company has Transfer remaining Amount Rs. 25,04,697/- to separate Account (Unspent CSR Account) on April 29, 2024.

7. **In case the Company has failed to spend the two per cent, of the Average Net Profit of the last three Financial Years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.**

   Company has duly spent 2% of the Average Net Profit of past three years of the Company.

8. **A Responsibility Statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR Objectives and Policy of the Company.**

   We hereby state that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

For and on behalf of the Board of Directors
M/s Geekay Wires Limited

SD/-	SD/-
(Ghanshyam Dass)	(Ashish Kandoi)
Chairman & Managing Director	Whole Time Director
DIN: 01539152	DIN: 00463257

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 Geekay Wires Limited,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Geekay Wires Limited, having CIN: L63000TG1989PLC010271 and having registered office at 11-70/5, 2nd Floor, G.P Complex, Shivalayam Road, Fathenagar, Hyderabad - 500 018(hereinafter referred to as 'the Company'), produced before us 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 and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we here by certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).

Details of Directors:

Name	Designation	DIN No.	Date of Appointment
GhanshyamDass	Chairman & Managing Director	01539152	11/10/2012
Ashish Kandoi	Whole Time Director	00463257	11/10/2012
Anuj Kandoi	Whole Time Director	00463277	11/10/2012
ShwethaKabra	Independent Director	07754149	08/03/2017
Tara Devi Veitla	Independent Director	07754163	08/03/2017
BhagwanDassBhankhor	Independent Director	08799204	20/01/2021

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our 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.

For Kashinath Sahu & Co
Practising Company Secretaries
Sd/-
(Kashinath Sahu)
Proprietor
FCS: 4790; CP No. 4807
UDIN No: F004790F000935357

Date: 09/08/2024
Place: Hyderabad

COMPLIANCE CERTIFICATE

{As per Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

We, Ghanshyam Dass, Managing Director and Ashish Kandoi, Whole Time Director of Geekay Wires Limited, to the best of our knowledge, information and belief, certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2024:

   These Financial Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   These Financial Statements together present, in all material respects, a true and fair view of the Company's affairs, the financial condition and results of operations and are in compliance with applicable accounting standards, laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or which violate the Company's code of conduct.

3. We are responsible for establishing and maintaining internal controls over financial reporting by the Company and we have:

   Designed such controls to ensure that material information relating to the Company is made known to us by others;

   Designed or caused to be designed, such internal control systems over financial reporting, so as to provide reasonable assurance regarding the preparation of financial statements in accordance with Indian Accounting Standards (Ind AS) in India; and

   Evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.

4. During the year, we have disclosed to the Company's Auditors and the Audit Committee of the Board of Directors:

   Any change, that has materially affected or is reasonably likely to materially affect, the Company's internal control over financial reporting;

   Any significant changes in accounting policies during the year, and that the same have been disclosed appropriately in the notes to the financial statements;

   Instances of significant fraud, if any, that we are aware especially if any Member of management or employee involved in financial reporting related process. No such instances were noticed during the year 2023-24;

   All significant changes and deficiencies, if any, in the design or operation of internal controls, which could adversely affect the Company's ability to record, process, summarize and report financial data; and

   Any material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies.

5. In the event of any materially significant misstatements or omissions, we will return to the Company that part of any bonus or incentive which was inflated on account of such mistakes or omissions.

6. We affirm that we have not denied any employee, access to the Audit Committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

7. We further declare that all Board Members and senior managerial personnel have affirmed compliance with the code of conduct for the current year.

	Sd/-	Sd/-
	GhanshyamDass	Ashish Kandoi
Place: Hyderabad	Managing Director	Whole Time Director
Date: 18-08-2024	DIN: 01539152	DIN: 00463257

To,
The Members of Geekay Wires Limited
Declaration of code of conduct

Geekay Wires is committed to conducting its business in accordance with the applicable laws, rules and regulations and with the highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all Directors, officers and employees.

I hereby certify that the Board Members and senior management personnel of the Company have affirmed compliance with the Code of Ethics and Business conduct for the financial year 2023-24.

Ghanshyam Dass
Chairman & Managing Director

Place: Hyderabad
Date: 18-08-2024

Certificate of Compliance of Corporate Governance under SEBI (LODR) Regulations, 2015

TO THE MEMBERS OF
GEEKAY WIRES LIMITED

We have examined the compliance of the conditions of Corporate Governance by Geekay Wires Limited ('the Company') for the year ended on March 31, 2024, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2024.

We further state that such compliance 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.

For Kashinath Sahu & Co
Practising Company Secretaries
Sd/
CS. Kashinath Sahu
Proprietor
FCS: 4790, CP: 4807
UDIN No: F004790F000935236

Date: - 09-08-2024
Place: Hyderabad

Annexure – G

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024

[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
Geekay Wires Limited
11-70/5, 2nd Floor, G.P Complex,
Balanagar, Hyderabad - 500 018

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. GEEKAY WIRES LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year commencing from 1stApril, 2023 and ended 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 and made available to me, according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made there under;

The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment –(Not applicable to the Company during the Audit Period);

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities Exchange Board of India (SEBI) (Substantial Acquisition of Shares and Takeovers (Amendment) Regulations, 2013;

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

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - (Not applicable to company during the period of audit);

Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to company during the period of audit);

Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to company during the period of audit);

Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- (Not applicable to company during the period of audit);

Securities and Exchange Board of India (Buyback of Securities) Regulations,2018 - Not applicable to company during the period of audit);

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

Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- (Not applicable to company during the period of audit)and

Securities and Exchange Board of India (Depositories and Participants) Regulations,2018. (Not applicable to company during the period of audit)

I have relied on the representations made by the Company and its officers for the systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company mentioned hereunder:

The Factories Act, 1948

Contract Labour (Regulation and Abolition) Act, 1970

The Industrial Disputes Act, 1947 and Industrial Dispute (Central) Rules, 1957

The Employees State Insurance Act, 1948

The Employees' Provident Fund and Miscellaneous Provisions Act, 1952

The Minimum Wages Act, 1948

Payment of Bonus Act, 1965

Payment of Gratuity, 1972

Workmen Compensation Act

Electricity Act, 2003

Air (Prevention and Control of Pollution) Act, 1981 and the rules and standards made there under

Water (Prevention and Control of Pollution) Act, 1974 and Water (Prevention and Control of Pollution) Rules, 1975

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

Secretarial Standards issued by The Institute of Company Secretaries of India and notified under the Companies Act, 2013;

The Listing Agreements entered by the Company with the Stock Exchange(s);

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

We further report that:

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

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

Majority decisions are carried through while the dissenting member's views, if any, are captured and recorded 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 the compliance by the Company of the applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this audit since the same have been subject to review by statutory auditors and other designated professionals.

I further report that there were no other instances of:

(i) Rights/debentures/sweat equity.

(ii) Redemption/buy-back of securities.

(iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act.

(iv) Merger/ amalgamation etc.

(v) Foreign technical collaborations.

For M/s Kashinath Sahu & Co
Practising Company Secretaries
CS. Kashinath Sahu
Proprietor
FCS: 4790, CP: 4807 Peer Review No: 2957/2023
UDIN No: F004790F000935357

Place: Hyderabad
Date: 09-08-2024

FINANCIAL STATEMENT

2023 - 24

INDEPENDENT AUDITORS' REPORT

To
The Members of
GEEKAY WIRES LIMITED,
Hyderabad.

Report on the Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **GEEKAY WIRES LIMITED ("the Company"),** which comprise of the Balance Sheet as at **31st March 2024,** the Statement of Profit and Loss Account, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us the aforesaid financial statements together with notes thereon and attached thereto, give the information required by the Act in the matter so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit 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. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

1. Evaluation of Contingent Liabilities:

Refer Note 12 of Notes to accounts forming part of the Standalone Financial Statements Claims against the company not acknowledged as debts are disclosed in Notes to Accounts. The existence of the payments against these claims requires management judgment to ensure disclosure of most appropriate values of contingent liabilities. Auditors Response: Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value of claims against the company not acknowledged as debts as given in the Note 12 of Notes to accounts.

2. Evaluation of Contingent Assets:

Refer Note 12 (B) of Notes to accounts forming part of the Standalone Financial Statements, The company is having a pending case regarding recovery of Dues upto period 2022-23 amounting to RS 98,91,556 towards outstanding from M/s Punjab State Forest Corporation. During the year 22-23 company has submitted certificate claiming interest amounting to Rs 10324331 to be received as per the provisions of Clause Number 16 of Chapter V of MSME Act 2006 which is yet to receive. The same is not considered during the year as Contingent assets are not recognized in financial statements since this may result in the recognition of income that may never be realized. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate

Other Matter Para

1. The Company has made an application under Advance Ruling on reversal of input tax credit of goods destroyed in fire. The outcome of the same is not in company's favour .The company has filed an appeal against Advance Ruling before the Authority for clarification & Advance Ruling, Commercial Taxes Department. However there may be a contingent liability regarding reversal of input tax credit amounting to Rs 35, 72,577/- based on the calculation, in which input tax credit availed on cost of production is reduced by GST payable on scrap sales based on the outcome of Appeal. The company has not made any provision in this year and the liability will be determined only on the outcome of the appeal petition pending before the Authority for clarification & Advance Ruling, Commercial Taxes Department.

Information Other than the Standalone Financial Statements and Auditor's 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's Report, Corporate Governance Report but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Management's Responsibility for Financial Statements

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

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 misstatements, whether due to fraud or error.

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

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

Auditor's Responsibility

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 Standalone 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 financial 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 controls system in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone 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 Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

01. As required by the Companies (Auditors Report) Order, 2020 ("the order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraph 3 and 4 of the said order.

02. As required by Section 143(3) of the Act, we report that:

    (i) 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;

    (ii) In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;

    (iii)The Balance Sheet, Profit and Loss Account and Cash flow Statement dealt with by this Report are in agreement with the books of account;

(iv) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(v) On the basis of written representations received from the directors, as on 31st March, 2024 and taken on record by the Board of Directors, we report that none of the directors are disqualified as on 31st March, 2024 from being appointed as a director in terms of section 164(2) of the Act.

(vi) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B".**

(vii)With respect to the other matters to be included in the Auditors' 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:

a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

b. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

c. There were no pending amounts which were, required to be transferred to the Investor Education and Protection Fund by the Company.

d.(a) The Management has represented, that, to the best of their knowledge and belief, no funds (which are material either individually and in aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 their knowledge and belief, no funds (Which are material either individually or in aggregate) have been received by the Company, from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company, shall, 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.

