

## **2. CORETEC ENGINEERING INDIA PRIVATE LIMITED**

## **NOTICE**

**NOTICE** is hereby given that the **26<sup>th</sup>** Annual General Meeting of the Members of **CORETEC ENGINEERING INDIA PRIVATE LIMITED** will be held on Tuesday, 03<sup>rd</sup> September, 2024 at 12.00 Noon at the Registered Office of the Company situated at B-59, Dyavasandra Industrial Estate, Mahadevapura, Whitefield Road, Bengaluru – 560048, to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Shashikant Kala Naik (DIN: 03533778), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors:

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 139 and Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, M/s. V K A N & Associates, Chartered Accountants (Registration No. 014226S), be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the Company for the financial year ended 31/03/2029 and the Board of Directors be and are hereby authorised to fix the remuneration for the said auditors in consultation with them.”

By order of the Board,

**For CORETEC ENGINEERING INDIA PRIVATE LIMITED**

**Shashikant Kala Naik**

Director

DIN: 03533778

Place: Bengaluru

Date: 21.05.2024

### **NOTES:**

1. A member entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend & vote instead of himself/herself. The proxy need not be a member of the Company. The proxy form duly signed must be deposited at the registered office of the Company not less than 48 hours before the time of holding the meeting.
2. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of Annual General Meeting to enable the Company to keep the information ready at the meeting.

## **BOARD'S REPORT**

To,

**The Members of  
Coretec Engineering India Private Limited**

The Board of Directors are pleased to present the 26<sup>th</sup> Annual Report of the business and operations of the Company together with the audited financial statements for the year ended 31<sup>st</sup> March, 2024.

### **FINANCIAL RESULTS:**

**Financial highlights:** (Rs. In Lakhs)

Particulars	Year ended	Year ended
	31.03.2024	31.03.2023
<b>Total Income</b>	<b>4,770.42</b>	<b>3,668.57</b>
Total expenditure excluding interest and depreciation	4430.40	3433.32
Profit/(Loss) before interest, depreciation and tax	340.02	235.25
Finance cost	79.59	101.01
Depreciation	147.96	131.36
<b>Profit/(Loss) before Tax</b>	<b>112.48</b>	<b>2.88</b>
Provision for taxation (Net of deferred tax)	21.24	24.22
<b>Profit/(loss) after tax</b>	<b>91.24</b>	<b>(21.34)</b>
Net comprehensive income for the year	(3.26)	0.55
<b>Total comprehensive income/loss for the year</b>	<b>87.98</b>	<b>(20.79)</b>
Balance in Statement of profit and loss	(272.13)	(251.34)
<b>Amount available for appropriation</b>	<b>(184.15)</b>	<b>(272.13)</b>
<b>Appropriations:</b>		
Equity dividend paid	-	-
Tax on Equity Dividend	-	-
<b>Balance carried to Balance Sheet</b>	<b>(184.15)</b>	<b>(272.13)</b>

### **PERFORMANCE REVIEW:**

During the year, your Company has earned total revenue of Rs. 4,770.42 lakhs as compared to previous year total revenue of Rs. 3,668.57 lakhs. The growth is around 30% over the previous year. The Company has incurred net profit of Rs. 87.98 lakhs.

Your Directors are making all efforts to ensure optimal operational results in coming years and achieving higher

margins. Directors are putting effort to control the cost and thereby improving the profitability in line with the increase in the revenue.

### **ANNUAL RETURN:**

As per Section 92 (3) of the Companies Act, 2013 the Company shall place a copy of the annual return on the website of the Company, if any. Since the Company do not have its website, hence the web-link is not given.

### **NUMBER OF MEETINGS OF THE BOARD:**

During the financial year 2023-24, there were 4 (Four) Board Meetings held on the following dates; 25.05.2023, 08.08.2023, 07.11.2023 and 13.02.2024.

### **DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its Responsibility Statement:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis;
- (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

The Company has not made any loans or advances or given guarantees or provided securities or made investments in other bodies corporate during the financial year.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

All contracts or arrangements with related parties, entered into or modified during the financial year were at arm's length basis and in the ordinary course of the Company's business.

As per requirements of Indian Accounting Standard 24, the transactions with related parties are disclosed in the Note No. 34 of the Notes forming part of the financial statements.

A statement in Form AOC-2 pursuant to the provisions of Clause (h) of sub-section (3) of section 134 of the Act read with sub-rule (2) of rule 8 of Companies (Accounts) Rules, 2014 is furnished in "Annexure-1" is forming part of this report.

**DETAILS OF AMOUNTS TRANSFERRED TO RESERVES:**

The Company has not transferred any amount to reserves during the year.

**DIVIDEND:**

Your directors do not recommend any dividend for the financial year ended 31<sup>st</sup> March, 2024 to conserve cash for the future expansion.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The Company was not required to transfer any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN END OF FINANCIAL YEAR AND DATE OF REPORT:**

There has been no material changes and commitments, affecting the financial performance of the Company occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of this Report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014:**

In terms of clause (m) of sub-section (3) of section 134 of the Companies Act, 2013 and the rules framed there under, the particulars relating to conservation of energy, technology

absorption and foreign earnings and outgo is given below:

**1) CONSERVATION OF ENERGY:**

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

**2) TECHNOLOGY ABSORPTION:**

The Company has no activity relating to technology absorption.

**3) FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Sl. No.	Particulars	As on 31.03.2024 (Amount in INR)	As on 31.03.2023 (Amount in INR)
1	Foreign Exchange Earnings	NIL	NIL
2	Foreign Exchange Outgo	1,26,090	11,65,000

**DETAILS OF CHANGE IN NATURE OF BUSINESS, IF ANY:**

There was no change in the nature of business of the Company during the year 2023-24.

**BOARD OF DIRECTORS:**

The Board comprises following Directors:

Sl. No	Name of the Directors	Designation
1	Kandachar Gopalarao Ravi	Director
2	Shashikant Kala Naik	Director
3	A Venkatakrishnan	Director

Mr. Shashikant Kala Naik- Director, retires by rotation and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

**DECLARATION BY INDEPENDENT DIRECTORS:**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and hence, no declaration was obtained.

**REMUNERATION POLICY:**

The provisions of Section 178(1) of the Companies Act, 2013 is not applicable to Company. However, remuneration policy as adopted by the Company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The employees at the

factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

#### **SUBSIDIARY:**

The Company do not have any subsidiary companies, associate companies and joint ventures.

#### **STATUS OF THE COMPANY:**

The Company is a wholly-owned subsidiary of YUKEN INDIA LIMITED.

#### **INTERNAL FINANCIAL CONTROLS:**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the 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 disclosures.

#### **DEPOSITS:**

During the year under review, your Company did not accept any deposit within the meaning of the provisions of Chapter V – Acceptance of Deposits by Companies read with the Companies (Acceptance of Deposits) Rules, 2014.

Pursuant to the Ministry of Corporate Affairs (MCA) notification amending the Companies (Acceptance of Deposits) Rules, 2014, the Company has filed with the Registrar of Companies (ROC) the requisite returns for outstanding receipt of money/loan by the Company, which is not considered as deposits.

#### **MATERIAL ORDERS PASSED BY REGULATORY AUTHORITIES:**

There are no significant and material orders passed by the regulators or courts or tribunals during the year, impacting the going concern status and Company's operations in future.

#### **RISK MANAGEMENT POLICY:**

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk Management is a structured approach to manage uncertainty. Although the Company does not have a formal risk management policy but a formal enterprise-wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework. Key business risks and their mitigation are also considered in the annual / strategic business plans and in periodic management reviews.

#### **DETAILS OF REVISION OF FINANCIAL STATEMENTS:**

There was no revision of the financial statements of the Company, during the year 2023-24.

#### **CORPORATE SOCIAL RESPONSIBILITY:**

The provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

#### **SECRETARIAL STANDARDS:**

The Company complies with all applicable mandatory secretarial standards issued by Institute of Company Secretaries of India.

#### **THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2013 as on 31<sup>st</sup> March, 2024.

#### **THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

Not Applicable.

#### **DISCLOSURE FOR MAINTENANCE OF COST RECORDS AS PER SECTION 148(1):**

The Company is not required to maintain the books of accounts and other related records as per rules prescribed by the Central Government under section 148(1) of the Companies Act, 2013.

#### **PARTICULARS OF EMPLOYEES:**

During the year under review, the Company had no employees who earned remuneration beyond the limits specified under Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

#### **HUMAN RESOURCES:**

The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The company has always recognized talent and has judiciously followed the principle of rewarding performance.

**SHARE CAPITAL:**

The Board provides following disclosures pertaining to Companies (Share Capital and Debentures) Rules, 2014:

Sl. No.	Particulars	Disclosure
1.	Issue of Equity shares with differential rights	Nil
2.	Issue of Sweat Equity shares	Nil
3.	Issue of employee stock option	Nil
4.	Provision of money by company for purchase of its own shares by trustees for the benefit of employees	Nil

As on March 31, 2024 the authorized share capital of the Company is Rs. 5,00,00,000/- consisting of 50,00,000 equity shares of Rs. 10/- each. The paid up share capital of the Company is Rs. 3,61,96,000/- consisting of 36,19,600 equity shares of Rs. 10/- each.

**STATUTORY AUDITORS:**

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. V K A N & Associates, Chartered Accountants, Bengaluru have been appointed as statutory auditors of the Company at the Annual General Meeting held on 31<sup>st</sup> July, 2019, for a period of 5 years and to hold the office up to the conclusion Annual General Meeting of the Company to be held in the year 2024.

The Statutory Auditor's Report for FY 2023-24 does not contain any qualifications reservation or adverse remark.

Further, the Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act. The Auditor's Report is enclosed with the financial statements.

**SECRETARIAL AUDITORS:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Secretarial Audit is not applicable to the Company.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company does not have a formal Anti Sexual Harassment policy in place but has adequate measures including checks and corrections in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. During the year 2023-24, no complaint of sexual harassment has been received.

**ACKNOWLEDGEMENTS:**

Your Directors place on record their sincere thanks to the Customers, bankers, business associates, consultants, Regulatory authorities, various Government Authorities and all the stakeholders for their continued support extended to your Company's activities during the year. Your Directors also acknowledge their gratitude to the Shareholders of the Company, for their continuous support and confidence reposed on the Company. Your Directors wish to place on record their appreciation of the dedicated and untiring hard work put by the employees at all levels.

On behalf of the Board

**For Coretec Engineering India Private Limited**

**Shashikant Kala Naik**

Director

DIN: 03533778

**K.G. Ravi**

Director

DIN: 03520396

Date: 21.05.2024

Place: Bengaluru

## Annexure-1

**Form AOC-2**

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

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

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	date(s) of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

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

(a)	Name(s) of the related party and nature of relationship	-
(b)	Nature of contracts/arrangements/transactions	-
(c)	Duration of the contracts / arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Date(s) of approval by the Board, if any	-
(f)	Amount paid as advances, if any	-

Note: All related party transactions are in the ordinary course of business and on arm's length basis. Please refer transactions reported in Note No. 34 of the Notes forming part of the financial statements in the Annual Report.

**For Coretec Engineering India Private Limited**

**Shashikant Kala Naik**

Director

DIN: 03533778

**K.G. Ravi**

Director

DIN: 03520396

Date: 21.05.2024

Place: Bengaluru

## Independent Auditor's Report

### To the Members of Coretec Engineering India Private Limited Report on the Ind AS Financial Statements

#### Opinion

We have audited the accompanying Ind AS financial statements of Coretec Engineering India Private Limited ("*the Company*") which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and Notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

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

#### Management's responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation

of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

#### Auditor's Responsibility for the Audit of the Ind AS Financial Statements

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and

timing of the audit and significant audit findings, 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.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 143(3)(h)(vi) below on reporting under Rule 11(g).
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.