(c) Based on the audit procedures performed that have 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e. The dividend declared and paid by the company during the year is in accordance with section 123 of the Act.

For MM PALOD & CO.,
Chartered Accountants

Firm Regn.No.0060207S
Murali Manohar
(Partner)
M.No -200858

Place: Hyderaba
Date: 23/05/2024

UDIN: 24200858BKERXJ9807

ANNEXURE -A

COMPANIES AUDITORS'ORDER REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Audit Report of even date to the members of **M/s. GEEKAY WIRES LIMITED** on the Financial Statements of the Company for the year ended on 31st March 2024)

In terms of Companies (Auditor's Report) Order 2020, issued by the Central Government of India, in terms of section 143(11) of The Companies Act, 2013, we further report, on the matters specified in paragraph 3 and 4 of the said Order, that :-

1)a)The Company is maintaining proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment on the basis of the information made available to us;

b) As explained to us, these Property, Plant and Equipment have been physically verified by the Management at reasonable intervals; and no material discrepancies were found on such verification.

c) According to the information and explanations given to us and on the basis of records examined by us, the title deeds of the immovable properties are held in the name of the Company.

d) The company has not revalued its Property Plant and equipment or Intangible assets during the year.

e) No proceedings have been initiated or pending against the company **for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder**

ITEM	CATEGORY	DESCRIPTION	SURVEY NO	COST AS PER SALES DEED	GROSS CARRYING VALUE	TITLE DEEDS IN THE NAME OF	TITLE DEED HOLDER IS PROMOTER, DIRECTOR OR RELATIVE OF PROMOTER / DIRECTOROR EMPLOYEE OF PROMOTER/DIRECTOR	PROPERTY HELD SINCE WHICH DATE	REASON FOR NOT BEING HELD IN THE NAME OF COMPANY (ALSO INDICATE IF IN DISPUTE)
PPE	LAND	1) MUPPIRED-DYPALLY LAND TSIIC	Plot No. E166 to E183 and E140 & E141	10,536,046	10,536,046	GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	31-jul-2018	NA
		2) LAND-PATANCHERU	300/A	70,180		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	07-Dec-18	NA
			PLOT NO 4 & 5 IN SY NO 286,287	789,620		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	03-Feb-17	NA
			PLOT NO 1 IN SY NO 300/A	310,500		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	03-Feb-17	NA
			Total (2)	1,170,300	1,170,300				
		3) LAND AT 288,289,290,300 AT SHANKARAMPET	300/EE1/2,290/A2,288/A1/2,289/AA,290/A1/2,291/A1,288/A2, Shankarampet	8,560,970	8,560,970	GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	19-Jan-18	NA

ITEM	CATEGORY	DESCRIPTION	SURVEY NO	COST AS PER SALES DEED	GROSS CARRYING VALUE	TITLE DEEDS IN THE NAME OF	TITLE DEED HOLDER IS PROMOTER, DIRECTOR OR RELATIVE OF PROMOTER / DIRECTOROR EMPLOYEE OF PROMOTER/DIRECTOR	PROPERTY HELD SINCE WHICH DATE	REASON FOR NOT BEING HELD IN THE NAME OF COMPANY (ALSO INDICATE IF IN DISPUTE)
		4) LAND 297/A, 297/AA & 296 Isnapoor Village	PLOT NO 7 & 8 IN SY NO 286,287	661,500		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	14-feb-2008	NA
			PLOT NO 3 IN SY NO 286,287	345,000		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	08.03.2007	NA
			PLOT NO 2 IN SY NO 286,287	345,000		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	16.06.2016	NA
			SY NO 297 / A 297 AA	12,000,000		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	12.12.2012	NA
			REVALUATION 2006-07	44,246,224		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	-	NA
			Total(4)	57,597,724	57,597,724				
			TOTAL LAND VALUE	77,865,040	77,865,040				
	BUILDING	1)OTHER FACTORY BUILDING CONSTRUCTED		86,158,076	86,158,076	GEEKAY-WIRES LIMITED	GEEKAYWIRES LIMITED		
INVESTMENT PROPERTY	BUILDING	1) Divyashakti, Ameerpet	FLAT NO 1-610-6TH FLOOR	195,000		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	25.01.1995	NA
			FLAT NO 1-609-6TH FLOOR	196,000		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	25.01.1995	NA
			REVALUATION-2006-07	2,893,600		GEEKAY-WIRES LIMITED	GEEKAY WIRES LIMITED	25.01.1995	NA
				3,284,600	3,284,600				
			TOTAL BUILDING VALUE	89,442,676	89,442,676				
NON CURRENTASSETS HELD FOR SALE	-NA-	-NA	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-
OTHERS	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-	-NA-

2)a)In our opinion, the inventories have been physically verified during the year by the Management at reasonable intervals and as explained to us no material discrepancies were noticed on physical verification.

b) Quarterly returns or statements filed by the company with financial institutions or banks are in agreement with the books of account of the Company.

3)(a)In our opinion and according to the information provided to us the company has made investments and granted unsecured loans and advances in nature of Loans as specified below. However the company has not provided any guarantees.

(A) Investments in Subsidiaries, Joint Ventures, Associates: (Amount in Rs.)

Nature	Aggregate amount during the year	Balance outstanding as on 31.03.2024
Investments	Nil	Nil

(B) Investments to other than Subsidiaries, Joint Ventures and Associates:

Nature	Aggregate amount during the year	Balance outstanding as on 31.03.2024
Investments	Nil	28018500

(C) Loans and Advances Granted to other than Subsidiaries, Joint Ventures and Associates

Nature	Aggregate amount during the year	Balance outstanding as on 31.03.2024
Principal	14,85,00,000	15,16,24,713
Interest	31,24,713	

(b) The terms and conditions of investments and loan and advances in the nature of loans made, are not prejudicial to the interest of the company.

(c) According to the information provided to us by the company there is no stipulated repayment schedule for principal and interest on loans and advances granted during the year, since loans and advances granted are covered under clause (f) .

(d) There is no repayment schedule for the loans and advances granted, since loans and advances granted are covered under clause (f) .

(e) There is no renewal or extension or fresh loan granted to settle the over dues of existing loans given to same parties, hence the clause is not applicable.

(f) During the year company has given loan to ASP PRIVATE LIMITED without specifying any terms or period of repayment. ASP private limited is a common controlled entity and covered under the definition of section 2(76) of Companies Act 2013 . The percentage of loan granted to total loans and advances is as below:

Particulars	Amount in Rs.	Percentage (%) of loan
Total loans and advances	15,27,96,106	99.23%
Loans and advances granted to parties covered by definition under section 2(76) of Companies Act 2013	15,16,24,713	

4) In our opinion and according to the information and explanation given to us, the Company has complied with section 186 of companies act 2013 in respect of investments ,loans & advances granted in compliance with provisions of Section 185 of the companies act 2013. However company has not provided any guarantees or securities.

5) The Company has not accepted any deposits from the public during the year. Hence Clause 3(v) of the Order is not applicable.

6) Maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act. However, the management explained that the information relating to cost data is available from the existing records maintained by the company.

7) (a) According to the information and explanations given to us, and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including

Goods and service tax, provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable with the appropriate authorities. There are no arrears of undisputed statutory dues outstanding as at March 31, 2024 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, and the records of the Company examined by us, there are No dues of statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute

8) There are no transactions which are not recorded in the accounts and have been disclosed or surrendered before the tax authorities as income during the year.

9) a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) The company has not been declared a willful defaulter by any Bank or financial institution or any other lender.

c) Term loans been used for the object for which they were obtained.

d) The company has not used funds raised for a short term basis for long term purposes

e) The company does not have associate or subsidiaries or joint ventures, hence the clause is not applicable.

f) The company does not have associate or subsidiaries or joint ventures, hence the clause is not applicable.

10)a) The company has not raised funds by way of Initial Public offer or Further Public offer (including debt Instruments) during the year and has been applied for the purpose of which those are raised.

b) The company has not made any private placement or preferential allotment of shares or convertible debentures (fully, partially or optionally convertible) during the year, whether the same is in accordance with section 42 and section 62 of the Companies Act, 2013.

11)a) 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 course of our audit.

b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) There is no receipt of whistle-blower complaints; hence the clause is not applicable whether the complaints have been considered by the auditor.

12)In our opinion and according to the information and explanation given to us, the Company is not a Nidhi Company. Accordingly, Paragraph 3(xii) of the Order is not applicable.

13) According to the information and explanations given to us based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14)a) The company have an internal audit system in accordance with its size and business activities.

b) The reports of the internal auditors have been considered by the Statutory auditor.

15)According to the information and explanations given to us and based on the examination of the records of the Company, the Company has not entered into non- cash transaction with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable

16)a) In our opinion and according to the information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.Accordingly, paragraph 3(xvi) of the Order is not applicable.

b) The company has not carried on any Non-Banking Financial or Housing Finance activities (NBFC or HFC) without having a valid registration certificate from RBI.

c) The company is not a core Investment Company and hence clause is not applicable

d) The company is not a core Investment Company and hence clause is not applicable

17) The company has not incurred any cash losses in the financial year and the immediately preceding financial year; hence the clause is not applicable.

18) There has been no resignation of statutory auditors during the year hence the clause is not applicable.

19) There is no Existence of any material uncertainty on the date of the audit report on the basis of the ageing report, financial ratios and expected dates of realization of financial assets and payment of financial liabilities, any other information accompanying the financial statements, in the auditor's knowledge of the Board of Directors and management plan and the company can meet its the liabilities which exist as at the balance sheet date when such liabilities are due in the future.

20)(a) whether in respect of other than ongoing projects, the company has transferred the unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of 6 months from the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said act- no unspent amount hence clause is not applicable.

(b) Yes the company has transferred and deposited the amount which remains unspent under sub-section (5) of section 135 of the companies act, pursuant to ongoing project , to a special account in accordance with provisions of section 135 (6) of the Companies Act, 2013.

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For MM PALOD& CO.,
Chartered Accountants

Firm Regn.No.0060207S
Murali Manohar
(Partner)
M.No -200858

Place: Hyderabad
Date: 23/05/2024

ANNEXURE - B TO AUDITORS' REPORT

Report on the Internal Financial Controls 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 **GEEKAY WIRES LIMITED** ("the Company") as of 31st March, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, 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 issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation

of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting:

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

For MM PALOD& CO.,
Chartered Accountants

Firm Regn.No.0060207S
Murali Manohar
(Partner)
M.No -200858

Place: Hyderabad
Date: 23/05/2024

Balance sheet as at 31 March 2024

(All amounts in INR Lakhs except otherwise stated)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
Assets			
Non-current assets			
Property, plant and equipment	4		
(a) Tangible		7264.64	5954.35
(b) Capital work-in-progress		359.21	67.48
(c) Investment property		12.79	13.91
Intangible assets			
Financial assets			
(a) Investments	5	280.82	280.82
(b) Other financial Assets			
Non-current Tax assets(Net)	6	0.00	0.00
Other non-current assets	7	568.78	472.73
Deferred tax assets (net)			
Total non-current assets		**8486.24**	**6789.28**
Financial assets			
(i) Inventories	8	3637.25	4903.87
(ii) Trade receivables	9	6331.06	7471.50
(iii) Cash and cash equivalents	10	815.65	733.73
(iv) Bank balances other than (iii) above			
(v) Loans	11	1527.96	18.45
(vi) Other financial assets			
Other current assets	12	2430.21	2002.60
Total current assets		**14742.13**	**15130.15**
Total assets		**23228.37**	**21919.43**
Equity and liabilities			
Equity			
Equity share capital	13	1045.20	1045.20
Other equity	14	9888.33	6317.57
Total equity		**10933.53**	**7362.77**
Liabilities			
Non-current liabilities			
Financial liabilities			
(i) Borrowings	15	1606.09	4431.67
(ii) Lease Liabilities		0.00	0.00
Provisions			
Deffered Tax Liability (net)	16	605.74	486.98
Total non-current liabilities		**2211.84**	**4918.65**
Current liabilities			
Financial liabilities			
(i)Borrowings	17	5716.05	4802.49
(ii) Lease Liabilities			
(iii) Trade payables	18		
(a) Total outstanding dues of Micro and small Enterprises		114.93	8.87
(b) Total outstanding dues of Creditors other than Micro and small Enterprises		815.45	458.58
(iv) Other financial liabilities		0.00	0.00
Other current liabilities	19	3288.66	4254.29
Provisions	20	147.92	113.77
Total current liabilities		**10083.01**	**9638.01**
Total liabilities		**12294.85**	**14556.66**
Total Equity and Liabilities		**23228.37**	**21919.43**

Significant accounting policies
See accompanying notes to the financial statements
As per our report of even date attached
For M M PALOD & CO
Chartered Accountants
ICAI Firm registration number: 006027S

Murali Manohar (Partner)
Membership No-200858
Place: Hyderabad
Date:23.05.2023
UDIN NO : 24200858BKERXJ9807

For Geekay Wires Ltd
CIN: L63000TG1989PLC010271

Ghanshyam Dass
Chairman & Managing Director
DIN: 01539152

Abhijit Patki
CFO

Sanjay Prajapati
Company Secretary & Compliance Officer

Statement of profit and loss for the year ended 31st March 2024

(All amounts in INR Lakhs except for share data or otherwise stated)

Particulars	Note	Year ending 31 March 2024	Year ending 31 March 2023
Revenue from operations			
Income from operations	21	41155.20	39933.06
Other income	22	2911.17	2101.58
Total income		44066.36	42034.64
Expenses:		78.54%	78.87%
Cost of materials consumed	23	32325.12	31494.23
Purchases of stock-in-trade			
Changes in inventories of finished goods and stock- in-trade	24	97.52	-72.24
Employee benefit expenses	25	1686.12	1490.49
Finance costs	26	534.75	642.85
Depreciation and amortisation expense		539.72	407.51
Other expenses	27	3402.67	4300.94
Total expenses		**38585.90**	**38263.78**
Profit before exceptional items and tax		5480.47	3770.86
Exceptional items			-298.08
Profit before tax		5480.47	3472.78
Profit before tax %		13.32%	8.70%
EBIDTA		6554.94	4523.13
EBIDTA%		15.93%	11.33%
CASH PROFIT		6020.19	4178.37
CASH PROFIT%		**14.63%**	**10.46%**
Tax expense			
(i) Current tax		1508.74	919.54
(ii) Deferred tax		118.76	110.32
Profit for the year (A)		3852.96	2442.91
Other comprehensive income			
Items that will not to be reclassified subsequently to statement of profit or loss			
Gain/(loss) of remeasurement of the net defined benefit obligation		0.00	0.00
Income tax relating to those items		0.00	0.00
Other comprehensive income for the year (B)		0.00	0.00
Total comprehensive income for the year (A+B)		3852.96	2442.91
Earnings per share (EPS) - nominal value of ₹ 2 each			
Basic and Diluted EPS ₹2 per share face value		**7.37**	**4.67**
Current liabilities			
Financial liabilities			
(i)Borrowings	17	5716.05	4802.49
(ii) Lease Liabilities			
(iii) Trade payables	18		
(a) Total outstanding dues of Micro and small Enterprises		114.93	8.87
(b) Total outstanding dues of Creditors other than Micro and small Enterprises		815.45	458.58
(iv) Other financial liabilities		0.00	0.00
Other current liabilities	19	3288.66	4254.29
Provisions	20	147.92	113.77
Total current liabilities		**10083.01**	**9638.01**
Total liabilities		**12294.85**	**14556.66**
Total Equity and Liabilities		**23228.37**	**21919.43**

Significant accounting policies
See accompanying notes to the financial statements
As per our report of even date attached
For M M PALOD & CO
Chartered Accountants
ICAI Firm registration number: 006027S

Murali Manohar (Partner)
Membership No-200858
Place: Hyderabad
Date:23.05.2023
UDIN NO : 24200858BKERXJ9807

For Geekay Wires Ltd
CIN: L63000TG1989PLC010271

Ghanshyam Dass
Chairman & Managing Director
DIN: 01539152

Abhijit Patki
CFO

Sanjay Prajapati
Company Secretary & Compliance Officer

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31March 2024

(Amount in Lakhs)

Sl. No.	Particulars	Year ended 31 March , 2024	Year ended 31 March, 2023
A)	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before Tax	5480.47	3472.78
	Adjustment for :		
	Depreciation & Amortization Expenses	539.72	407.51
	Interest paid	510.10	612.88
	Profit on Sale of Fixed Asset	-1.15	-0.92
	Profit From Foreign Exchange Flucations	-213.63	-67.75
	Interest Received	-33.12	-27.40
	Operating profit before Working Capital changes	**6282.39**	**4397.09**
	Adjustment for		
			0.00
	Increase(Decrease) in Inventories	1266.62	1505.60
	Increase(Decrease) in Trade receivables	1140.44	-1326.47
	Increase(Decrease) in Short term loan & Advances	-1509.51	1.95
	Increase(Decrease) in Other Current Assets	-427.61	-266.68
	Increase(Decrease) in Trade Payables	462.93	-303.31
	Increase(Decrease) in Other Current Liablities	-965.64	1538.83
	Increase(Decrease) in Short Term provisions	0.00	0.00
	Increase(Decrease) in non Current assets	-96.05	-294.96
	Increase(Decrease) in Other Financial Liabilities	0.00	0.00
	Increase(Decrease) in Other Financial Assets	0.00	0.00
	Cash generated from operations	-128.83	854.97
	Net Cash flow from Operations	6153.57	5252.06
B)	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Tangiable Assets	-1848.97	-1831.42
	Sale of Tangible Assets	1.23	22.00
	Profit on Sale of Fixed Asset		
	Capital Work In progress)	-291.74	-61.05
	Investment in ASP pvt Ltd	0.00	-280.82
		-2139.48	**-2151.29**
C)	CASH FLOW FROM FINANCIAL ACTIVITIES		
	Issue of Shares		0.00
	Increase(Decrease) in Longterm Liabilities	-2825.58	1787.64
	Increase(Decrease) in Longterm Loans and Advances	0.00	0.00
	Increase(Decrease) in Short Term Borrowings	913.55	-3411.66
	Increase(Decrease) in Investment	0.00	0.00
	Interest paid	-510.10	-612.88
	Income Tax & previous year provisions paid	-1474.59	-949.09
	Interest Received	33.12	27.40
	Interim Dividend Paid	-282.20	-261.30
		-4145.80	**-3419.88**
	Net Increase (Decrease) in Cash & Cash Equivalents	-131.71	-319.11
	Opening Balance of Cash & Cash Equivalents	733.73	985.09
	Add: Profit From Foreign fluctaions	213.63	67.75
	Closing Cash & Cash Equivalents	815.65	733.73

As per our report of even date attached
For M M PALOD & CO
Chartered Accountants
ICAI Firm registration number: 006027S

Murali Manohar (Partner)
Membership No-200858
Place: Hyderabad
Date: 23.05.2023
UDIN NO : 24200858BKERXJ9807

For Geekay Wires Ltd
CIN: L63000TG1989PLC010271

Ghanshyam Dass
Chairman & Managing Director
DIN: 01539152

Abhijit Patki
CFO

Sanjay Prajapati
Company Secretary & Compliance Officer

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 March 2024

A.Equity Share Capital

(Figures in Rs.)