- h) With respect to the maintenance of accounts and other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 except for the matters as stated in the paragraph 143(3)(b) and paragraph 143(3)(h)(vi), in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
    - b. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. The Company has not declared or paid any dividend during the year ended March 31, 2024.
  - vi. Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and recording an audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made, except for cases no audit trail is enabled at the database level for accounting software to log any direct data changes.
- Except for the above-mentioned edit logs, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software.
- Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, except for the above scenario where no audit trail is enabled at the database level for accounting software to log any direct data changes.
2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**For V K A N & Associates**  
*Chartered Accountants*  
 ICAI Firm Registration No 014226S

**Anand Kumar Daga**  
 Partner  
 Membership No. 216281  
 UDIN: 24216281BKFUDN1390

Place: Hyderabad  
 Date: 21<sup>st</sup> May 2024

## Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Coretec Engineering India Private Limited of even date)

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

We have audited the internal financial controls over financial reporting of Coretec Engineering India Private Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "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 Act.

### **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 prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established

and maintained and if such controls operated effectively in all material respects.

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

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

### **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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial

controls over financial reporting were operating effectively as at March 31, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

*For V K A N & Associates*  
*Chartered Accountants*  
ICAI Firm Registration No 014226S

**Anand Kumar Daga**  
Partner  
Membership No. 216281  
UDIN: 24216281BKFUDN1390

Place: Hyderabad  
Date: 21<sup>st</sup> May 2024

## Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Coretec Engineering India Private Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
  - (b) The fixed assets were physically verified during the year by the Management with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
  - (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
  - (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, from banks or financial institutions on the basis of security of current assets and the company is regular in filing statements on a quarterly basis with the banks or financial institutions. The quarterly statements filed with banks or financial institutions are in agreement with books of accounts.
- (iii) The Company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (vii) According to the information and explanations given to us and on the basis of our examination of books of accounts in respect of statutory dues,
  - a) The Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of

customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute as on March 31, 2024 except as per details below:

Name of the statute	Nature of dues	Forum where dispute is pending	Period to which the amount relates	Amount involved (Rs.in Lakhs)
Income tax act, 1961	Dispute on account of additional tax demanded	Assessing Officer	AY 2008-09	5.68
Income tax act, 1961	Dispute on account of additional tax demanded	Assessing Officer	AY 2006-07	3.64

(viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.

- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us, the Company has not raised any loans by way of pledge of securities held in its subsidiaries, joint ventures or associates hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (x) (a) of the Order is not applicable.

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

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.

(b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly,

reporting under clause 3(xii) of the Order is not applicable to the Company.

- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We were unable to obtain some of the Internal Audit Reports of the Company on timely basis, hence the Internal Audit Reports have been considered by us, only to the extent made available to us.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) of the Order is not applicable.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year without a valid Certificate of Registration (CoR) from the RBI as per the Reserve Bank of India Act, 1934.
- (c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, The Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause (xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For V K A N & Associates**  
Chartered Accountants  
ICAI Firm Registration No 014226S

**Anand Kumar Daga**  
Partner  
Membership No. 216281  
UDIN: 24216281BKFUDN1390

Place: Hyderabad  
Date: 21<sup>st</sup> May 2024

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

Balance Sheet as at 31<sup>st</sup> March, 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No.	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
		₹	₹
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3a	1,862.22	1,860.34
Capital work in progress	3a	294.25	81.71
Intangible assets	3b	32.95	20.77
Financial assets			
(i) Other financial assets	4	22.25	22.25
Income tax assets	4a	16.85	11.60
Other non-current assets	4b	17.47	-
Deferred tax assets (net)	13	84.77	106.00
<b>Total non-current assets</b>		<b>2,330.76</b>	<b>2,102.67</b>
<b>Current assets</b>			
Inventories	5	1,052.51	1,169.62
Financial assets			
(i) Trade receivables	6	1,028.65	1,238.66
(ii) Cash and cash equivalents	7	11.29	6.60
(iii) Loans and advances	8	-	0.23
Other current assets	9	164.20	241.86
<b>Total current assets</b>		<b>2,256.65</b>	<b>2,656.97</b>
<b>TOTAL ASSETS</b>		<b>4,587.41</b>	<b>4,759.64</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	10.a	361.96	361.96
Other equity	10.b	(184.15)	(272.13)
<b>TOTAL EQUITY</b>		<b>177.81</b>	<b>89.83</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	11	-	37.50
Provisions	12	70.40	56.83
<b>Total non-current liabilities</b>		<b>70.40</b>	<b>94.33</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	11	413.63	662.59
(ii) Trade payables	14		
(A) total outstanding dues of micro enterprises and small enterprises; and		94.04	81.64
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		1,025.93	1,219.67
(iii) Other financial liabilities	15	1.44	2.58
Provisions	12	20.50	1.50
Other current liabilities	16	2,783.66	2,607.50
<b>Total current liabilities</b>		<b>4,339.20</b>	<b>4,575.48</b>
<b>TOTAL LIABILITIES</b>		<b>4,409.60</b>	<b>4,669.81</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,587.41</b>	<b>4,759.64</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-41</b>		

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

For and on behalf of the Board of Directors

Anand Kumar Daga

Partner

Membership No: 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024

K.G. Ravi

Director

DIN: 03520396

Place: Bangalore

S.K. Naik

Director

DIN: 03533778

Place: Bangalore

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

**Statement of Profit and Loss and Other comprehensive income  
for the year ended 31<sup>st</sup> March 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No.	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
		₹	₹
<b>Income</b>			
Revenue from operations	17	4,770.32	3,667.87
Other income	18	0.10	0.70
<b>Total Income</b>		<b>4,770.42</b>	<b>3,668.57</b>
<b>Expenses</b>			
Cost of materials consumed	19	2,781.85	2,172.25
Changes in stock of finished goods, work-in-progress and stock-in-trade	20	31.32	(67.14)
Employee benefit expense	21	361.12	321.16
Finance costs	22	79.59	101.01
Depreciation and amortisation expense	23	147.96	131.36
Other expenses	24	1,256.10	1,007.05
<b>Total expenses</b>		<b>4,657.94</b>	<b>3,665.69</b>
<b>Profit/(Loss) before tax</b>		<b>112.48</b>	<b>2.88</b>
<b>Tax expense/(benefit):</b>			
Current tax		-	-
Deferred tax	25	21.24	24.22
		21.24	24.22
<b>Profit/(Loss) after tax</b>		<b>91.24</b>	<b>(21.34)</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit liabilities / (asset)	31	(4.52)	0.76
(ii) Income tax relating to items that will not be reclassified to profit or loss		1.26	(0.21)
<b>Total other comprehensive income/ (loss), net of tax</b>		<b>(3.26)</b>	<b>0.55</b>
<b>Total comprehensive income/ (loss) for the year</b>		<b>87.98</b>	<b>(20.79)</b>
<b>Earnings per equity share:</b>			
Basic and diluted (in Rs.)	32	2.52	(0.59)
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-41</b>		

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

For and on behalf of the Board of Directors

Anand Kumar Daga

Partner

Membership No: 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024

K.G. Ravi

Director

DIN: 03520396

Place: Bangalore

S.K. Naik

Director

DIN: 03533778

Place: Bangalore

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

Cash Flow Statement for the year ended 31<sup>st</sup> March 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024		Year ended 31 <sup>st</sup> March 2023	
	₹	₹	₹	₹
<b>A. Cash flow from operating activities</b>				
Net profit / (loss) before tax		112.48		2.88
<i>Adjustments for:</i>				
Depreciation and amortization	147.86		131.36	
Profit on sale of assets	(0.10)		(0.70)	
Finance costs	79.59		101.01	
Bad debts written off	5.35		-	
		232.70		231.67
Operating profit / (loss) before working capital changes-(1)		<b>345.18</b>		<b>234.55</b>
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:-(2)</i>				
Inventories	117.11		(196.69)	
Trade receivables	204.66		263.04	
Loans and advances	0.22		0.85	
Other financial assets	-		(0.07)	
Other current assets	77.56		(90.55)	
Other Non Current Assets	(22.72)			
<i>Adjustments for (increase) / decrease in operating liabilities:-(3)</i>				
Trade payables	(181.35)		182.84	
Provisions(short term and long term)	29.31		10.49	
Other financial liabilities	(1.14)		0.84	
Other current liabilities	176.31		432.41	
		399.96		603.16
Cash generated from operations-(1)+(2)-(3)		<b>745.14</b>		<b>837.71</b>
Net income tax (paid) / refunds		-		(3.74)
<b>Net cash flow from / (used in) operating activities (A)</b>		<b>745.14</b>		<b>833.97</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on fixed assets, including capital advances	(394.04)		(388.79)	
Proceeds from Sale of fixed assets	19.66		5.12	
		<b>(374.38)</b>		<b>(383.66)</b>
<b>Net cash flow from / (used in) investing activities (B)</b>		<b>(374.38)</b>		<b>(383.66)</b>
<b>C. Cash flow from financing activities</b>				
Issue of share capital (net of issue expenses paid)	-		-	
Net increase / (decrease) in working capital borrowings	-		-	
Term loan taken during the year	-		-	
Repaid during the year	(286.48)		(350.24)	
Finance cost	(79.59)		(101.01)	
		<b>(366.07)</b>		<b>(451.25)</b>
<b>Net cash flow from / (used in) financing activities (C)</b>		<b>(366.07)</b>		<b>(451.25)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>		<b>4.69</b>		<b>(0.94)</b>
Cash and cash equivalents at the beginning of the year		6.60		7.54
<b>Cash and cash equivalents at the end of the year(Refer Note No. 7)</b>		<b>11.29</b>		<b>6.60</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-41</b>			

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

Anand Kumar Daga

Partner

Membership No: 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024

For and on behalf of the Board of Directors

K.G. Ravi

Director

DIN: 03520396

Place: Bangalore

S.K. Naik

Director

DIN: 03533778

Place: Bangalore

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

Statement of Changes in Equity for the year ended 31<sup>st</sup> March 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	50,00,000	500.00	50,00,000	500.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	36,19,600	361.96	36,19,600	361.96
<b>Total</b>	<b>36,19,600</b>	<b>361.96</b>	<b>36,19,600</b>	<b>361.96</b>

Particulars	Reserve and surplus	
	Retained earnings	Other comprehensive income / (loss)
	₹	₹
<b>Balance as at 1<sup>st</sup> April 2022</b>	<b>(260.74)</b>	<b>9.41</b>
<b>Additions during the year</b>		
Profit during the year	(21.34)	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)	-	0.55
<b>Total</b>	<b>(21.34)</b>	<b>0.55</b>
<b>Balance as at 31<sup>st</sup> March 2023</b>	<b>(282.08)</b>	<b>9.96</b>
<b>Additions during the year</b>		
Profit during the year	91.24	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)	-	(3.26)
<b>Total</b>	<b>91.24</b>	<b>(3.26)</b>
<b>Balance as at 31<sup>st</sup> March 2024</b>	<b>(190.84)</b>	<b>6.69</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>		<b>1-41</b>

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

For and on behalf of the Board of Directors

Anand Kumar Daga

Partner

Membership No: 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024

K.G. Ravi

Director

DIN: 03520396

Place: Bangalore

S.K. Naik

Director

DIN: 03533778

Place: Bangalore

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024

### 1. Corporate information:

The Company is engaged in the business of manufacture of hydraulic components and sub-assemblies for use in hydraulic applications. The company is a 100% subsidiary of Yuken India Limited, hydraulics major and a listed Company. The company carries on its manufacturing operations from Mahadevapura industrial area, Whitefield, Bangalore and Malur, Kolar(dt).

### 2. Material accounting policies:

#### 2.1 Basis of preparation

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The material accounting policy information used in preparation of the audited financial statements have been discussed in the respective notes.

#### 2.2 Summary of the other Material accounting policies

##### a) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make certain estimates, judgements and assumptions that affect the application of accounting policies and amounts reported in the financial statements and notes thereto. Changes in estimates and judgements are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

##### b) Property, plant and equipment

Under previous GAAP (Indian GAAP), Property Plant & Equipment were stated at their original cost, net of Cenvat Credit where applicable (including expenses

related to acquisition and installation) except certain Fixed Assets which are adjusted for revaluation. The company has elected to regard those values of property plant & equipment as deemed cost as on 01-04-2017. Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The charge in respect of periodic depreciation is derived at after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life.

Cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the company capitalises them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Depreciation is calculated on a straight line basis over the remaining useful lives of the assets as assessed by management of the Company. The management estimates the useful lives as follows:

Assets Description	Useful Life (Years)
General plant and machinery	15
Vehicles	10
Computers and data processing equipment	3
Electrical Installation	10
Factory Building	30
Furniture & Fixtures	10
Office Equipment's *	10

\* For these class of assets, based on internal assessment, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets are different from the useful lives as prescribed under Part-C of Schedule II of the Companies Act, 2013.

On fixed assets added/disposed of during the year, depreciation is charged on pro-rata basis with reference to the date of addition/disposal.

#### c) Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The standard sets out principles for recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Since the lease is of short-term (<12 months), Ind AS 116 has no impact on the balances.

#### d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### e) Intangible assets

Intangible assets acquired separately are measured on

initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

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

#### f) Revenue recognition

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts.

The Company has adopted Ind AS 115 using the cumulative effect method. There is no impact of the adoption of the standard on the financial statements of the Company.

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct

performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgement.

Revenue is recognised 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, taking into account contractually defined terms of payment, including excise duty and excluding GST and other taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

#### *Sale of goods & rendering of services*

Revenue is recognised when a performance obligation in a customer contract has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales.

Revenue from rendering of services is recognised over time as and when the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

Other operating revenues comprise of scrap sales incidental to operations of the company and are recognised when the right to receive the income is established as per the terms of the contract.

#### *Interest income*

Income is recognized on time proportion basis taking into account the outstanding amount and the applicable rate of interest. Interest income is included in finance income in the statement of profit and loss.

#### *Dividend income*

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

#### **g) Inventories**

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a First-In-First-Out (FIFO) method.

Work-in-progress, finished goods and stock-in-trade are valued at lower of cost or net realisable value. Finished goods and work-in-progress include costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### **h) Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

#### **i) Taxes**

##### *Current income tax*

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

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

### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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

- ▶ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that

it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### **j) Provisions and contingencies**

The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**k) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Gratuity liability is provided based on actuarial valuation arrived on the basis of projected unit credit method are determined at the end of each year.

Liabilities towards Leave Encashment Benefit are provided for based on actuarial valuation done at the year end.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

**l) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

**m) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. An earnings considered in ascertaining the Company's earnings per share is the net profit for the period attributable to equity shareholders. The weighted average number of equity

shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**n) Foreign currency transactions and translations****(i) Functional & presentation currency**

The financial statements are presented in Indian Rupee (INR), which is the company's functional & presentation currency.

**(ii) Transactions & balances**

Foreign currency transactions are translated into the functional currency using the exchange rate at the date of transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

**o) Financial instruments****A) Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value on initial recognition except for trade receivables measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

**B) Subsequent measurement****a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and

the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C) Other equity investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

**D) Impairment of financial assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

>The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

>Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these

historical default rates are reviewed and changes in the forward looking estimates are analysed. For other assets, the Company uses 12 month ECL to provide for impairment loss and where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(ii) Financial liabilities**

**A. Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

**B. Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(iii) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

**q) Fair value hierarchy:**

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly (i.e., prices) or indirectly observable (i.e., derived from prices).

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

Coretec Engineering India Private Limited  
CIN - U29246KA1998PTC023863

Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

3. Property plant & equipment

(₹ in Lakhs)

DESCRIPTION	GROSS BLOCK			DEPRECIATION / IMPAIRMENT				NET BLOCK	
	As at 01 <sup>st</sup> April 2023	Additions	Deductions/ Adjustments	As at 31 <sup>st</sup> March 2024	For the Year	Deductions / Adjustments	Impairment loss	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2024
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Tangible assets (A)									
Freehold land	319.36	-	-	319.36	-	-	-	319.36	319.36
	(319.36)	-	-	(319.36)	-	-	-	(319.36)	(319.36)
Factory buildings	515.33	21.02	-	536.35	17.05	-	-	80.69	455.66
	(268.92)	(246.41)	-	(515.33)	(15.24)	-	-	(63.64)	(451.69)
Computer systems	30.28	4.58	-	34.86	3.13	-	-	25.05	9.81
	(23.38)	(6.90)	-	(30.28)	(2.38)	-	-	(21.92)	(8.36)
Office equipment	34.59	0.23	-	34.82	2.33	-	-	20.41	14.41
	(25.42)	(9.89)	(0.72)	(34.59)	(2.79)	(0.40)	-	(18.08)	(16.51)
Furniture & fixtures	40.57	13.58	-	54.15	3.72	-	-	14.09	40.07
	(21.99)	(18.59)	-	(40.57)	(2.35)	-	-	(10.37)	(30.21)
Plant & machinery	1,403.75	111.19	19.57	1,495.37	102.67	0.86	-	526.15	969.22
	(1,089.31)	(319.08)	(4.64)	(1,403.75)	(91.34)	(0.48)	-	(422.63)	(981.12)
Electrical installation	80.00	8.16	-	88.16	7.32	-	-	35.13	53.03
	(72.05)	(7.95)	-	(80.00)	(6.87)	-	-	(27.81)	(52.19)
Vehicles	5.39	-	-	5.39	0.26	-	-	4.73	0.66
	(5.92)	-	(0.53)	(5.39)	(0.31)	-	-	(4.47)	(0.92)
Total (A)	2,429.27	158.75	19.57	2,568.46	136.47	0.86	-	706.25	1,860.35
PY Numbers	(1,825.31)	(608.82)	(5.36)	(2,429.27)	(121.30)	(0.88)	-	(568.93)	(1,377.30)
Intangible assets (B)									
Software	47.95	22.82	-	70.77	10.64	-	-	37.82	32.95
	(44.70)	(3.25)	-	(47.95)	(10.06)	-	-	(27.18)	(20.77)
Total (B)	47.95	22.82	-	70.77	10.64	-	-	37.82	32.95
PY Numbers	(44.70)	(3.25)	-	(47.95)	(10.06)	-	-	(27.18)	(20.77)
Total (A) + (B)	2,477.22	181.57	19.57	2,639.23	147.11	0.86	-	744.07	1,895.17
PY Numbers	(1,870.01)	(612.07)	(5.36)	(2,477.22)	(131.36)	(0.88)	-	(596.11)	(1,404.88)

DESCRIPTION	CWIP			CLOSING BALANCE	
	As at 01 <sup>st</sup> April 2023	Additions to CWIP	Capitalised	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹	₹	₹	₹
Capital work in progress	81.71	394.04	181.50	294.25	81.71
	(305.00)	(388.78)	(612.07)	(81.71)	(305.00)
Total	81.71	394.04	181.50	294.25	81.71

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Capital work-in-progress as at 31 March 2024****(a) Ageing of CWIP:**

(₹ in Lakhs)

DESCRIPTION	Amounts in Capital work-in-progress for				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	36.11	258.15	-	-	294.26
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>36.11</b>	<b>258.15</b>	<b>-</b>	<b>-</b>	<b>294.26</b>

**(b) Completion schedule for capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan:**

(₹ in Lakhs)

DESCRIPTION	To be Completed in				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process					
- Malur Unit Building Extension	176.44	81.71	-	-	258.15
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>176.44</b>	<b>81.71</b>	<b>-</b>	<b>-</b>	<b>258.15</b>

**Capital work-in-progress as at 31 March 2023****(a) Ageing of CWIP:**

(₹ in Lakhs)

DESCRIPTION	Amounts in Capital work-in-progress for				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	45.72	13.23	-	22.77	81.71
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>45.72</b>	<b>13.23</b>	<b>-</b>	<b>22.77</b>	<b>81.71</b>

**(b) Completion schedule for capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan:**

(₹ in Lakhs)

DESCRIPTION	To be Completed in				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process					
MALUR UNIT BUILDING EXTENSION	81.71	-	-	-	81.71
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>81.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>81.71</b>

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**4. Other financial assets - non current**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Security deposits	20.63	20.63
Deposit with Banks	1.62	1.62
<b>Total</b>	<b>22.25</b>	<b>22.25</b>

**4a. Income tax assets - non current**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Advance tax (net of provision for income tax: 2.58 (31 March 2023: 2.58) )	16.85	11.60
<b>Total</b>	<b>16.85</b>	<b>11.60</b>

**4b Other Non Current Assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
MAT Credit Entitlement	17.47	-
<b>Total</b>	<b>17.47</b>	<b>-</b>

**5. Inventories**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Raw materials and components	719.46	804.68
Work-in-progress	238.01	242.86
Finished goods	94.82	121.29
Material In-Transit	0.22	0.79
<b>Total</b>	<b>1,052.51</b>	<b>1,169.62</b>

The mode of valuation of inventories has been stated in note 2 (g)

**6. Trade receivables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Current</b>		
Trade receivables		
(a) Unsecured, considered good	1,028.65	1,238.66
(b) Unsecured, considered doubtful	-	-
Less: Allowance for credit losses	-	-
<b>Total</b>	<b>1,028.65</b>	<b>1,238.66</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

## Aging of receivables as at 31 March 2024

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date					Total
	Less than 6 months	6 months to 1 year	1 year to 2 year	2 years to 3 years	More than 3 years	
	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>						
considered good	756.62	10.99	261.03	-	-	1,028.65
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Disputed Trade receivables</b>						
considered good	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>756.62</b>	<b>10.99</b>	<b>261.03</b>	<b>-</b>	<b>-</b>	<b>1,028.65</b>

## Aging of receivables as at 31 March 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date					Total
	Less than 6 months	6 months to 1 year	1 year to 2 year	2 years to 3 years	More than 3 years	
	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>						
considered good	805.03	276.22	157.41	-	-	1,238.66
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Disputed Trade receivables</b>						
considered good	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>805.03</b>	<b>276.22</b>	<b>157.41</b>	<b>-</b>	<b>-</b>	<b>1,238.66</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**7. Cash and cash equivalents**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Cash on hand	0.59	0.41
Balances with banks		
(i) In current accounts	10.70	6.20
<b>Cash and cash equivalents as per balance sheet</b>	<b>11.29</b>	<b>6.60</b>
<b>Cash and cash equivalents as per statement of cash flows</b>	<b>11.29</b>	<b>6.60</b>

**8. Loans and advances**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Current</b>		
Advance to employees	-	0.23
<b>Total</b>	<b>-</b>	<b>0.23</b>

**9. Other current assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Trade and other advances	126.49	148.67
Prepaid expenses	22.87	23.72
Balance with government authorities (including GST)	14.84	69.48
<b>Total</b>	<b>164.20</b>	<b>241.86</b>

**Note 10.a Share capital**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	50,00,000	500.00	50,00,000	500.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	36,19,600	361.96	36,19,600	361.96
	<b>36,19,600</b>	<b>361.96</b>	<b>36,19,600.00</b>	<b>361.96</b>

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

Refer notes (i) to (iv) below

(₹ in Lakhs)

**(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period**

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>Equity shares with voting rights</b>				
Balance ast at begininng of the year	36,19,600	361.96	36,19,600	361.96
Add: Issued and subscribed during the year	-	-	-	-
Balance as at end of the year	36,19,600	361.96	36,19,600	361.96

**\*Rights issue:**

On March 10th, 2020, the company made a rights issue to its single existing shareholder of 30,00,000 shares at an issue price of Rs.10/- per share.

**(ii) Details of shares held by each shareholder holding more than 5% shares:**

Class of shares / Name of shareholder	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
<b>Equity shares with voting rights</b>				
- Yuken India Ltd	36,19,200	99.99	36,19,200	99.99
- K Gopalkrishna	400	0.01	400	0.01

**(iii) Right, preferences and restrictions attached to shares**

The Company has issued only one class of equity share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by Board of Directors is subject to approval by the share holders at the ensuing Annual General Meeting.