	No. of Shares	Amount
(1) For the year ended 31 MARCH 2024		
Opening balance as at 1st April, 2023	5,22,60,000	10,45,20,000
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as at 1st April, 2023	**5,22,60,000**	**10,45,20,000**
Changes in equity share capital during the current period	-	-
Balance as at 31 MARCH, 2024	**5,22,60,000**	**10,45,20,000**
(2) For the year ended 31st March 2023		
Opening balance as at 1st April, 2022	1,04,52,000	10,45,20,000
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as at 1st April, 2022	**1,04,52,000**	**10,45,20,000**
Changes in equity share capital during the current year	-	-
Balance as at 31st March, 2023	**1,04,52,000**	**10,45,20,000**

B. Other Equity

(1) For the year ended 31 MARCH 2024

Particulars	Reserves and surplus			Total
	Revaluation Reserve	Securities premium	Surplus in Statement of profit and loss	
Opening balance as at 1st April, 2023	468	1343	4507	6318
Changes in accounting policy/prior period errors	0	0		0
Restated balance at the beginning of the current reporting period	**468**	**1343**	**4507**	**6318**
Additions during the year:				
(a) Total Comprehensive Income for the period	0	0	3853	3853
(b) Premium on issue of shares	0	0	0	0
(c) Equity Component on modification of CFI	0			
Less: Changes during the year:				
(a) Dividend Paid	0		-282	-282
	0	0	3571	3571
Balance as at 31 MARCH, 2024	**468**	**1343**	**8078**	9888

(2) For the year ended 31st March 2023

Other Equity	Reserves and surplus			Total
	Revaluation Reserve	Securities premium	Surplus in Statement of profit and loss	
Opening balance as at 1st April, 2022	468	1343	2346	4157
Changes in accounting policy/prior period errors	0	0	-21	-21
Restated balance at the beginning of the current reporting period	**468**	**1343**	**2325**	**4136**
Additions during the year:				
(a) Total Comprehensive Income for the year	0	0	2443	2443
(b) Premium on issue of shares	0	0	0	0
(c) Equity Component on modification of CFI	0	0		0
	0	0		2443
Less: Changes during the year:				
(a) Dividend Paid	0	0	-261	-261
Balance as at 31st March, 2023	**468**	**1343**	**4507**	**6318**

Extract of Standalone Financial Results for the Quarter Ended 31st March '2024

Particulars	Quarter Ended on 31/03/2024 (Un Audited)	Quarter Ended on 31/12/2023 (Un Audited)	Quarter Ended on 31/03/2023 (UnAudited)	Financial Year ending 31/03/2024 (Audited)	Financial Year ending 31/03/2023 (Audited)
I. Segment Revenue from Operations					
Domestic	5693.26	5386.86	4513.95	20850.96	18176.38
Foreign	4177.89	5208.15	5843.69	20304.24	21756.68
Total revenue from operations	**9871.15**	**10595.01**	**10357.64**	**41155.20**	**39933.06**
II. Segment Other Income					
Domestic	165.26	0.51	-4.26	337.43	145.12
Foreign	825.44	821.52	532.86	2573.74	1956.46
Total other Revenue	**990.69**	**822.02**	**528.61**	**2911.17**	**2101.58**
III. Total Segment Revenue (I +II)	**10861.84**	**11417.03**	**10886.24**	**44066.36**	**42034.64**
IV. Segment Results Profit before tax Depreciation and interest					
Domestic	967.11	905.42	931.35	3321.01	2217.76
Foreign	749.74	875.39	1146.92	3233.93	2603.46
Total Segment Results Before Interest,Depreciation and tax	**1716.85**	**1780.81**	**2078.27**	**6554.94**	**4821.22**
V. Interest/Finance cost	136.97	164.61	193.47	534.75	642.85
VI. Depreciation	151.38	139.54	112.47	539.72	407.51
VII. Profit before extraordinary items and tax (IV -V- VI)	**1428.50**	**1476.66**	**1772.32**	**5480.47**	**3770.86**
VIII. Extraordinary Items					-298.08
IX. Profit before tax (VII + VIII)	**1428.50**	**1476.66**	**1772.32**	**5480.47**	**3472.78**
X. Tax expense:					
(1) Current tax	405.50	373.89	462.00	1508.74	919.54
(2) Deferred tax	36.30	55.93	65.00	118.76	110.32
XI. Profit(Loss) from the period from continuing operations (IX-X)	**986.70**	**1046.84**	**1245.32**	**3852.96**	**2443.91**
XII. Capital Employed (Segmnet Assets- Segment Liabilities)					
Domestic	4932.06	4710.00	4267.00	4932.06	4267.00
Foreign	6001.47	5236.83	3095.00	6001.47	3095.00
Total	**10933.53**	**9946.83**	**7363.00**	**10933.53**	**7362.00**

For Geekay Wires Ltd

Ghanshyam Dass
Chairman & Managing Director
DIN: 01539152
Place : Hyderabad
Date : 23.05.2024

Notes to financial statements (continued)

Particulars			As at 31 March 2024	As at 31 March 2023
Note	4	**Property plant and equipment**		
		a) Gross Block of tangible assets	10,013.15	8,175.13
		Less:Depreciation reserve	2,735.72	2,206.88
		Net Block	7,277.43	5,968.26
		b) capital work in progress	67.48	6.43
		Add:Addition	291.74	61.05
		Total :CWIP	359.21	67.48
			7,636.64	**6,035.74**

Note	5	**INVESTMENTS**		
		Investment in ASP Pvt Ltd (28950 shares @100)	280.82	280.82
			280.82	**280.82**

Note	6	**Non-current Tax assets(Net)**		
		MAT credit to be adjusted		
			-	**-**

Note	7	**Other non-current assets**		
		Security Deposits-government	337.45	241.40
		Security Deposits-others	231.33	231.33
			568.78	**472.73**

Note	8	**Inventories**		
		a) Raw Materials	2,711.90	3,881.00
		b) Work in Progress	140.52	217.84
		c) Finished Goods	651.43	643.49
		d) Stock in Trade (Goods acquired for trading)	-	-
		e) Scrap	38.46	119.55
		f) packing material	31.28	0.71
		g) Consumable Store	7.63	22.38
		f) Store and spares	56.03	18.90
			3,637.25	**4,903.87**

Inventories as on 31 March 2024 has been taken, valued as certified by the Management and the same was physically verified by management as on 31 March 2024

Particulars			As at 31 March 2024	As at 31 March 2023
Note	9	**Trade receivables**		
		Above Six Months	226.14	190.56
		Below Six Months	6,104.92	7,280.94
			6,331.06	**7,471.50**
		Less: Allowance for doubtful debts	-	-
			6,331.06	**7,471.50**

Notes to financial statements (continued)

	Particulars	As at 31 March 2024	As at 31 March 2023
Note 10	**Cash and cash equivalents**		
	Balance with banks		
	-Current accounts	625.57	416.43
	Cash in Hand	8.23	4.99
	Fixed depositsat City Union Bank *	156.54	218.67
	Fixed deposits at Indian bank *	25.30	93.64
		815.65	**733.73**

Includes deposits with bank and margin money against the Bank Guarantee

Note 11	**Loans**		
	Staff Advance	11.71	18.45
	Loan to ASP Pvt Ltd	1,516.25	-
		1,527.96	**18.45**

Note 12	**Other current assets**		
	Advances to Suppliers	1,511.63	915.31
	Balance with Revenue Authorities	868.86	1,066.05
	Others	**0.60**	-
	Other advances		-
	a) Interest accrued on fixed deposits	3.76	8.17
	b) Advance Tax & TDS & TCS	-	-
	c) Prepaid Expenses	45.36	13.07
		2,430.21	**2,002.60**

	Particulars	As at 31 March 2024	As at 31 March 2023
Note 13	**Share capital***		
	Authorized		
	Equity shares		
	5,30,00,000 (31 March 2023: 1,06,00,000,) ₹2 each	10,60,00,000	10,60,00,000
	Issued		
	Equity Shares		
	5,22,60,000 (31 March 2023: 1,04,52,000) ₹2 each	10,45,20,000	10,45,20,000
	Subscribed and fully paid-up		
	5,22,60,000 (31 March 2023: 1,04,52,000) ₹2 each	10,45,20,000	10,45,20,000
		10,45,20,000	**10,45,20,000**

* The company on 31/08/2023 has sub divided each of the Equity Shares of the company having face value of Rs 10/- each in Authorised, Issued, Subscribed and paid up Share Capital of the company into Five (5) Equity Shares having a face value of Rs 2/- each fully paid, of the Company before the National Stock Exchange. All the relevant procedures and execution is in progress to give effect to this decision from the record date.

a. Rights, preferences and restrictions attached to the equity shares:

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as

Notes to financial statements (continued)

declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to their share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the company, remaining after distribution of all preferential amounts in proportion to the number of equity shares held.

b. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the beginning of the year	5,22,60,000	10,45,20,000	1,04,52,000	10,45,20,000
Issued during the year	-	-		-
Outstanding at the end of the year	**5,22,60,000**	**10,45,20,000**	**1,04,52,000**	**10,45,20,000**

Particulars	As at 31 March 2024		As at 31 March 2023		
	Number of shares	% of Holding	Number of shares	% of Holding	% of change
Ashish Kandoi	27,36,170	5.24	5,47,234	5.24	0.00
Kandoi Industries India Pvt Ltd	1,04,43,755	19.98	20,88,751	19.98	0.00
Saroj Bala	34,92,230	6.68	6,98,446	6.68	0.00
Ghanshyam Dass	37,91,610	7.26	7,58,322	7.26	0.00
Ghanshyam Das HUF	34,93,990	6.69	6,98,798	6.69	0.00

d. Particulars of Promoters holding

Particulars	As at 31 March 2024		As at 31 March 2023		
	Number of shares	% of Holding	Number of shares	% of Holding	% of change
Ashish Kandoi	27,36,170	5.24	5,47,234	5.24	0.0000
Kandoi Industries India Pvt Ltd	1,04,43,755	19.98	20,88,751	19.98	0.00
Ghanshyam Dass	34,92,230	6.68	6,98,446	6.68	0.00
Anuj Kandoi	37,91,610	7.26	7,58,322	7.26	0.00
Ghanshyam Das HUF	34,93,990	6.69	6,98,798	6.69	0.00

Notes to financial statements (continued)

	Particulars	As at 31 March 2024	As at 31 March 2023
Note 14	**Other equity**		
	(a) Securities premium reserve-opening	1342.66	1342.66
	Received during the year		0.00
	Closing balance	**1342.66**	**1342.66**
	(b) Revaluation reserve	468.03	**468.03**
	Received during the year		0.00
	Closing balance	**468.03**	**468.03**
	(c)Surplus in the statement of profit and loss		
	Opening balance	4506.87	2346.38
	Profit for the year	3852.96	2442.91
	Less:Dividend paid during the year	-282.20	-261.30
	Add: Adjustment	0.00	-21.12
	Closing balance	**8077.63**	**4506.87**
	Total	**9888.33**	**6317.57**

	Particulars	As at 31 March 2024	As at 31 March 2023
Note 15	**Long Term Borrowings**		
	Secured:		
	a) Other Loans & Advances		
	i) from Banks & Financial Institutions #	1508.16	4311.91
	ii) Loans from Others	97.93	119.76
	Unsecured:		
	a) Loans from Financial Institutions		
	b) Loans from Others ##	0.00	0.00
		1606.09	**4431.67**

Secured Loans from Bank & Financial Institutions referred above, to the extent of Term Loans

The Term Loans are secured by means of charge on the fixed assets of the company, which were created out of the said loans. These term loans are repayable on agreed term sanctions. Further these loans were secured by motagage or various properties standing in the name of the company and its directors apart from personal gurantees of the directors.

Unsecured Loans are raised for business Purpose only & no specific security was offered except general lien on the assest of the company.

Note 16	**Deferred Tax Liability**		
	Related to depreciation on Fixed Assets	605.74	486.98
		605.74	**486.98**

Note 17	**Short Term Borrowing**		
	Secured:		
	a) Working Capital Loans from Banks#	5286.91	4387.28
	b)Current portion of term loans (payable in next one year)	429.14	415.21
		5716.05	4802.49
		7322.14	9234.16

Notes to financial statements (continued)

Working capital loan taken from City Union Bank is secured by hypothecation of stock & book debts, Machinery, land & Buildings.

	Particulars	As at 31 March 2024	As at 31 March 2023
Note 18	**Trade payables**		
	Total outstanding dues of micro and small enterprises (refer note below)	114.93	8.87
	Total outstanding dues of other than micro and small enterprises	815.45	458.58
	Others (Unclassified)	0.00	0.00
		930.38	**467.45**

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allotted after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at reporting date has been made in the standalone financial statements based on information received and available with the Company and has been relied upon by the auditors.

Further, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 (""the MSMED Act"") is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

Particulars	As at 31 March 2024	As at 31 March 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the year:		
- Principal	114.93	8.87
- Interest	0.00	0.00
The amount of interest paid by the Company in terms of Section 16 of the MSMED Act, 2006 alongwith the amount of the payment made to the supplier beyond the appointed date during the year.	0.00	0.00
The amount of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	0.00	0.00
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	0.00	0.00
The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.00	0.00
The amount of further 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 enterprise for the purposes of disallowance as a deductable expenditure under the MSMED Act, 2006.	0.00	0.00

Note 19	**Other Current Liabilities**		
	Advance Received from Customers	51.08	64.43
	Other Payables	3181.60	4131.18
	Security Deposit(Rent)	1.95	1.95
	With Hold Wages	54.03	56.73
		3288.66	**4254.29**

Notes to financial statements (continued)

Note 20 Provisions		
a) Provision for Employee Benefits	142.74	1.23
b) Internal Audit Fees payable		0.00
c) Provision for Income Tax	5.18	112.54
	147.92	**113.77**

Particulars	As at 31 March 2024	As at 31 March 2023
Note 21 Sale of Goods		
Sale of Products (Total)	41155.20	39933.06
Operating income	0.00	0.00
	41155.20	**39933.06**

Note 22 Other Income		
Drum Cost	8.96	2.75
Freight Income	2126.16	1675.20
Interest income	33.12	27.40
Rent Income	8.00	3.40
Commission	38.24	0.00
CVD DUTY Charges	0.00	6.99
Duty Draw Back on export sales	422.88	380.53
Profit on Foreign Exchange Fluctuation	213.63	67.75
Rate & Weight Difference	43.16	-63.21
Other Non Operating Income*	-2.29	-0.14
Insurance claim received	18.17	0.92
Proift on sale of Asset	1.15	0.00
	2911.17	**2101.58**

*Includes sundry balances written off and other misc,income.

Note 23 COST OF MATERIALS CONSUMED		
Purchase of Raw Materials	29827.94	28760.20
Add: Purchase of Consumable stores(exempted)	618.38	807.66
Add: Clearing and Forwarding, Freight	358.79	403.75
Add: Loading and Unloading charges	5.55	31.98
Add: Transport Charges	345.36	210.89
Add: Opening Bal. of Raw materials	3881.00	5160.75
Less: Closing Stock	-2711.90	-3881.00
	32325.12	**31494.23**

Notes to financial statements (continued)

Particulars	As at 31 March 2024	As at 31 March 2023
Note 24 CHANGES IN INVENTORIES		
Finished Goods		
- Opening Balance	**643.49**	888.33
**Less: Closing Balance	651.43	941.57
Increase/Decrease in Inventory	**-7.94**	**-53.25**
Work In Progress		
- Opening Balance	217.84	173.46
Less: Closing Balance	140.52	217.84
Increase/Decrease in Inventory	**77.32**	**-44.38**
Stock In Trade		
- Opening Balance	**0.00**	0.00
Less: Closing Balance	**0.00**	0.00
Increase/Decrease in Inventory	**0.00**	**0.00**
Scrap		
- Opening Balance	119.55	32.86
Less: Closing Balance*	38.46	119.55
Increase/Decrease in Inventory	**81.09**	**-86.70**
Packing Material		
- Opening Balance	0.71	81.80
Less: Closing Balance	31.28	0.71
Increase/Decrease in Inventory	**-30.57**	**81.09**
Consumable Store		
- Opening Balance	41.28	72.28
Less: Closing Balance	63.66	41.28
Increase/Decrease in Inventory	**-22.38**	**31.00**
	97.52	**-72.24**

** The closing stock amount of previous year 2022-23 includes value of finished goods lost in fire to the tune of Rs 29808282.42 which is shown separtely under exceptional item in Pofit & Loss Account as per IND AS 1 & Net finished stock carried to balancesheet i.e. Rs 64349190 after excluding loss on fire amount from finished goods value

Note 25 Employee benefit expenses		
Directors Remuneration	88.00	72.24
Staff Welfare Expenses	19.38	11.63
Contribution to provident and ESI other funds	30.34	17.26
Salaries, Wages and Bonus	1497.84	1371.59
Gratuity expense	50.57	17.77
	1686.12	**1490.49**

Notes to financial statements (continued)

Note 26 Finance cost		
Interest & Discounting Charges	510.10	612.88
Bank Charges	24.64	28.97
Processing Charges	0.00	1.00
	534.75	**642.85**

Note 27 Other expenses		
a) Manufacturing Expenses	1191.29	1088.65
b) Administrative Expenses	1393.22	1358.13
c) Selling and Distribution Expenses	818.17	1854.16
	3402.67	**4300.94**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. COMPANY INFORMATION

Geekay Wires Limited is a Public limited Company incorporated in India with its registered office in Hyderabad, Telangana, India. The Company is listed on the National Stock Exchange (NSE).

The Company is engaged in manufacturing of niche quality Galvanized Steel Wires and Nails which find applications in Power Transmission, Cable & Conductor, General Engineering, Construction etc.

The financial statements as at March 31, 2024 present the financial position of the Company. The functional and presentation currency of the Company is Indian Rupee ("□") which is the currency of the primary economic environment in which the Company operates.

The financial statements for the year ended March 31, 2024 were approved by the Board of Directors and authorized for issue on 23rd **May 2024.**

2. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

(b) Use of estimates and critical accounting judgments

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

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected. Significant judgments and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

(c) Property, plant and equipment

As per IND AS-16 an item of property, plant and equipment is recognized as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of the qualifying assets. The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognized in the statement of profit and loss.

(d) Depreciation and amortization of property, plant and equipment

Depreciation or amortization is provided so as to write off, on a straight line basis, the cost of property, plant and equipment to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use. Depreciation on assets under construction commences only when the assets are ready for their intended use.

The estimated useful lives for the main categories of property, plant and equipment are:

ASSET	ESTIMATED USEFUL LIFE (UPTO YEARS)
Buildings	30
Plant and Machinery	15
Vehicles	8
Furniture	10
Office equipment	5
Electrical installation	10
Computer	3
Freehold Land	NON DEPRECIABLE

(e) Impairment

At each balance sheet date, the Company reviews the carrying values of its property, plant and equipment to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss (if any).

(f) Inventories

As per IND AS-2 Inventories are stated at the lower of cost and net realizable value. Costs comprise direct materials and, where applicable, direct labor costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realizable value is the price at which the inventories can be realized in the normal course of business after allowing for the cost of conversion from their existing state to a finished condition and for the cost of marketing, selling and distribution.

Stores and spare parts are carried at lower of cost and net realizable value. Provisions are made to cover slow moving and obsolete items based on historical experience of utilization on a product category basis, which involves individual businesses considering their product lines and market conditions.

(g) Provisions

As per IND AS-37 Provisions are recognized in the balance sheet when the Company has a present obligation (legal or constructive) as a result of a past event, which is expected to result in an outflow of resources embodying economic benefits which can be reliably estimated. Each provision is based on the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Where the time value of money is material, provisions are measured on a discounted basis. Constructive obligation is an obligation that derives from an entity's actions where:

(a) by an established pattern of past practice, published policies or a sufficiently specific current statement, the entity has indicated to other parties that it will accept certain responsibilities and;

(b) as a result, the entity has created a valid expectation on the part of those other parties that it will discharge those responsibilities.

(h) Government grants

In accordance with Ind AS 20 "Government Grants", duty drawback on sale of goods and Duty credit scrip under RO DTEP Scrip scheme has been treated as a Government grants. Such income is released to the statement of profit and loss based on fulfillment of related export obligations.

(i) Income taxes as per IND AS-12

a) Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

b) Deferred tax is the tax expected to be payable or recoverable on differences between the carrying values of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences. In contrast, deferred tax assets are only recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized.

(j) Revenue

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable net of discounts, taking into account contractually defined terms and excluding taxes or duties collected on behalf of the government.

(i) **Sale of goods**

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognized if there are significant uncertainties regarding recovery of the amount due, associated costs or the possible return of goods.

(ii) **Interest income**

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

(iii) **Rental income**

Rental income from investment properties is recognized on a straight line basis over the term of the relevant let out period.

(iv) **Foreign currency transactions and translations**

The financial statements of the Company are presented in Indian rupees (Rs), which is the functional currency of the Company and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at the end of the reporting period.

Exchange differences arising on the settlement of monetary items are included in the statement of profit and loss for the period.

(k) Borrowing costs

As per IND AS-23 Borrowings costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale.

(l) Employee Benefits:

The Company participates in a Provident Fund contribution plan on behalf of relevant personnel. Any expense recognized in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump- sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company do not have any funding arrangement. They settle the Gratuity on Pay-N-Go basis. The Company accounts for the liability for gratuity benefits payable in the future based on a year-end actuarial valuation report.

(m) Financial Instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets at stated at cost

(a) Financial assets

1. Cash and bank balances - Cash and cash equivalents include cash in hand, deposits held at call with banks & bank balances includes balances with banks.

2. Trade Receivables -Trade receivables are initially measured at transaction costs and subsequently measured to the extent realizable.

(a) Financial Liabilities

Trade and other payables are initially measured at transaction costs Interest bearing bank loans, overdrafts are initially measured at cost.

(b) De-recognition of financial liabilities

The Company de-recognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

(c) Non-current assets held for sale and discontinued operations

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell. However there are no such items identified during the year.