**(iv) Shareholding of Promotor**

Shares held by promotor as at March 31, 2024

Class of shares / Name of shareholder	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
- Yuken India Ltd	36,19,200	99.99	36,19,200	99.99
- K Gopalkrishna	400	0.01	400	0.01

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**10.b Other equity**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Surplus in statement of profit and loss</b>		
Profit and Loss:		
Opening balance	(282.08)	(260.74)
Additions during the period	91.24	(21.34)
<b>Closing Balance</b>	<b>(190.84)</b>	<b>(282.08)</b>
Other Comprehensive Income:		
Opening balance	9.95	9.41
Additions during the period	(3.26)	0.55
<b>Closing Balance</b>	<b>6.69</b>	<b>9.95</b>
<b>Total</b>	<b>(184.15)</b>	<b>(272.13)</b>

**Financial liabilities****11. Borrowings****Non-current borrowings**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Secured - at amortised cost</b>		
(i) Loans		
from banks	-	37.50
<b>Total</b>	<b>-</b>	<b>37.50</b>

**Note : Security details for the term loan taken from Sumitomo Mitsui Banking Corporation:**

Corporate Guarantee given by Yuken India Limited amounting to ₹ 1,850.00 lakhs

Rate of Interest - 9.30 % reset quarterly

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Current borrowings**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Secured - at amortised cost</b>		
(i) Loans		
from banks	376.13	537.59
(ii) Current maturities of long term debt	37.50	125.00
<b>Total</b>	<b>413.63</b>	<b>662.59</b>

**Notes:**

- i) Primary security - First charge on inventory, book debts and movable fixed assets of the company
- ii) Secondary security
- a) Corporate guarantee by Yuken India Limited
  - b) First charge on Industrial Land with shed there on bearing no B59, situated at Industrial Estate, Dyavasandra ,Mahadevapura, Bangalore-560048

**12. Provisions**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Gratuity	1.09	0.97
Compensated leave absences	1.93	0.53
Provision for Payable under MAT	17.48	-
<b>Current</b>	<b>20.50</b>	<b>1.50</b>
Gratuity	51.44	40.57
Compensated leave absences	18.96	16.27
<b>Non-current</b>	<b>70.40</b>	<b>56.83</b>
<b>Total</b>	<b>90.90</b>	<b>58.33</b>

**13. Deferred tax balances**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Deferred tax liabilities</b>	<b>144.17</b>	<b>146.34</b>
On difference between book balance and tax balance of fixed assets	144.17	146.34
<b>Deferred tax assets</b>	<b>228.94</b>	<b>252.35</b>
Provision for compensated absences, gratuity, other employee benefits and provision for doubtful debts / advances	42.12	17.44
Unabsorbed depreciation carried forward / brought forward business losses	186.81	234.91
<b>Net deferred tax liabilities/ (assets)</b>	<b>(84.77)</b>	<b>(106.00)</b>

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**14. Trade payables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
(a) Total Outstanding dues of Micro Entreprises and Small Entreprises	94.04	82.26
(b) Total Outstanding dues other than Micro Entreprises and Small Entreprises	1,019.01	1,164.66
(c) Trade payables to related parties (see note 33)	6.92	54.39
<b>Total</b>	<b>1,119.97</b>	<b>1,301.31</b>

**Ageing of Trade Payables for year ended 31 March 2024**

(₹ in Lakhs)

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
	₹	₹	₹	₹	₹	₹	₹
Undisputed trade payables							
(i) MSME	-	-	94.04	-	-	-	94.04
(ii) Others	23.07	-	958.53	44.32	-	-	1,025.92
Disputed trade payables							
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
<b>Total</b>	<b>23.07</b>	<b>-</b>	<b>1,052.58</b>	<b>44.32</b>	<b>-</b>	<b>-</b>	<b>1,119.96</b>

**Ageing of Trade Payables for year ended 31 March 2023**

(₹ in Lakhs)

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
	₹	₹	₹	₹	₹	₹	₹
Undisputed trade payables							
(i) MSME	-	-	82.26	-	-	-	82.26
(ii) Others	22.63	-	1,158.38	38.05	-	-	1,219.05
Disputed trade payables							
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-	-
<b>Total</b>	<b>22.63</b>	<b>-</b>	<b>1,240.64</b>	<b>38.05</b>	<b>-</b>	<b>-</b>	<b>1,301.31</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**15. Other financial liabilities**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Interest accrued but not due on borrowings	1.44	2.58
<b>Total</b>	<b>1.44</b>	<b>2.58</b>

**16. Other current liabilities**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Statutory liabilities (includes GST, ESI, TDS, profession tax & provident fund)	37.98	78.14
Advance from customers	2,745.68	2,529.36
<b>Total</b>	<b>2,783.66</b>	<b>2,607.50</b>

**17. Revenue from operations**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
(a) Revenue from sale of products	4,711.15	3,626.64
(b) Revenue from sale of services	21.59	14.40
(c) Scrap sale	37.58	26.83
<b>Total revenue from operations</b>	<b>4,770.32</b>	<b>3,667.87</b>

The company has no unsatisfied performance obligation resulting from sale of products and services. No adjustment made to the contract price on account of refunds, credits, price concession, incentive or performance bonus.

**18. Other income****Other non-operating income (net of expenses directly attributable to such income)**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
a) Profit on sale of Assets	0.10	0.70
b) Misc Income	-	-
<b>Total of other income</b>	<b>0.10</b>	<b>0.70</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**19. Cost of materials consumed**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Opening stock	804.68	675.36
Add: Purchases	2,696.63	2,301.57
	<b>3,501.31</b>	<b>2,976.93</b>
Less: Closing stock	719.46	804.68
<b>Cost of materials consumed</b>	<b>2,781.85</b>	<b>2,172.25</b>

**20. Changes in inventories of finished goods, work in progress and stock-in-trade**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Inventories at the end of the year:		
Finished goods	94.82	121.29
Work-in-progress	238.01	242.86
	<b>332.83</b>	<b>364.15</b>
Inventories at the beginning of the year:		
Finished goods	121.29	118.94
Work-in-progress	242.86	178.07
	<b>364.15</b>	<b>297.01</b>
<b>Net (increase) / decrease</b>	<b>31.32</b>	<b>(67.14)</b>

**21. Employee benefit expense**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Salaries and wages	298.75	264.07
Contribution to provident and other funds (see note 29)	22.12	23.41
Gratuity	8.96	6.37
Staff welfare expenses	31.29	27.31
<b>Total</b>	<b>361.12</b>	<b>321.16</b>

**22. Finance costs**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Interest costs :-		
(i) Interest on bank overdrafts and loans (other than those from related parties)	54.61	76.81
(ii) Other Borrowing costs	24.98	24.20
<b>Total</b>	<b>79.59</b>	<b>101.01</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**23. Depreciation and amortization expense**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Depreciation of property, plant and equipment pertaining to continuing operations	137.32	121.30
Amortisation of intangible assets (Note 3b)	10.64	10.06
<b>Total depreciation and amortisation expense</b>	<b>147.96</b>	<b>131.36</b>

**24. Other Expenses**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Sub-contracting charges	604.10	455.24
Contract Labour charges	278.76	203.63
Freight charges	63.61	54.13
Power and fuel	83.79	71.33
Rates and taxes	3.48	3.60
Rent	24.38	19.82
Insurance	17.41	19.11
Repairs and maintenance		
- Building	6.90	8.15
- Machinery	45.77	40.58
- Vehicle	1.22	2.77
- Others	17.26	7.99
Legal and professional charges	47.16	65.19
Payment to auditors	4.15	4.01
Travelling & conveyance expenses	6.75	8.50
Bad debts written off	5.35	-
Telephone Charges	0.06	-
Communication expenses	3.93	4.32
Printing & stationary	2.70	3.05
Testing charges	-	-
Security charges	20.80	20.47
Miscellaneous expenses	18.51	15.18
<b>Total</b>	<b>1,256.10</b>	<b>1,007.05</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**25. Income Tax Expense/(Benefit)**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Current Tax</b>		
In respect of the current year	-	-
<b>Deferred Tax</b>		
In respect of the current year	21.24	24.22
	<b>21.24</b>	<b>24.22</b>
<b>Total income tax expense/(benefit) recognised in the current year.</b>	<b>21.24</b>	<b>24.22</b>

**26. Payment to Auditors**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Statutory audit	2.45	2.53
Tax audit	0.50	0.50
Others	1.20	0.98

**27.**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>27.1 Expenditure in foreign currency:</b>		
Raw materials & Components	19.43	11.65
Fixed Assets	-	-
<b>27.2. Estimated amount of contracts remaining to be executed on capital account and not provided for</b>	<b>-</b>	<b>-</b>

**28. Contingent liabilities (to the extent not provided for)**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Demand received from tax authorities</b>		
Income tax	9.32	9.32

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 29. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The management has identified certain enterprises which have provided goods and services to the Company and which qualify under the definition of 'Micro and Small Enterprises' as defined under Micro, Small and Medium Enterprises Development Act, 2006 ("the Act"). Accordingly the disclosure in respect of the amounts payable to such enterprises as at 31 March 2024 and 31 March 2023 have been made in the financial statements based on information available with the Company and relied upon by the auditors.

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	93.06	81.64
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	0.98	0.62
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	0.98	0.62

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

### 30. Employee benefits expenses

#### Defined contribution plans

The company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund, which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Provident fund for the year aggregated to ₹ 21.66/- lakhs (previous year : ₹ 20.53 /- lakhs)

#### Defined benefit plans

##### Gratuity

The Company offers the following employee benefit schemes to its employees:

(i) Gratuity (included as part of (b) in Note 21 Employee benefits expense)

The following table sets out the funded status of gratuity and the amount recognised in the standalone financial statements:

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Fair value of plan assets	-	-
Present value of obligations	(52.53)	(41.54)
<b>Net asset / (liability) recognised in the Balance Sheet</b>	<b>(52.53)</b>	<b>(41.54)</b>

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Classification into current and non-current**

The liability/(asset) in respect of each of the plan comprises of the following current and non-current portions: (₹ in Lakhs)

Particulars	Non -Current		Current	
	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹	₹	₹
Gratuity	46.50	40.57	6.03	0.97
<b>Total</b>	<b>46.50</b>	<b>40.57</b>	<b>6.03</b>	<b>0.97</b>

**Movement in present values of defined benefit obligations**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Defined benefit obligation at the beginning of the year	41.54	34.11
Past Service cost	-	-
Current service cost	4.60	3.90
Interest cost	3.10	2.47
Actuarial (gains) / losses	4.52	1.63
Benefits paid	(1.24)	(0.57)
Transfer in/ (out)	-	-
<b>Present value of defined benefit obligation at year end</b>	<b>52.52</b>	<b>41.54</b>

**Expense recognised in Statement of profit and loss**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Current service cost	4.60	3.90
Interest on obligation	3.10	2.47
Past Service Cost	-	-
<b>Total expense recognised in the Statement of Profit and Loss</b>	<b>7.70</b>	<b>6.37</b>

**31. Expense recognised in Other Comprehensive Income**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Re-measurement (or Actuarial) (gain) / loss arising from:		
- change in demographic assumptions	0.65	-
- change in financial assumptions	1.09	(0.76)
- experience variance (i.e. Actual experience vs assumptions)	2.78	2.39
<b>Total expense recognised in Other Comprehensive Income</b>	<b>4.52</b>	<b>1.63</b>

## Coretec Engineering India Private Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### Principal actuarial assumptions

The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages) for gratuity plan:

Particulars	Gratuity	
	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
Discount rate	7.45%	7.20%
Estimated rate of return on plan assets	-	-
Attrition rate	-	-
Future salary increases	4%	4%
Retirement age	58 years	58 years

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. Assumptions regarding future mortality are based on published statistics and mortality tables. The calculation of the defined benefit obligation is sensitive to the mortality assumptions.

### Sensitivity analysis :

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	57.10	48.52	45.48	38.10
(% change compared to base due to sensitivity)	8.70%	-7.60%	9.50%	-8.30%
Salary Growth Rate (- / + 1%)	48.37	57.20	37.96	45.58
(% change compared to base due to sensitivity)	-7.90%	8.90%	-8.60%	9.70%
Attrition Rate (- / + 50% of attrition rates)	51.52	53.42	40.89	42.13
(% change compared to base due to sensitivity)	-1.90%	1.70%	-1.60%	1.40%
Mortality Rate (- / + 10% of mortality rates)	52.49	52.56	41.50	41.58
(% change compared to base due to sensitivity)	-0.10%	0.10%	-0.10%	0.10%

### 32. Earnings per share

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Basic and diluted</b>		
Net Profit/(loss) for the year from operations attributable to the equity shareholders	91.24	(21.34)
Weighted average number of equity shares	36,19,600	36,19,600
Earnings per share from operations - Basic and diluted	2.52	(0.59)

### 33. Segment reporting

The company's predominant risks and returns are from the segment of hydraulic components and sub-assemblies for use in hydraulic applications, which constitutes a single business segment and is governed by similar set of risks and returns.. The operations of the Company primarily cater to the market in India, which the management views as a single segment. The management monitors the operating results of its single segment for the purpose of making decisions about resource allocation and performance assessment.

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 34. Related party disclosures

#### Related party transactions

Description of relationship	Name of related party
Holding company	Yuken India Limited
Fellow subsidiary	Grotek Enterprises Private Limited
Fellow subsidiary	Yuflow Engineering Private Limited
Fellow subsidiary	Kolben Hydraulics Limited
Company having significant influence	Yuken Kogyo Co Ltd
Key management personnel	S K Naik

(₹ in Lakhs)

Details of transactions	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b><u>Holding company</u></b>	-	-
- Sales of goods and services	5,506.33	4,039.43
- Purchase of fixed asset	6.25	44.11
- Purchase of goods and services	9.01	50.64
- Sales of asset	23.21	10.57
- Corporate guarantee commission	30.21	14.16
<b><u>Fellow subsidiary</u></b>	-	-
<u>Grotek Enterprises Private Limited</u>	-	-
- Sales of goods	35.61	31.39
- Purchase of goods	1.56	1.79

Amount outstanding (receivables)	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b><u>Fellow subsidiary</u></b>	-	-
Yuflow Engineering Private Limited	-	102.83
Grotek Enterprises Private Limited	291.64	356.50

Amount outstanding (payables)	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b><u>Holding company</u></b>	-	-
Yuken India Limited	-	-
- Trade payable	6.92	29.52
- Other advances	2,013.62	1,813.89

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Guarantees outstanding	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b>Holding company</b>	-	-
Yuken India Limited	1,850	1,850

### 35. Financial Ratios

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
Current ratio (times)	Current assets	Current liabilities	0.52	0.57	-8.60%	
Debt-equity ratio (times)	Total Debt	Shareholder's Equity	2.33	7.79	-70.15%	Debt equity ratio reduced due to repayment of debt
Debt service coverage ratio (times)	Earnings available for debt service	Debt Service	1.11	0.60	84.70%	Debt service coverage improved due to repayment of outstanding loans
Return on equity (%)	Net Profits after taxes	Average Shareholder's Equity	0.17	(0.05)	-420.21%	Due to reduction in losses during the period compared to loss in PY, return on equity has been increased
Inventory turnover ratio (times)	COGS	Average inventory	0.77	0.60	28.69%	Due to increase in demand of inventory with parent company, inventory turnover has been increased.
Trade receivables turnover ratio (times)	Revenue	Average Trade Receivable	1.05	0.67	57.19%	Due to increase in revenue when compared to previous year, trade receivable turnover ratio has increased
Trade payable turnover ratio (times)	Purchases of services and other expenses	Average Trade Payables	0.82	0.68	19.39%	
Net capital turnover ratio (times)	Revenue	Working Capital	(2.29)	(1.91)	19.81%	
Net profit ratio (%)	Net Profit	Revenue	0.02	(0.01)	-428.74%	Due to reduction in losses during the period compared to loss in PY, net profit ratio has been increased
Return on capital employed (%)	Earning before interest and taxes	Capital Employed	1.08	1.16	-6.60%	
Return on investment (%)	Income generated from investments	Time weighted average investments	No invest-ments	No invest-ments		

Earning for debt service = Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of PP&E etc

Debt service = Interest and principal repayments including lease payments.

Shareholders equity = Contributed capital + retained earnings

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**36. Fair value measurements****(i) Financial instruments by category**

The carrying value and fair value of financial instruments by categories as of 31 March 2024 were as follows: (₹ in Lakhs)

Particulars	Note No.	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI
		₹	₹	₹
<b>Assets :</b>				
Loans				
(i) Loan to employees	8	-	-	-
Cash and cash equivalents	7	11.29	-	-
Other financial assets				
(i) Security deposits	4	20.63	-	-
Trade receivables	6	1,028.65	-	-
<b>Total</b>		<b>1,060.57</b>	-	-
<b>Liabilities:</b>				
Borrowings	11	413.63	-	-
Other financial liabilities				
(i) Trade payables	14	1,119.97	-	-
Current maturities of long term debt	11	37.50	-	-
<b>Total</b>		<b>1,571.10</b>	-	-

The carrying value and fair value of financial instruments by categories as of 31 March 2023 were as follows: (₹ in Lakhs)

Particulars	Note No.	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI
		₹	₹	₹
<b>Assets :</b>				
Loans				
(i) Loan to employees	8	0.23	-	-
Cash and cash equivalents	7	6.60	-	-
Other financial assets				
(i) Security deposits	4	20.63	-	-
Trade receivables	6	1,238.66	-	-
<b>Total</b>		<b>1,266.12</b>	-	-
<b>Liabilities:</b>				
Borrowings	11	700.09	-	-
Other financial liabilities				
(i) Trade payables	14	1,301.31	-	-
Current maturities of long term debt	11	125.00	-	-
<b>Total</b>		<b>2,126.40</b>	-	-

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, working capital loans and other financial liabilities approximate the carrying amount largely due to short-term maturity of this instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

### (ii) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that for amortised cost instruments, fair value approximate largely to the carrying amount.

### 37. Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** the fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The carrying value of financial instruments by categories as follows:

Particulars	Note No.	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
		₹	₹
<b>Financials measured at amortized costs:</b>			
Financial assets			
(i) Loan to employees	8	-	0.23
Trade receivable *	6	1,028.65	1,238.66
<b>Cash and cash equivalents and other bank balances</b>			
Cash and cash equivalents #	7	11.29	6.60
<b>Financial liabilities measured at amortized cost:</b>			
Borrowings	11	413.63	700.09
Trade Payables *	14	1,119.97	1,301.31

\*The carrying value of these accounts are considered to be the same as their fair value, due to their short term nature.

Accordingly, these are classified as level 3 of fair value hierarchy.

# These accounts are considered to be highly liquid/ liquid and the carrying amount of these are considered to be the same as their fair value.

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 38. Financial risk management

#### Risk management framework

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is foreign exchange exposure risk. The Company uses derivative financial instruments to mitigate foreign exchange related risk exposures. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

The Company's risk management activity focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns.

The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

#### (A) Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company, resulting in a financial loss. The Company is exposed to this risk for various financial instruments. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets, as summarised below:

Assets under credit risk	(₹ in Lakhs)	
	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Loan to employees	-	0.23
Cash and cash equivalents	11.29	6.60
Security deposits	20.63	22.25
Trade receivables	1,028.65	1,238.66
<b>Total</b>	<b>1,060.57</b>	<b>1,267.74</b>

#### A1 Trade and other receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers (Related Parties) primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. Further, management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

#### A2 Cash and cash equivalents

The credit risk for cash and cash equivalents, and derivative financial instruments is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

#### Financial assets that are neither past due nor impaired

Cash and cash equivalents, advances recoverable, loans and advances to employees, security deposit and other financial assets are neither past due nor impaired.

#### Financial assets that are past due but not impaired

There is no other class of financial assets that is past due but not impaired.

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**(B) Liquidity risk**

Liquidity risk is that the Company might be unable to meet its obligations. The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, usually on a month on month basis. Long-term liquidity needs for a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Company's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

The Company's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarised below:

**Maturities of financial liabilities**

(₹ in Lakhs)

As at 31 <sup>st</sup> March 2024	Less than 1 year	1 year to 5 years	More than 5 years
	₹	₹	₹
Borrowings	413.63	-	-
Trade payables	1,119.97	-	-
Other current liabilities	2,783.66	-	-
	<b>4,317.26</b>	-	-

As at 31 <sup>st</sup> March 2023	Less than 1 year	1 year to 5 years	More than 5 years
	₹	₹	₹
Borrowings	662.59	37.50	-
Trade payables	1,301.31	-	-
Other current liabilities	2,607.50	-	-
	<b>4,571.40</b>	<b>37.50</b>	-

**(C) Market risk**

Market risk is the risk of loss of future earnings or fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The company has no transactions which would carry any interest rate risk or foreign currency risk in regards to fair value or future cash flows of financial instruments.

## Coretec Engineering India Private Limited

CIN - U29246KA1998PTC023863

## Summary of material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**39. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate (₹ in Lakhs)**

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Accounting profit before tax and exceptional item</b>	112.48	2.88
Tax on accounting profit at statutory income tax rate [27.82%] (PY 27.82%)	31.29	0.80
<b>Reconciling items:</b>		
Tax effect on permanent non-deductible expenses	-	-
Tax adjustments of Prior Years	-	-
Others	(10.05)	23.42
<b>At the effective income tax rate of 27.82% (PY 27.82%)</b>	<b>21.24</b>	<b>24.22</b>
Income tax expense reported in the Statement of Profit and Loss	<b>21.24</b>	<b>24.22</b>

**40.** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

**41. Additional Regulatory Information**

- The Company has not revalued its property, plant and equipment (including the right of use assets) and intangible assets.
- No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- The Company has not been declared as a wilful defaulter by any bank or financial institution or other lenders.
- Compliance with clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 with respect to layer of companies are not applicable to the company.
- The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- The Company does not have any charges or satisfaction which is yet to be registered with Registrar of companies beyond the statutory period.
- The Company has not entered into any scheme of arrangement as per section 230 to 237 of the Companies Act, 2013.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall a) 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 b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- The Company have not traded or invested in Crypto currency or Virtual currency during the financial year.

In terms of our report of even date attached

**For V K A N & Associates**

Chartered Accountants

Firm Regn. No: 014226S

**For and on behalf of the Board of Directors****Anand Kumar Daga****Partner**

Membership No: 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024**K.G. Ravi****Director**

DIN: 03520396

Place: Bangalore

**S.K. Naik****Director**

DIN: 03533778

Place: Bangalore

## **1. GROTEK ENTERPRISES PRIVATE LIMITED**

## **NOTICE**

**NOTICE** is hereby given that the 27<sup>th</sup> Annual General Meeting of the Members of **GROTEK ENTERPRISES PRIVATE LIMITED** will be held on Tuesday, 03<sup>rd</sup> September, 2024 at 10.00 AM at the Registered Office of the Company situated at No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru - 560048, to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. C P Rangachar (DIN: 00310893), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director Mr. Parabrahman (DIN: 01392252) in place of Mr. Premchander (DIN: 02278652).

By Order of the Board,  
**For GROTEK ENTERPRISES PRIVATE LIMITED**

**C P Rangachar**  
Director  
DIN: 00310893

Place: Bengaluru  
Date: 08.08.2024

### **NOTES:**

1. A member entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend & vote instead of himself/herself. The proxy need not be a member of the Company. The proxy form duly signed must be deposited at the registered office of the Company not less than 48 hours before the time of holding the meeting.
2. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of Annual General Meeting to enable the Company to keep the information ready at the meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102  
OF THE COMPANIES ACT, 2013:**

**Item No. 3: To appoint a Director Mr. T Parabrahman (DIN: 01392252) in place of Mr. Premchander (DIN: 02278652):**

Mr. T Parabrahman, Independent Director of Yuken India Limited, is nominated to be appointed as Director on the Board of company, representing Yuken India Limited.

Mr. T Parabrahman has been appointed as an additional director in its Board meeting held on 08<sup>th</sup> August, 2024 subject approval of shareholders at the ensuing general meeting.

The approval of the Shareholders for the aforesaid matter is recommended.

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

By Order of the Board,  
**For GROTEK ENTERPRISES PRIVATE LIMITED**

**C P Rangachar**  
Director  
DIN: 00310893

Place: Bengaluru  
Date: 08.08.2024

## **BOARD'S REPORT**

To,

**The Members of  
Grotek Enterprises Private Limited.**

The Board of Directors are pleased to present the 27<sup>th</sup> Annual Report of the Company together with the audited financial statements for the year ended 31<sup>st</sup> March, 2024.