(n) Leases

The company has not entered into any lease transactions during the year. Hence a provision of Ind AS 116-Leases is not applicable.

(o) Investments:

Investments in equity instruments issued by other than subsidiaries are classified as at FVTPL, unless the related instruments are not held for trading and the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income. The companies has made non-current investment in unquoted equity instruments of a Company and are not held for trading .The investment is measured at cost less impairment if any.

3. NOTES TO ACCOUNTS

1) All Assets & liabilities are presented as current and noncurrent as per criteria set out in Schedule – III to the companies Act 2013 as notified by the Ministry Of Corporate Affairs. Based on the Nature of operation of the company and realization from the trade receivable, the company has ascertained its operating cycle of less than 12 months period has been considered for the purpose of current/Noncurrent classification of Assets and Liabilities.

2) Property Plant & equipment are realizable at least to the extent of the values stated against them. No impairment is recognized in the values as per IndAS-36 as management is of opinion that no impairment of assets is noticed.

During the year the Capital work in progress of Rs 2,91,73,549/- is considered under Property Plant & equipment, the same is planned to complete as below.

Particulars	TO BE COMPLETED IN				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) PROJECT 1-Isnapur Unit	14,70,093.36/-	0	0	0	14,70,093.36/-
(ii) PROJECT 2-Shankarampet	2,77,03,455.67/-	0	0	0	2,77,03,455.67/-

The total CWIP as the year ended 31/03/2024 is Rs 3,59,21,377/-

3) The value of Investment property Rs 12,79,164/- is separately shown in the balance sheet as per Ind AS -40.

Rental Income from Investment property earned during the year 2023-24 is 7,99,500/-. Carrying value of the investment property is separately disclosed in financial statements.

The values disclosed in balance sheet for the previous year's areas follows

	As at 31.03.2024	As at 31.03.2023	As at 01.04.2022
Investment Property	12,79,164.00	13,91,260.00	15,03,355.00

The investment property is recognized and measured at cost. During the year the company has not carried out valuation from independent valuer. In absence of any such report the property is disclosed at cost.

4) Depreciation on Property plant & Equipment has been provided during the year to the tune of Rs.5.39 Crores as per the revised rates prescribed under Schedule II of the Companies Act, 2013.

5) Inventories

STATEMENT OF CHANGES IN INVENTORIES

(Amount in Rs.)

SNO	PARTICULARS	OPENING STOCK	CLOSING STOCK
1	Raw Materials	38,80,99,522.00	27,11,89,573.00
2	Work In Progress	2,17,84,247.00	1,40,52,343.00
3	Finished Goods	6,43,49,190.00	6,51,43,104.00
4	Stock In Trade	0.00	0
5	Scrap	1,19,55,380.00	38,46,140.00
6	Packing material	70,959.00	31,28,224.00
7	Consumables	22,38,027.00	7,62,600.00
8	Stores & spares	18,89,533.00	56,03,307.00
	TOTAL	49,03,86,858.00	36,37,25,291.00

i. Inventories as on 31st March 2024 has been taken, valued as certified by the Management and the same was physically verified by Management on 31st March 2024.

ii. Cost of material consumed during the year is Rs. 323,25,11,758.00. These include purchase cost& import duties and all the direct expenses incurred during the year.

iii. Working capital loan from City Union Bank is hypothecated on the above Stock.

6) Financial assets and liabilities

Trade Receivables, Trade payables, Loans & Advances, cash in hand has been taken at Book Value subject to confirmation and reconciliations. Till the date of signing the report Balance Confirmations have not been received.

a) Trade receivables are further classified into various groups, outstanding less than six months and more than six months, more than one year and more than two year and more than three years.

(Amount in Lakhs)

Particulars	Outstanding for following periods from due date of payment					31.3.2024
	Less than 6 months	6 months- 1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	TOTAL
(i) Undisputed Trade receivables- considered good- (UNSECURED)	6104.92	88.73	38.49	0	98.92	6331.06
(ii) Undisputed Trade Receivables- Considered Doubtful	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0
TOTAL	**6104.92**	**88.73**	**38.49**	**0**	**98.92**	**6331.06**

Particulars	Outstanding for following periods from due date of payment					31.3.2023
	Less than 6 months	6 months- 1 year	1-2 yrs.	2-3 yrs.	More than 3 yrs.	TOTAL
(i) Undisputed Trade receivables- considered good- (UNSECURED)	7280.94	60.59	31.05	0	98.92	7471.50
(ii) Undisputed Trade Receivables- Considered Doubtful	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0
TOTAL	**7280.94**	**60.59**	**31.05**	**0**	**98.92**	**7471.50**

b) Trade payables are classified as dues outstanding to entities registered under MSME Act and entities not registered under MSME Act. Accordingly dues outstanding to MSME is Rs 1,14,92,793/-. Further in the view of management the impact of interest provisions under the MSME Act is not expected to be material and the same shall be accounted while payment in next financial year.

(Amount in Lakhs)

Particulars	Outstanding for following periods from due date of payment				31.3.2024
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	TOTAL
(i) MSME	106.06			8.87	114.93
(ii) Others	814.59	0.86		0	815.45
(iii) Disputed dues- MSME	0	0	0	0	0
				TOTAL	930.38

Particulars	Outstanding for following periods from due date of payment				31.3.2023
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	TOTAL
(i) MSME			8.87	0	8.87
(ii) Others	449.28	3.49	5.81	0	458.58
(iii) Disputed dues- MSME	0	0	0	0	0
				TOTAL	467.45

c) Loans and Advances:

Loans and Advances given are as below:

Particulars	31.3.2024	31.3.2023
Staff Advance	11,7,1393/-	18,44,679/-
Loan to ASP Pvt Ltd	15,16,24,713/-	0

Loan given during the year to ASP Private Limited (Common Control Entity) is in accordance with section 186 of Companies Act 2013.

In the opinion of the Management, the current asset, loans & advances are approximately of the value stated, if realized in normal course of the business of the company. The provision for depreciation and all known liabilities made except where specifically stated otherwise is considered adequate and not in excess of amounts reasonably considered necessary.

7) Long term Borrowings

Long term borrowings includes the following

Secured Long Term Borrowings are secured by Tangible Assets, hypothecation of stock & book debts and personal guarantees by directors. The balance does not include the EMI payable in next twelve months, the same is shown in Short term Borrowings under current liabilities.

A) Secured Long Term Borrowings

PARTICULARS	AMOUNT
ORB ENERGY PRIVATE LIMITED	97,93,014.00
CUB Term Loan - A/c No501812080095742	15,08,16,274.00
TOTAL	16,06,09,288.00

B) UNSECURED LONG TERM BORROWINGS -OTHERS

PARTICULARS	AMOUNT
Unsecured Loans from related parties and Others	0.00
TOTAL	0.00

8) Short term Borrowings

This includes working capital loan taken from Banks and financial institution

SHORT TERM BORROWINGS – SECURED

PARTICULARS	AMOUNT
CUB Bank CC A/c No. 189765	17,57,15,431.35
CUB Bank CC A/c No. 15215	15,29,75,249.38
PCFC CREDIT -CITY UNION BANK - 512020010032337	19,99,99,999.02
TOTAL	52,86,90,679.75

Working capital loan taken from City Union Bank is secured by hypothecation of stock &book debts, Machinery, land & Buildings.

9) Short term Borrowings- Current portion of term loans (payable in next one year)

This includes EMI of Term loans payable in next 12 months

PARTICULARS	AMOUNT
ORB ENERGY PRIVATE LIMITED	46,03,992
CUB Term Loan - A/c No501812080095742	3,83,10,132
TOTAL	4,29,14,124

10) Details of Deferred Taxes: (Ind AS -12)

Net Block as per Companies Act	72,77,42,849
Net Block as per Income Tax	51,97,26,992
Difference	20,80,15,857
Closing balance of Deferred tax liability as on 31.03.2024	6,05,74,217
Opening Balance of Deferred tax liability as on 01.04.2023	4,86,98,227
DT Liability @ 29.12% for current year	1,18,85,989

11) Investment

(A) Investments in Subsidiaries, Joint Ventures, Associates: (Amount in Rs.)

Nature	Aggregate amount during the year	Balance outstanding as on 31.03.2024
Investments	Nil	Nil

(B) Investments to other than Subsidiaries, Joint Ventures and Associates:

Nature	Aggregate amount during the year	Balance outstanding as on 31.03.2024
Investments in ASP Private Limited	Nil	2,80,18,500

12) a) Contingent Liabilities not provided for :

(Rs. Lakhs)

	2023-24	2022-23
i) Claim against the Company not acknowledged as debts	**Nil**	**Nil**
ii) Estimate Value of Contracts assigned by the company and remaining to be executed.	**Nil**	**Nil**
iii) Guarantees issued by the bank on behalf of the Company.	**946.71**	**1497.47**
iv) Entry tax(*)	**Nil**	**Nil**
v)Input Tax Credit Reversal(loss on fire)(**)	**35.72**	**35.72**

(**) The Company has made an application under Advance Ruling on reversal of input tax credit of goods destroyed in fire. The outcome of the same is not in company's favour .The company has filed an appeal against Advance Ruling before the Appellate Authority for clarification & Advance Ruling, Commercial Taxes Department. However there may be a contingent liability regarding reversal of input tax credit amounting to Rs 35, 72,577/- based on the calculation, in which input tax credit availed on cost of production is reduced by GST payable on scrap sales based on the outcome of Appeal. The company has not made any provision in this year and the liability will be determined only on the outcome of the appeal petition pending before the Authority for clarification & Advance Ruling, Commercial Taxes Department.

b) Contingent Assets not recognized:

The company is having a pending case regarding recovery of Dues amounting to RS 11435087.00 from M/s Punjab State Forest Corporation. During the year 2022-23 company has submitted certificate claiming interest amounting to Rs 1,03,24,331/-(till 31/03/2023) to be received as per the provisions of Clause Number 16 of Chapter V of MSME Act 2006.The same is not considered during the year as Contingent assets are not recognized in financial statements since this may result in the recognition of income that may never be realized. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate calculation of Interest & Outstanding Balance on Monthly Compounding Basis is as follows:

Bill Amount Principal Due	98,91,556.00
Interest Payable	1,03,24,331.00(*)
Total Payable	2,02,15,887.00

(*) The interest is calculated till FY 2022-23. As the certainty of the amount to be received is uncertain, hence interest on above outstanding for the period 2023-24 will be accounted only on receipt basis.

13)Information on Related Party Disclosures(IndAS-24) :

Name of the Party	Relation	Nature of Transaction	For the year ended 31.03.2024	For the year ended 31.03.2022
Anuj Kandoi	Director	Remuneration	22,01,180	15,84,000
Ashish Kandoi	Director	Remuneration	34,11,830	26,40,000
Ghanshyam Dass Kandoi	Director	Remuneration	37,00,000	30,00,000
Renu Kandoi	Directors Relative	Loan accepted & repaid		4,00,000
GhanshyamDass Kandoi	Directors Relative	Loan accepted & repaid	1,98,000	0
Anuj Kandoi	Directors Relative	Loan accepted & repaid	1,08,000	0
Anuj Kandoi	Director	Interest	0	1,63,752
Ashish Kandoi	Director	Interest	0	5,70,097
Ghanshyam Dass	Director	Interest	0	38,98,966
Renu Kandoi	Directors Relative	Interest	0	0
Ghanshyam Dass Kandoi	Director	Rent	21,30,000	3,00,000
Geekay Wires Ltd (USA)	Directors company	Export sales	203,65,64,439	195,62,42,247
ASP PVT LTD	Common control entity	Sale of materials	57,40,410	0
ASP PVT LTD	Common control entity	Purchase of materials	1,40,16,672	0
ASP PVT LTD	Common control entity	Loan given	14,85,00,000	
ASP PVT LTD	Common control entity	Interest received	31,24,713	
Kandoi Industries India Pvt Limited-Hyd	Common control entity	Loans Accepted & Repayment	0	16,00,00,000
Kandoi Industries India Pvt Limited-	Common control entity	Sale of materials	86,82,106	1,78,32,114
Kandoi Industries India Pvt Limited	Common control entity	Purchase of materials	34,10,076	64,44,661
Ghanshyam Dass Kandoi	Director	Loans Repayment	0	3,59,66,177

Name of the Party	Relation	Nature of Transaction	For the year ended 31.03.2024	For the year ended 31.03.2022
Anuj Kandoi	Director	Loans Repayment	0	1,40,53,331
Ashish Kandoi	Director	Loans Repayment	0	77,88,614
Sonu Kumar	KMP	Salary	0	1,16,067
Sanjay Kumar Prajapati	KMP	Salary	4,85,080	1,75,645
Abhijit Patki	KMP	Salary	18,82,388	15,89,868
Kandoi Industries India Pvt Limited-Hyd	Common control entity	Interest on loan account	0	38,56,027
Ashish Kandoi HUF	Director's HUF	Purchase	0	10,77,319
RENU KANDOI	DIRECTOR'S RELATIVE	RENT	12,00,000	0

14) Earnings in Foreign exchange: 2023-24 2022-23

FOB value of Exports (as per invoices issued) Rs. 203,04,24,025.65 Rs. 217,56,68,478/-

15) Expenditure in Foreign currency during the year

(Rs. In Lakhs)

On account of:	2023-24	2022-23
Plant and Machinery	873.26	1026.825
Raw Material	-	-
Foreign Travel	-	-
Consumable items	983.18	1091.442
Packing material	-	-
Other expenses (freight)	2081.06	5290.82

16) AUDITORS REMUNERATION

As Auditors	2,50,000.00
Taxation matters	1,25,000.00
Certification	1,00,000.00
TOTAL	**4,75,000.00**

17) Government grants recognized during the year in profit and loss account are

DUTY DRAWBACK ON EXPORT SALES	3,17,08,888.00
DUTY CREDIT SCRIP UNDER RO DTEP SCHEME	10,57,888.00
TOTAL	**4,22,87,776.00**

18) Other expenses : Other expenses include the following:-

Particulars	Year ended 31/03/2024	Year ended 31/03/2023*
Manufacturing Expenses	119128945.00	10,88,65,302 .00
Administrative Expenses	139321618.00	13,58,13,310.00
Selling and Distribution Expenses	81816629.00	18,54,15,604.00

* Previous Year figures have been regrouped wherever necessary to confirm to the current year classification and figure are presented to the nearest rupee value

19)Earnings per share (EPS):

As per IND AS-33 the Basic EPS is computed by dividing the net / profit (loss) attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period.

PARTICULARS	Year ended 31/03/2024	Year ended 31/03/2023
(a) Profit after tax	38,52,96,415.00	24,42,91,439.00
(b) Weighted average number of Ordinary Shares for Basic EPS (*)	5,22,60,000	5,22,60,000
(c) Nominal value of Ordinary Shares (Rs)	2.00	2.00
(d) Basic Earnings per Ordinary Share (Rs)	7.37	4.67

(*)The company on 31/08/2023 has sub divided each of the Equity Shares of the company having face value of Rs 10/- each in Authorized, Issued, Subscribed and paid up Share Capital of the company into Five (5) Equity Shares having a face value of Rs 2/- each fully paid, of the Company before the National Stock Exchange. All the relevant procedures and execution is in progress to give effect to this decision from the record date.

20)Capacity of Plant(As certified by the Management) :

Class of Goods	UOM	Installed Capacity
Wire Division (GSS Wire & GS Wire)	MTS	30,000
Nails Division (Steel Nails, Wire Collated Nails Paper Collated Nails, Plastic Collated Nails)	MTS	25,000
Stainless Steel Nuts & Bolts	MTS	9600

21)Corporate social responsibility

Corporate Social Responsibility (CSR) As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are promoting education, promoting gender equality by empowering women, healthcare, environment sustainability, art and culture, destitute care and rehabilitation, disaster relief, COVID-19 relief and rural development projects. A CSR committee has been formed by the Company as per the Act. The funds were primarily utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013. The CSR Policy can be accessed on the company's website at https://www.geekaywires.com/pdf/policy/csr-policies.pdf

(Rs in lakhs)

Particulars As at March 31	2024	2023
i) Amount required to be spent by the Company during the year	37.57	20.38
ii) Amount of expenditure incurred	19.32	6.8
iii) Shortfall at the end of the year *	18.25	13.58
iv) Unspent amount brought forward of previous years (shortfall)	13.58	0
v) Reason for shortfall	Pertains to ongoing projects	Pertains to ongoing projects
vi) Nature of CSR activities	Promoting education, promoting gender equality by empowering women, healthcare, environment sustainability, art and culture, destitute care and rehabilitation, disaster relief, COVID-19 relief and rural development projects	
vii) Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard (1)	19.32	6.8

Particulars As at March 31	2024	2023
viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

(1)Effective February 2, 2022, Geekay wires Trust a trust jointly controlled by the KMP of Geekay wires Limited is a related party. For the year ending March 31, 2024, the Company has made contributions to Geekay wires Trust to fulfill its corporate social responsibilities. Geekay wires Trust supports programs in the areas of Promoting education, promoting gender equality by empowering women, healthcare, environment sustainability, art and culture, destitute care and rehabilitation, disaster relief, COVID-19 relief and rural development projects

* The unspent amount will be transferred to unspent CSR account within 30 days from the end of the financial year, in accordance with the Companies Act, 2013 read with the CSR Amendment Rules.

Consequent to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 ("the Rules")

22) Ratio Analysis:

Comparative ratios are tabulated below:

Particulars	Unit	Numerator	Denominator	Ratio for year ending 31.03.2024	Ratio for year ending 31.03.2023
Current Ratio	Times	Current Assets	Current Liabilities	1.46	1.57
Net Profit Ratio	%	Net Profit After tax	Net Sales	9.36	6.12
Return on Investment	%	Net Profit After Tax	Total Investment	16.59	11.14
Return on Capital Employed	%	Net Profit Before Interest & Tax	Total capital Employed	45.76	33.51
Inventory Turnover Ratio	Times	Total Sales	Average Inventory	9.64	7.06
Trade Receivable Turnover Ratio	Times	Total Sales	Average Trade Receivables	5.96	5.87
Trade Payable Turnover Ratio	Times	Total Purchases	Average Trade Payables	44.58	48.8
Debt Equity Ratio	Times	Total Long Term Debt	Total Share Holder's Funds	0.15	0.64
Debt Service Coverage Ratio	Times	Net profit Before Interest, tax Depreciation & Amortization	Debt Service	4.59	2.40
Return on Equity	%	Net Profit After Tax	Total Share Holder's Funds	36.82	35.43
Working Capital Turnover Ratio	Times	Net Sales	Net Working Capital	8.83	7.27
Fixed Asset Turnover Ratio	Times	Net Sales	Total Fixed Assets	5.39	6.62

23) Segment Reporting as per IND AS 108:

The Group is engaged in the business of manufacturing across the globe. The operating segments have been identified based on the different geographical areas as follows

(In Lakhs)

Segment revenue	DOMESTIC	FOREIGN	TOTAL
External revenue	20,850.96	20,304.24	41,155.20
Other income	337.43	2573.74	2,91.17
Total Revenue	21,188.39	22,877.98	44,066.37
Segment results before exceptional items, interest, tax and depreciation :	3,321.01	3,233.93	6,554.94
Segment results include:			
Reconciliation to profit/ (loss) for the year:			
Finance income			
Finance cost			534.75
Depreciation and Amortization			539.72
Profits before exceptional items and tax			5,480.47
Exceptional items			
Profit before tax			5,480.47
Tax (current and deferred tax)			1627.51
Profit after tax from continuing operations			3852.96
Profit after tax from discontinued operations			-
Net profit/(loss) for the period			3852.96
Segment assets	10,833.98	12,394.39	23,228.37
Segment liabilities	5,901.98	6,392.96	12,294.94

24) Previous Year figures have been regrouped wherever necessary to confirm to the current year classification and figure are presented to the nearest rupee value.