### **FINANCIAL RESULTS:**

#### **Financial highlights:**

(Rs. In Lakhs)

Particulars	Year ended	Year ended
	31.03.2024	31.03.2023
<b>Total Income</b>	<b>8,747.24</b>	<b>7489.49</b>
Total expenditure	7,578.87	6679.60
Profit/(Loss) before interest, depreciation and tax	1,168.37	809.89
Finance cost	196.72	138.32
Depreciation	356.60	336.61
<b>Profit/(Loss) before Tax</b>	<b>615.05</b>	<b>334.96</b>
Provision for taxation (Net of deferred tax)	158.40	112.94
<b>Profit/(loss) after tax</b>	<b>456.65</b>	<b>222.02</b>
Net comprehensive income for the year	(10.89)	(0.43)
<b>Total comprehensive income for the year</b>	<b>445.76</b>	<b>221.59</b>
Balance in Statement of profit and loss	<b>209.99</b>	<b>(11.60)</b>
<b>Amount available for appropriation</b>	<b>655.75</b>	<b>209.99</b>
<b>Appropriations:</b>		
Equity dividend paid	-	-
Tax on Equity Dividend	-	-
<b>Balance carried to Balance Sheet</b>	<b>655.75</b>	<b>209.99</b>

### **PERFORMANCE REVIEW:**

During the year, your Company has earned total revenue of Rs. 8,747.24 lakhs as compared to Rs. 7489.49 lakhs of previous year. The growth is around 16.79% over the previous year. The Company has registered Net Profit of Rs. 445.76 lakhs as compared to previous year profit of Rs. 221.59 lakhs.

Your Directors are making all efforts to ensure optimal operational results in coming years and achieving higher margins. Directors are putting effort to control the cost and thereby improving the profitability in line with the increase in the revenue.

### **ANNUAL RETURN:**

As per Section 92 (3) of the Companies Act, 2013 the Company shall place a copy of the annual return on the website of the Company, if any. Since the Company do not have its website, hence the web-link is not given.

### **NUMBER OF MEETINGS OF THE BOARD:**

During the financial year 2023-24, there were 5 (Five) Board Meetings held on the following dates; 25.05.2023, 08.08.2023, 27.09.2023, 07.11.2023 & 13.02.2024.

### **DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its Responsibility Statement:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis;
- (e) The Directors had laid down internal financial controls to be followed by the Company as applicable to the subsidiaries of listed companies and such internal financial controls are adequate and were operating effectively; and

- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

The Company has not made any loans or given guarantees or provided securities or made investments in other bodies corporate during the financial year.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

All contracts or arrangements with related parties, entered into or modified during the financial year were at arm's length basis and in the ordinary course of the Company's business.

As per requirements of Indian Accounting Standard 24, the transactions with related parties are disclosed in the Note No. 28 of the Notes forming part of the financial statements in the Annual Report.

A statement in Form AOC-2 pursuant to the provisions of Clause (h) of sub-section (3) of section 134 of the Act read with sub-rule (2) of rule 8 of Companies (Accounts) Rules, 2014 is furnished in "Annexure-2" is forming part of this report.

**DETAILS OF AMOUNTS TRANSFERRED TO RESERVES:**

The Company has not transferred any amount to reserves during the year.

**DIVIDEND:**

Your directors do not recommend any dividend for the financial year ended 31<sup>st</sup> March, 2024 to conserve cash for the future expansion.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The Company was not required to transfer any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN END OF FINANCIAL YEAR AND DATE OF REPORT:**

There has been no material changes and commitments, affecting the financial performance of the Company occurred

between the end of the financial year of the Company to which the Financial Statements relate and the date of this Report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014:**

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

**1). CONSERVATION OF ENERGY:**

The Company has taking several steps on continual basis to conserve energy. The details as below:

- In order to reduce the electricity consumption in factory, 400 Watts Sodium vapour lamps are replaced with 100 / 50 Watts LED lights.
- VFD are installed for Polygonal sieve drive and other areas.
- Pressure control devices are installed for Power packs.
- Polycarbonate sheets are fixed on sides of the building which improved natural lighting.
- Energy efficient pumps are installed for furnace cooling system.
- Foundry returns are being shot blasted to reduce the Melting Energy consumption.
- Scrap size is reduced to increase the charge density and to reduce power consumption.

**2). TECHNOLOGY ABSORPTION:**

The Company has no activity relating to technology absorption.

**3). FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Sl. No.	Particulars	As on 31.03.2024 (Amt in INR)	As on 31.03.2023 (Amt in INR)
01	Foreign Exchange Outgo	56,91,000	1,14,13,648
02	Foreign Exchange earning	3,78,20,000	5,25,27,653

**DETAILS OF CHANGE IN NATURE OF BUSINESS, IF ANY:**

There was no change in the nature of business of the Company during the year 2023-24.

**BOARD OF DIRECTORS:**

The Board comprises following Directors:

Sl. No	Name of the Directors	Designation
1.	C P Rangachar	Director
2.	H M Narasinga Rao	Director
3	Premchander	Director

Mr. C P Rangachar - Director, retires by rotation and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

**INDEPENDENT DIRECTORS:**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 but Dr. Premchander was appointed as Director as per the regulation 24 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and necessary declarations was obtained.

**KEY MANAGERIAL PERSONNEL:**

The provisions of section 203 of Companies Act 2013 and Rule 8A of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 would not apply to the Company. Accordingly, there are no Key Managerial personnel within meaning of section 203.

**REMUNERATION POLICY:**

The provisions of Section 178(1) of the Companies Act, 2013 is not applicable to Company. However, remuneration policy as adopted by the Company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The employees at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

**SUBSIDIARY/ASSOCIATE:**

AEPL Grotek Renewable Energy Private Limited is an Associate of the Company. The Accounts of AEPL Grotek Renewable Energy Pvt Ltd is consolidated at the level of parent entity of the Company, Yuken India Limited.

**STATUS OF THE COMPANY:**

The Company is wholly-owned subsidiary of YUKEN INDIA LIMITED.

**INTERNAL FINANCIAL CONTROLS:**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the 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 disclosures.

**DEPOSITS:**

During the year under review, your Company did not accept any deposit within the meaning of the provisions of Chapter V – Acceptance of Deposits by Companies read with the Companies (Acceptance of Deposits) Rules, 2014.

Pursuant to the Ministry of Corporate Affairs (MCA) notification amending the Companies (Acceptance of Deposits) Rules, 2014, the Company has filed with the Registrar of Companies (ROC) the requisite returns for outstanding receipt of money/loan by the Company, which is not considered as deposits.

**MATERIAL ORDERS PASSED BY REGULATORY AUTHORITIES:**

There are no significant and material orders passed by the regulators or courts or tribunals during the year, impacting the going concern status and company's operations in future.

**RISK MANAGEMENT POLICY:**

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk Management is a structured approach to manage uncertainty. Although the Company does not have a formal risk management policy but a formal enterprise-wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework. Key business risks and their mitigation are also considered in the annual / strategic business plans and in periodic management reviews.

**DETAILS OF REVISION OF FINANCIAL STATEMENTS:**

There was no revision of the financial statements of the Company, during the year 2023-24.

**CORPORATE SOCIAL RESPONSIBILITY:**

The provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

**SECRETARIAL STANDARDS:**

The Company complies with all applicable mandatory secretarial standards issued by Institute of Company Secretaries of India.

**THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2013 as on 31<sup>st</sup> March, 2024.

**THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

Not Applicable.

**DISCLOSURE FOR MAINTENANCE OF COST RECORDS AS PER SECTION 148(1):**

During the year under review, the Company has maintained the books of accounts and other related records as per rules prescribed by the Central Government under section 148(1) of the Companies Act, 2013.

**PARTICULARS OF EMPLOYEES:**

During the year under review, the Company had no employees who earned remuneration beyond the limits specified under Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

**HUMAN RESOURCES:**

The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The Company has always recognized talent and has judiciously followed the principle of rewarding performance.

**SHARE CAPITAL:**

The Board provides following disclosures pertaining to Companies (Share Capital and Debentures) Rules, 2014:

Sl. No.	Particulars	Disclosure
1	Issue of Equity shares with differential rights	Nil
2	Issue of Sweat Equity shares	Nil
3	Issue of employee stock option	Nil
4	Provision of money by company for purchase of its own shares by trustees for the benefit of employees	Nil

As on March 31, 2024 the authorized share capital of the Company is Rs. 6,00,00,000/- consisting of 60,00,000 equity shares of Rs. 10/- each. The paid up Share Capital of the Company is Rs. 5,01,00,000/- consisting of 50,10,000 Equity Shares of Rs. 10/- each. During the year under review, Company has not issued any shares or any convertible instruments.

**STATUTORY AUDITORS:**

M/s. V K A N & ASSOCIATES, Chartered Accountants, Bengaluru have been appointed as statutory auditors of the Company at the Annual General Meeting held on 09<sup>th</sup> September, 2021, for a period of 5 years and to hold the office up to the conclusion Annual General Meeting of the Company to be held in the year 2026.

Further, the Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act. The Auditor's Report is enclosed with the financial statements.

**SECRETARIAL AUDITORS:**

As per the Regulation 16 (1) (c) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 the Company is a material subsidiary of Yuken India Limited for the FY 2023-24 and as per the provisions of regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, Secretarial Audit is applicable to Company.

Hence, Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rules made there under, the Company has appointed M/s. A A A & Co., Company Secretaries to undertake the Secretarial Audit of the Company for FY 2023-24. The Secretarial Auditors' Report for FY 2023-24 does not contain any qualifications. The Report of the Secretarial Audit attached as '*Annexure 3*' is forming part of this report.

The Board of Directors have re-appointed M/s. A A A & Co, Company Secretary in Practice to conduct the Secretarial Audit for FY 2024-25 also.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company does not have a formal Anti Sexual Harassment policy in place but has adequate measures including checks and corrections in line with the requirements of The Sexual

Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

During the year 2023-24, no complaint of sexual harassment has been received.

**ACKNOWLEDGEMENTS:**

Your Directors place on record their sincere thanks to the Customers, bankers, business associates, consultants, Regulatory authorities, various Government Authorities and all the stakeholders for their continued support extended to your Company's activities during the year. Your Directors also acknowledge their gratitude to the Shareholders of the Company, for their continuous support and confidence reposed on the Company. Your Directors wish to place on record their appreciation of the dedicated and untiring hard work put by the employees at all levels.

On behalf of the Board

**For GROTEK ENTERPRISES PRIVATE LIMITED**

Place: Bengaluru  
Date: 21.05.2024

**C P RANGACHAR**  
Director  
DIN: 00310893

**H M NARASINGA RAO**  
Director  
DIN: 00529717

**Form AOC-1***(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014)***Statement containing salient features of the financial statement of  
subsidiaries/associate companies/joint ventures****Part “A” Subsidiaries- NIL****Part “B”: Associates****Statement pursuant to Section 129 (3) of the Companies Act, 2013  
related to Associates Companies.****Rs. In lakhs (except shares)**

Sl No.	Name of Associate	AEPL Grotek Renewable Energy Private Limited
1	Latest audited Balance Sheet Date	31 <sup>st</sup> March, 2024
2	Shares of Associate/ <del>Joint Ventures</del> held by the Company on the year ended 31 <sup>st</sup> March, 2024	28,00,000
	Amount of Investment in Associates	2,80,00,000
	Extent of Holding in Percentage	26.00%
3	Description of how there is significant influence	1. Holding 26.00% stake in the Associate Company 2. Director of the Company is a Director in the Associate Company.
4	Reason why the Subsidiary is not consolidated	Not Applicable
5	Net worth attributable to shareholding as per latest audited Balance Sheet	263.25
6	Profit/ (Loss) for the year including comprehensive income	(27.13)
	i. Considered in Consolidation	(7.05)
	ii. Not Considered in Consolidation	(20.08)

- Names of associates or joint ventures which are yet to commence operations –Not Applicable.
- Names of associates or joint ventures which have been liquidated or sold during the year - Not Applicable.

On behalf of the Board

**For GROTEK ENTERPRISES PRIVATE LIMITED**

Place: Bengaluru  
Date: 21.05.2024

**C P RANGACHAR**  
Director  
DIN: 00310893

**H M NARASINGA RAO**  
Director  
DIN: 00529717

**Form AOC-2**

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

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

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	date(s) of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

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

(a)	Name(s) of the related party and nature of relationship	-
(b)	Nature of contracts/arrangements/transactions	-
(c)	Duration of the contracts / arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Date(s) of approval by the Board, if any	-
(f)	Amount paid as advances, if any	-

Note: All related party transactions are in the ordinary course of business and on arm's length basis. Please refer transactions reported in Note No. 28 of the Notes forming part of the financial statements in the Annual Report.