OUR REPORT OF EVEN DATE ATTACHED

For M.M.PALOD& CO.,
Chartered Accountants,
FRN.0060207S

(Murali Manohar)
Partner
M.No.200858

Place: Hyderabad
Date: 23/05/2024
UDIN NO : 24200858BKERXJ9807

FOR AND ON BEHALF OF THE BOARD

SD/-

1. Ghanshyam Dass
Chairman & Managing Director
DIN: 01539152

SD/-

2. Abhijit Patki
CFO

SD/-
3. Sanjay Kumar Prajapati
Company Secretary & Compliance Officer

AWARDS AND CERTIFICATES





Certification & Inspection

Certificate of Compliance

This is to certify that the
IATF 16949 - Quality management system for organizations in the automotive industry
of

GEEKAY WIRES LIMITED

at

2ND FLOOR, 11-30/1, G.P.COMPLEX, SHIVALAYAM ROAD, FATEHNAGAR, RANGAREDDY, TELANGANA, 500018, INDIA

SECOND ADDRESS: 100/A, IDAMPUR VILLAGE, PASHAMYLARAM ROAD, SANGAREDDY DIST, IDAMPUR, SANGAREDDY, TELANGANA, 502307, INDIA

SY NO:88/A1/1,288/A2,289/AA,290/A2,291/A1/1,291/A1,300/EE3/2, SHANKARAMPET-R VILLAGE,SHANKARAMPET-R MANDAL-MEDAK, SHANKARAMPET BRANCH POST OFFICE, NARSINGI, MEDAK, TELANGANA, 502246, INDIA

has been independently assessed and is compliant with the requirements of:

IATF 16949: 2016

For the following scope of activities:

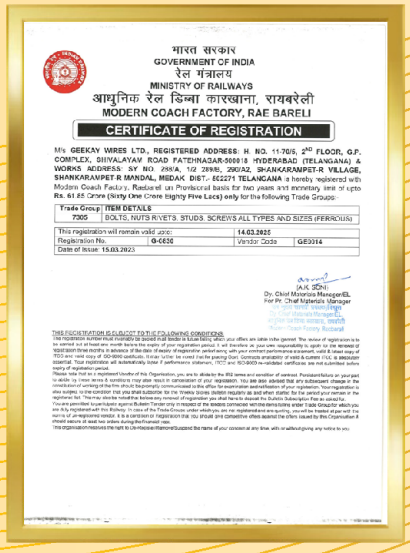
MANUFACTURE HIGH TENSILE & STAINLESS STEEL NUTS & BOLTS COLLATED STEEL RAILS GALVANIZED STEEL WIRE

Certificate Number: UQ - 2024052504

Validity of this certificate can be verified at www.ukcertifications.org.uk/verify

Date of Certification	25th May 2024
1st Surveillance Audit Due	24th May 2025
2nd Surveillance Audit Due	24th May 2026
Certificate Expiry	24th May 2027

Authorised Signatory



भारत सरकार
GOVERNMENT OF INDIA
रेल मंत्रालय
MINISTRY OF RAILWAYS
आधुनिक रेल डिब्बा कारखाना, रायबरेली
MODERN COACH FACTORY, RAE BARELI

CERTIFICATE OF REGISTRATION

M/s GEEKAY WIRES LTD., REGISTERED ADDRESS: H. NO. 11-30/5, 2ND FLOOR, G.P. COMPLEX, SHIVALAYAM ROAD FATEHNAGAR-500018 HYDERABAD (TELANGANA) & WORKS ADDRESS: SY NO. 288/A, 1/2 289/B, 290/A2, SHANKARAMPET-R VILLAGE, SHANKARAMPET R MANDAL, MEDAK DIST., 502291 TELANGANA is hereby registered with Modern Coach Factory, Raebareli on Provisional basis for two years and monetary limit of upto Rs. 61.85 Crore (Sixty One Crore Eighty Five Lacs) only for the following Trade Groups:

Trade Group	ITEM DETAILS
7305	BOLTS, NUTS RIVETS, STUDS, SCREWS ALL TYPES AND SIZES (FERROUS)

This registration will remain valid upto:	14.03.2025
Registration No.	0-0636
Vendor Code	GE0014
Date of Issue: 15.03.2023	

(A.K. JOSHI)
Dy. Chief Materials Manager/EL
For Pr. Chief Materials Manager

THIS REGISTRATION IS CLUBCOTTED TO THE FOLLOWING CONDITIONS:



भारत सरकार
GOVERNMENT OF INDIA
रेलमंत्रालय
MINISTRY OF RAILWAYS
रेल कोच फैक्ट्री, रायबरेली
RAIL COACH FACTORY, RAEBARELI

CERTIFICATE OF REGISTRATION

Trade Group	Item Details
7305	BOLTS, NUTS RIVETS, STUDS, SCREWS ALL TYPES AND SIZES (FERROUS).

The registration will remain valid up to:		28.02.2025	
Registration No.	0-0486	Vendor Code	GE0028
Date of issue: 01.03.2023			
Applicant reference no. GEN/SUBCT/KVAM/2021-21		Received Dated – 01.12.2022	

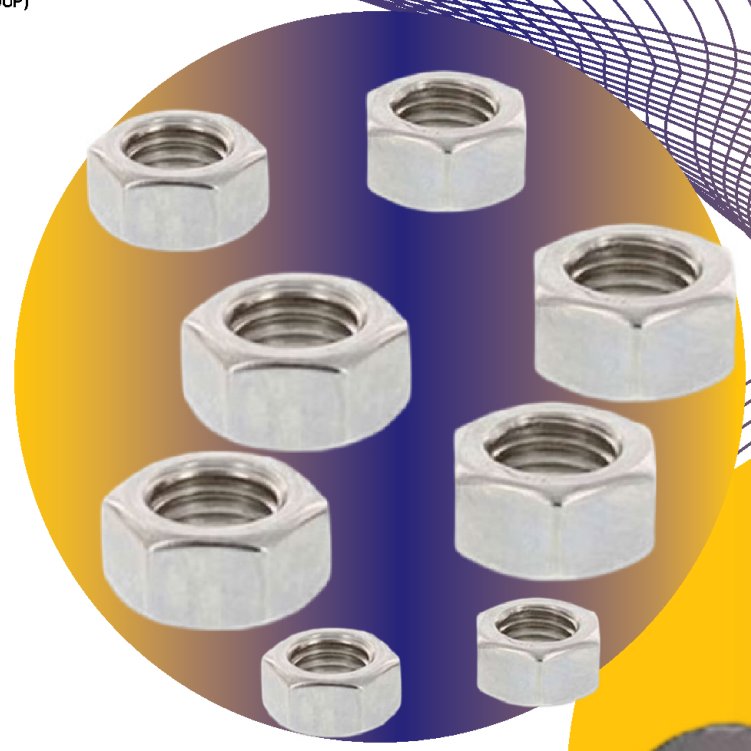
(Sandeep Kumar Singh)
Jr. Engineer(Mtrl.)
RCF, Kapurthala
For Principal Chief Materials Manager
Rail Coach Factory, Kapurthala

Conditions of Registration :

1. Any change in constitution (Address, Partnership deed, Memorandum, Article of Association etc) of your firm should be promptly communicated to this office.
2. The issue of this registration certificate does not entitle you for getting tender enquiries in advance and does not guarantee you any award of Contract.
3. Registration No. allotted to you should be quoted in all future correspondences with this office. This registration will not apply to any of your other branch office.
4. You should apply for renewal of registration at least 3 months before expiry of validity along with following documents for this purpose:
   a) Performance certificate for supplies to RCF.
   b) Certificate that no Vigilance Case is pending against you are registered.
   c) Certified / Audited copies of commercial documents (Balance sheet, Profit & Loss Account , Annual Report) of last 3 years.
   d) Current & Valid GST registration.
5. You shall abide by the condition of contract and other rules of Railway administration as in force at present and as amended from time to time.
6. RCF reserves the right to De-register/ Remove / Suspend your firm without giving any notice whatsoever.
7. Any endorsement of your firm in certain publications such as Print Manufacturers' Caret Semotion etc.) will tantamount to automatic De-registration.
8. MONEY VALUE for the purpose of deciding the value of EC for which you will be exempted from EMD/SD. However this does not entitle you for Payment of any utilize by it.
9. Your quotations in tender for items other than trade group mentioned in this certificate) will be treated at par with unregistered vendors
10. You should ensure availability of Digital Signature Certificate for participation in e-tenders of our Organization (visit www.mgnic.gov.in)

Address for Communication :
PCMM/MTRL, Administrative Building
Rail Coach Factory, Kapurthala (Punjab) Pin-144801
Telephone: 01822-287724 , Fax. 01822-281810
Website: www.railcoachfactorykpt.in
Tender Site (Web) www.mgnic.gov.in

Geekay Wires Limited
(KANDOI GROUP)







Certificate of Registration

(Occupational Health & Safety Management System)

QFS MANAGEMENT SYSTEMS LLP

This is to Certify that the Occupational Health & Safety Management System of

GEEKAY WIRES LIMITED

is in accordance with the requirement of the Occupational Management System Standard detailed below

ISO 45001:2018

This certificate is valid for the following product or service range

MANUFACTURE HIGH TENSILE & STAINLESS STEEL NUTS & BOLTS COLLATED STEEL NAILS GALVANIZED STEEL WIRE.

IAF Code: 17

Certificate Number: SCC/2405GL/2184 — 1st Surv. Due on: 24.04.2025

Initial Date of Certification: 25.05.2024 — 2nd Surv. Due on: 24.04.2026

Date of Certificate: 25.05.2024

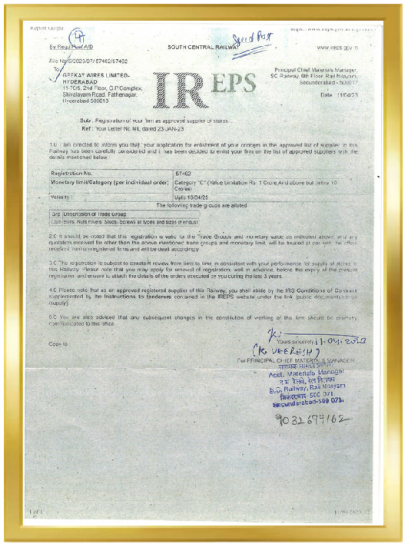
Date of Expiry: 24.05.2027

Director: Date: 25.05.2024

The validity of certificate is subject to regular surveillance audit on or before above mentioned dates and its only valid after successful surveillance with continuation letter issued by QFS. It is issued subject to the continued availability of access at any time and without notice to the above-named organization's premises for the purpose of assessment and surveillance regarding the standard named above and QFS terms and conditions; this Certificate remains the property of QFS.

QFS MANAGEMENT SYSTEMS LLP

Accredited by Standards Council of Canada



SOUTH CENTRAL RAILWAY

IREPS

OUR CLIENTS




BAJEL


KEC
KEC INTERNATIONAL LIMITED


बी एच ई एल
BHEL


KALPA-TARU


JDS GROUP


GMR


TATA
TATA PROJECTS


Godrej


GLOSTER


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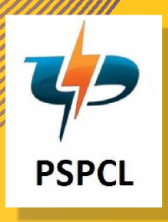

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Contact Person : Mr. Anuj Kandoi - 9849506225

E-mail : geekaywires@gmail.com
Website : www.geekaywires.com