On behalf of the Board

**For GROTEK ENTERPRISES PRIVATE LIMITED**

Place: Bengaluru

Date: 21.05.2024

**C P RANGACHAR**

Director

DIN: 00310893

**H M NARASINGA RAO**

Director

DIN: 00529717

## 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,

**GROTEK ENTERPRISES PRIVATE LIMITED**

No. 16-C, Doddanekundi Industrial Area II Phase,  
Mahadevapura, Bangalore 560048 IN.

We have conducted the secretarial audit of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **GROTEK ENTERPRISES PRIVATE LIMITED bearing CIN: U29220KA1997PTC023210** (hereinafter called The Company). Secretarial Audit was conducted in the manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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 the secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup> March 2024** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March 2024** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) act, 1956 ('SCRA') and the rules made there under [**Not Applicable**];
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under [**Not Applicable**];
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of

Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings [**Not Applicable**];

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [**Not Applicable**];
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [**Not Applicable**];
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 [**Not Applicable**];
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 [Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014); [**Not Applicable**];
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [**Not Applicable**];
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients [**Not Applicable**];
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 [**Not Applicable**]; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 [**Not Applicable**];
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 [**To the extent Applicable to a material subsidiary as defined in Regulation 16 (1) (c) of the said Regulations**].

(vi) The other Laws as applicable specifically to the Company are as under,

- a) Indian Stamp Act, 1899 and State Stamp Acts.
- b) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952
- c) The Employees' State Insurance Act, 1948
- d) The Child labour [Prohibition and Regulation] Act, 1986
- e) The Water (Prevention and Control of Pollution) Act, 1974
- f) The Water (Prevention and Control of Pollution) Cess Act, 1977
- g) The Air (Prevention and Control of Pollution) Act, 1981
- h) The Environment (Protection) Act, 1986
- i) The Hazardous Wastes (Management and Handling) Rules, 1989
- j) The Factories Act, 1948
- k) The Karnataka Tax on Professions, Trades, Callings And Employment Act, 1976

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

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1<sup>st</sup> October, 2017 (Revised versions).
- (ii) The Listing Agreements entered into by the Company [**Not Applicable**];

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. During the period under review there were no changes in the composition of the Board of directors.

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

As per the Minutes of the Board of Directors duly recorded and signed by the Chairman, the decisions were Unanimous and no dissenting views have been recorded.

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.

During the year under review, there were no instances of:

- i. Public/Right/Preferential issue of shares / debentures/ sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc. or
- v. Foreign technical collaborations

For **AAA & Co**  
Company Secretaries

**Abhishek Bharadwaj A B**  
Practicing Company Secretary  
FCS No: 8908  
C P No.: 13649  
UDIN:F008908F000408648

Date: 21.05.2024

Place: Mysuru

**Note:** our report of even date is to be read along with our letter of even date which is annexed as Annexure – 1 and forms an integral part of this report.

## Annexure 1

To,

The Members,

**GROTEK ENTERPRISES PRIVATE LIMITED**

No. 16-C, Doddanekundi Industrial Area II Phase,  
Mahadevapura Bangalore 560048 IN.

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

### **Management's Responsibility**

It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### **Auditor's Responsibility**

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for me to provide a basis for our opinion.

3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

### **Disclaimers**

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

For **AAA & Co**

Company Secretaries

Signature:

Name of Company Secretary in Practice:

**Abhishek Bharadwaj A B**

FCS No.: 8908

C P No.: 13649

Date: 21.05.2024

Place: Mysuru

## Independent Auditor's Report

**To the Members of  
Grotek Enterprises Private Limited  
Report on the Ind AS Financial Statements  
Opinion**

We have audited the accompanying Ind AS financial statements of Grotek Enterprises Private Limited (*"the Company"*) which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and Notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Management's responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to

the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

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

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 143(3)(h)(vi) below on reporting under Rule 11(g).
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.
  - h) With respect to the maintenance of accounts and other matters to be included in the Auditor's Report

in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 except for the matters as stated in the paragraph 143(3)(b) and paragraph 143(3)(h)(vi), in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
- iv. a. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to

our attention that causes us to believe that the management representations under sub-clauses (i) and (ii) of Rule 11(e), as provided under (a) and (b) above contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year ended March 31, 2024.
- vi. Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and recording an audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made, except for cases where edit log feature is not enabled to retain the original entry which is edited or updated subsequently, the original entry is replaced with the updated one.

Except for the above-mentioned edit logs, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, except for the above scenario where edit logs are not enabled to retain the original entry which is edited or updated subsequently, the original entry is replaced with the updated one.

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

**For V K A N & Associates**  
*Chartered Accountants*  
 ICAI Firm Registration No 014226S

Anand Kumar Daga  
**Partner**  
 Membership No. 216281  
 UDIN: 24216281BKFUDM8610

Place: Hyderabad  
 Date: 21<sup>st</sup> May 2024

## Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Grotek Enterprises Private Limited of even date)

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

We have audited the internal financial controls over financial reporting of Grotek Enterprises Private Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **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 prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if

such controls operated effectively in all material respects.

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

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

### **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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively

as at March 31, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For V K A N & Associates**  
*Chartered Accountants*  
ICAI Firm Registration No 014226S

Anand Kumar Daga  
**Partner**  
Membership No. 216281

Place: Hyderabad  
Date: 21<sup>st</sup> May 2024

## Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Grotek Enterprises Private Limited of even date)

- (i) To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that: In respect of the Company's Property, Plant and Equipment and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The fixed assets were physically verified during the year by the Management with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, from banks or financial institutions on the basis of security of current assets and the company is regular in filing statements on a quarterly basis with the banks or financial institutions. The quarterly statements filed with banks or financial institutions are in agreement with books of accounts.
- (iii) The Company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act in respect of the products of the Company. We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

- (vii) According to the information and explanations given to us and on the basis of our examination of books of accounts in respect of statutory dues,
- a) The Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute as on March 31, 2024.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans by way of pledge of securities held in its subsidiaries, joint ventures or associates hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (x) (a) of the Order is not applicable.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act,

where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

- (xiv) According to the information and explanations given to us, the Company is not required to have an internal audit system under section 138 of the Act, However the company have an internal audit system, which is commensurate with the size and nature of its business.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) of the Order is not applicable.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year without a valid Certificate of Registration (CoR) from the RBI as per the Reserve Bank of India Act, 1934.
- (c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, The Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause (xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For V K A N & Associates**

*Chartered Accountants*

ICAI Firm Registration No 014226S

Anand Kumar Daga

**Partner**

Membership No. 216281

Place: Hyderabad

Date: 21<sup>st</sup> May 2024

**Grotek Enterprises Private Limited**  
CIN - U29220KA1997PTC023210  
**Balance Sheet as at March 31<sup>st</sup>, 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
		₹	₹
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3a	2,856.02	3,077.83
Capital work-in-progress	3c	354.50	169.53
Goodwill	3b	165.30	165.30
Other Intangible assets	3b	22.55	7.31
Investments	4	280.00	280.00
Income tax assets	5a	77.00	68.02
Other non-current assets	5b	-	121.31
<b>Total non-current assets</b>		<b>3,755.37</b>	<b>3,889.30</b>
<b>Current assets</b>			
Inventories	6	784.63	919.23
Financial assets			
(i) Trade receivables	7	779.34	807.73
(ii) Cash and cash equivalents	8	8.50	21.37
Other current assets	9	908.18	479.41
<b>Total current assets</b>		<b>2,480.65</b>	<b>2,227.74</b>
<b>TOTAL ASSETS</b>		<b>6,236.02</b>	<b>6,117.04</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity share capital	10	501.00	501.00
Other equity	11	655.75	209.99
<b>TOTAL EQUITY</b>		<b>1,156.75</b>	<b>710.99</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	12	285.35	334.90
Provisions	13	137.05	105.68
Deferred tax liabilities (net)	14	209.81	301.97
<b>Total non-current liabilities</b>		<b>632.21</b>	<b>742.55</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	12	1,029.88	915.30
(ii) Trade Payables	15		
(A) total outstanding dues of micro enterprises and small enterprises; and		383.17	433.85
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		824.73	1,250.60
Provisions	13	92.02	89.16
Other current liabilities	16	2,117.26	1,974.59
<b>Total current liabilities</b>		<b>4,447.06</b>	<b>4,663.50</b>
<b>TOTAL LIABILITIES</b>		<b>5,079.27</b>	<b>5,406.05</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>6,236.02</b>	<b>6,117.04</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	1-37		

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

For and on behalf of the Board of Directors

**Anand Kumar Daga**  
**Partner**

Membership No: 216281

Place : Hyderabad

Date : 21<sup>st</sup> May 2024

**C.P. Rangachar**  
**Director**  
DIN: 00310893

Place: Bangalore

Date : 21<sup>st</sup> May 2024

**H.M. Narasinga rao**  
**Director**  
DIN: 00529717

Place: Bangalore

Date : 21<sup>st</sup> May 2024

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

Statement of Profit and Loss for the year ended March 31<sup>st</sup>, 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No	Year ended	Year ended
		31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
		₹	₹
<b>Income</b>			
Revenue from operations	17	8,559.93	7,463.70
Other income	18	187.31	25.79
		<b>8,747.24</b>	<b>7,489.49</b>
<b>Expenses</b>			
Cost of materials consumed	19	4,071.98	4,068.77
Changes in inventories of finished goods, work-in-progress and stock-in-trade	20	221.65	(222.26)
Employee benefit expenses	21	636.98	556.66
Finance costs	22	196.72	138.32
Depreciation and amortisation expense	23	356.60	336.61
Other expenses	24	2,648.26	2,276.43
		<b>8,132.19</b>	<b>7,154.53</b>
<b>Profit/(Loss) before tax</b>		<b>615.05</b>	<b>334.96</b>
<b>Tax expense/(benefit):</b>			
Current tax		250.55	1.04
Deferred tax charge / (credit)		(92.15)	111.90
<b>Total tax expense/(benefit)</b>		<b>158.40</b>	<b>112.94</b>
<b>Profit/(Loss) after tax</b>		<b>456.65</b>	<b>222.02</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit liabilities / (asset)		(15.09)	(0.62)
(ii) Income tax relating to items that will not be reclassified to profit or loss		4.20	0.19
<b>Total other comprehensive income/ (loss), net of tax</b>		<b>(10.89)</b>	<b>(0.43)</b>
<b>Total comprehensive income/ (loss) for the year</b>		<b>445.76</b>	<b>221.59</b>
<b>Earnings per equity share:</b>			
Basic and Diluted (₹)	29	9.11	4.43
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-37</b>		

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

Anand Kumar Daga  
Partner

Membership No: 216281

Place : Hyderabad

Date : 21<sup>st</sup> May 2024

For and on behalf of the Board of Directors

C.P. Rangachar  
Director  
DIN: 00310893Place: Bangalore  
Date : 21<sup>st</sup> May 2024H.M. Narasinga rao  
Director  
DIN: 00529717Place: Bangalore  
Date : 21<sup>st</sup> May 2024

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

Statement of Cash Flows for the year ended 31<sup>st</sup> March 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
<b>A. Cash flow from operating activities</b>		
Net Profit / (Loss) before tax	615.05	334.96
<u>Adjustments for:</u>		
Depreciation and amortization	356.60	336.61
Finance costs	196.72	138.32
Loss on sale of assets	6.97	0.70
Bad debts written off	5.99	-
Liabilities no longer required written back	(5.98)	(0.86)
	560.29	474.77
Operating profit / (loss) before working capital changes	1,175.34	809.73
<u>Changes in working capital:</u>		
<u>Adjustments for (increase) / decrease in operating assets:</u>		
Inventories	134.60	(179.56)
Trade receivables	21.81	119.23
Other non-current asset	121.31	(85.61)
Other current asset	(428.77)	(166.11)
<u>Adjustments for (increase) / decrease in operating liabilities:</u>		
Trade payables	469.99	(30.11)
Provisions(short term and long term)	227.21	(64.05)
Other current liabilities	(142.67)	(429.16)
	(705.58)	211.27
Cash generated from operations	<b>469.76</b>	<b>1,021.00</b>
Net income tax (paid) / refunds	8.98	59.17
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>460.78</b>	<b>961.83</b>
<b>B. Cash flow from investing activities</b>		
Capital expenditure on fixed assets, including capital advances	(348.52)	(543.54)
Investment in Share Capital of Subsidiary Company	-	(278.70)
Proceeds from sale of fixed assets	6.56	10.39
	(341.96)	(811.85)
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(341.96)</b>	<b>(811.85)</b>
<b>C. Cash flow from financing activities</b>		
Net increase / (decrease) in Long Term Borrowings	(49.55)	(30.42)
Net increase / (decrease) in working capital borrowings	114.58	32.93
Finance cost	(196.72)	(138.32)
	(131.69)	(135.81)
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>(131.69)</b>	<b>(135.81)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(12.87)</b>	<b>14.16</b>
Cash and cash equivalents at the beginning of the year	21.37	7.20
<b>Cash and cash equivalents at the end of the year (Refer Note No 8)</b>	<b>8.50</b>	<b>21.37</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-37</b>	

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

Anand Kumar Daga

Partner

Membership No: 216281

Place : Hyderabad

Date : 21<sup>st</sup> May 2024

For and on behalf of the Board of Directors

C.P. Rangachar

Director

DIN: 00310893

Place: Bangalore

Date : 21<sup>st</sup> May 2024

H.M. Narasinga rao

Director

DIN: 00529717

Place: Bangalore

Date : 21<sup>st</sup> May 2024

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

Statement of Changes in Equity for the year ended 31<sup>st</sup> March 2024

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	60,00,000	600.00	60,00,000	600.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	50,10,000	501.00	50,10,000	501.00
	<b>50,10,000</b>	<b>501.00</b>	<b>50,10,000</b>	<b>501.00</b>

(₹ in Lakhs)

Particulars	Reserve and surplus	
	Retained earnings	Other comprehensive income / (loss)
	₹	₹
<b>Balance as at 1st April 2022</b>	(14.17)	2.57
<b>Additions during the year</b>		
Profit during the year	222.02	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)	-	(0.43)
<b>Total</b>	<b>222.02</b>	<b>(0.43)</b>
<b>Reductions during the year:</b>		
Transfer to general reserve	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Balance as at 31st March 2023</b>	<b>207.85</b>	<b>2.14</b>
<b>Additions during the year</b>		
Profit during the year	456.65	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)	-	(10.89)
<b>Total</b>	<b>456.65</b>	<b>(10.89)</b>
<b>Reductions during the year:</b>		
Transfer to general reserve	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Balance as at 31st March 2024</b>	<b>664.50</b>	<b>(8.75)</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>		<b>1-37</b>

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

Anand Kumar Daga

Partner

Membership No: 216281

Place : Hyderabad

Date : 21<sup>st</sup> May 2024

For and on behalf of the Board of Directors

C.P. Rangachar

Director

DIN: 00310893

Place: Bangalore

Date : 21<sup>st</sup> May 2024

H.M. Narasinga rao

Director

DIN: 00529717

Place: Bangalore

Date : 21<sup>st</sup> May 2024

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

### 1. Corporate overview:

The Company is engaged in the business of manufacture of cast iron castings. The Company is a 100% subsidiary of Yuken India Limited, hydraulics major and a listed Company. The Company carries on its manufacturing operations from Mahadevapura Industrial Area, Whitefield, Bangalore and Malur, Kolar District.

### 2. Material accounting policies:

#### 2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. For all periods upto 31 March 2017 the Company prepared its financial statements in accordance with accounting standards notified under the Section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The material accounting policy information used in preparation of the audited financial statements have been discussed in the respective notes.

#### 2.2 Summary of the other Material accounting policies

##### a) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make certain estimates, judgements and assumptions that affect application of accounting policies and the amounts reported in the financial statements and notes thereto. Changes in estimates and judgements are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements

##### b) Property, plant and equipment

The Company has elected to continue with the

carrying value for all of its property, plant and equipment as recognized in its Previous GAAP financial statements as deemed cost at the transition date, viz., 1 April 2016.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalised until the property, plant and equipment are ready for use, as intended by management. The charge in respect of periodic depreciation is derived at after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life.

Cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the company capitalises them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Depreciation is calculated on a straight line basis over the remaining useful lives of the assets as assessed by management of the company. The management estimates the useful lives as follows:

Assets Description	Useful Life (Years)
General plant and machinery	15
Computers and data processing equipment *	6.169
Electrical Installation *	15
Furniture & Fixtures	10
Office Equipments *	21.05

\* For these class of assets, based on internal assessment, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets are different from the useful lives as prescribed under Part-C of Schedule II of the Companies Act, 2013.

On fixed assets added/disposed of during the year, depreciation is charged on pro-rata basis with reference to the date of addition/disposal.

#### c) Leases

The Company has adopted Ind AS 116 'Leases' with the date of initial application being April 1, 2019. Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The standard sets out principles for recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Since the lease is of short-term (<12 months), Ind AS 116 has no impact on the balances.

#### d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated

amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Goodwill that have an indefinite useful life is not subject to amortisation and is tested annually for impairment and noted that no events or instances that triggers impairment.

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

#### f) Revenue recognition

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the cumulative effect method. There is no impact of the adoption of the standard on the financial statements of the Company.

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct

performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgement.

Revenue is recognised 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, taking into account contractually defined terms of payment, including excise duty and excluding GST and other taxes or duties collected on behalf of the government. The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

#### **Sale of goods**

Revenue is recognised when a performance obligation in a customer contract has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. Other operating revenues comprise of scrap sales incidental to operations of the company and are recognised when the right to receive the income is established as per the terms of the contract.

#### **Interest income**

Income is recognized on time proportion basis taking into account the outstanding amount and the applicable rate of interest. Interest income is included in finance income in the statement of profit and loss.

#### **Dividend income**

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

#### **g) Inventories**

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a Moving average value.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on a weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### **h) Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Companies of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

#### **i) Taxes**

##### **Current income tax**

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

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

transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

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

- ▶ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### **j) Provisions and contingencies**

The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the financial statements.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **k) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The group recognizes contribution

payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Gratuity liability is provided based on actuarial valuation arrived on the basis of project unit credit method are determined at the end of each year.

Liabilities towards Leave Encashment Benefit are provided for based on actuarial valuation done at the year end.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

#### **l) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

#### **m) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. An earnings considered in ascertaining the Company's earnings per share is the net profit for the period attributable to equity shareholders. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to

equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

#### **n) Foreign Currency transactions and translations**

##### **(i) Functional & Presentation currency**

The financial statements are presented in Indian Rupee ( INR), which is the company's functional & presentation currency.

##### **(ii) Transactions & balances**

Foreign currency transactions are translated into the functional currency using the exchange rate at the date of transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non Monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss

#### **o) Financial instruments**

##### **A) Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value on initial recognition except for trade receivables measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

##### **B) Subsequent measurement**

##### **a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C) Other equity investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

**D) Impairment of financial assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

> The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

> Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed

and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss and where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(ii) Financial liabilities**

**A. Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

**B. Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(iii) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

**p) Fair value hierarchy:**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly (i.e., prices) or indirectly observable (i.e., derived from prices).

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

**Grotek Enterprises Private Limited**  
CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**3a Property, plant and equipment (Amounts in brackets indicate previous year numbers)** (₹ in Lakhs)

TANGIBLE ASSETS									
Particulars	Gross carrying amount			Accumulated Depreciation				Net carrying amount	
	Balance as at 1 <sup>st</sup> April 2023	Additions	Deductions/ Adjustments	Balance as at 31 <sup>st</sup> March 2024	Balance as at 1 <sup>st</sup> April 2023	Depreciation For the year	Eliminated on Deductions /Adjustments	Balance as at 31 <sup>st</sup> March 2024	Balance as at 31 <sup>st</sup> March 2023
	₹	₹	₹	₹	₹	₹	₹	₹	₹
Computer systems	20.16 (20.16)	1.61 -	-	21.77 (20.16)	14.06 (10.96)	2.94 (3.10)	-	17.00 (14.06)	6.09 (9.19)
Office equipments	40.92 (32.98)	2.27 (7.94)	-	43.19 (40.92)	15.48 (11.23)	5.50 (4.25)	-	20.97 (15.48)	25.45 (21.75)
Furniture / fixtures	19.14 (19.14)	-	-	19.14 (19.14)	12.09 (10.90)	1.15 (1.19)	-	13.24 (12.09)	7.05 (8.24)
Plant machinery & equipment	3,811.24 (3,470.06)	82.33 (357.02)	41.22 (15.84)	3,852.35 (3,811.24)	1,244.75 (979.17)	286.26 (270.32)	27.69 (4.75)	1,503.31 (1,244.75)	2,566.50 (2,490.88)
Jigs/fixtures	288.44 (288.44)	-	-	288.44 (288.44)	144.17 (123.20)	20.86 (20.97)	-	165.02 (144.17)	144.27 (165.24)
Electrical installation	246.91 (246.91)	37.35 -	-	284.26 (246.91)	60.34 (41.67)	19.58 (18.67)	-	79.92 (60.34)	186.57 (205.24)
Motor vehicles	15.46 (15.46)	20.19 -	-	35.64 (15.46)	6.73 (4.94)	2.72 (1.78)	-	9.44 (6.73)	8.73 (10.51)
Building	197.26 (189.09)	0.81 (8.17)	-	198.07 (197.26)	64.09 (49.35)	13.84 (14.74)	-	77.93 (64.09)	133.17 (139.74)
Total (A)	4,639.52	144.55	41.22	4,742.85	1,561.69	352.84	27.69	1,886.84	3,077.83
Total (previous year)	(4,282.22)	(373.14)	(15.84)	(4,639.52)	(1,231.43)	(335.02)	(4.75)	(1,561.68)	(3,050.79)
Capital work-in-progress	169.53 (5.63)	350.46 (520.64)	165.49 (356.74)	354.50 (169.53)	-	-	-	-	169.53 (5.63)
Total (B)	169.53	350.46	165.49	354.50	-	-	-	-	169.53
Total (previous year)	(5.63)	(520.64)	(356.74)	(169.53)	-	-	-	(169.53)	(5.63)

**Grotek Enterprises Private Limited**  
CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information**  
**for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**3b Other Intangible assets (Amounts in brackets indicate previous year numbers)** (₹ in Lakhs)

INTANGIBLE ASSETS	Gross carrying amount			Accumulated Amortisation				Net carrying amount	
	Balance as at 1 <sup>st</sup> April 2023	Additions	Deductions/ Adjustments	Balance as at 31 <sup>st</sup> March 2024	Balance as at 1 <sup>st</sup> April 2023	Depreciation For the year	Eliminated on Deductions /Adjustments	Balance as at 31 <sup>st</sup> March 2024	Balance as at 31 <sup>st</sup> March 2023
Particulars	₹	₹	₹	₹	₹	₹	₹	₹	₹
Other than internally generated									
Software	55.89	19.00	-	74.89	48.59	3.76	-	52.34	7.31
	(49.39)	(6.50)	-	(55.89)	(46.99)	(1.59)	-	(48.59)	(2.40)
Goodwill	165.30	-	-	165.30	-	-	-	165.30	165.30
	(165.30)	-	-	(165.30)	-	-	-	(165.30)	(165.30)
<b>Total</b>	<b>221.19</b>	<b>19.00</b>	<b>-</b>	<b>240.19</b>	<b>48.59</b>	<b>3.76</b>	<b>-</b>	<b>52.34</b>	<b>172.61</b>
<b>Total (previous year)</b>	<b>(214.69)</b>	<b>(6.50)</b>	<b>-</b>	<b>(221.19)</b>	<b>(46.99)</b>	<b>(1.59)</b>	<b>-</b>	<b>(48.59)</b>	<b>(167.70)</b>

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**3c Capital work-in-progress as at 31<sup>st</sup> March 2024**

(₹ in Lakhs)

**(a) Ageing of CWIP:**

Particulars	Amounts in Capital work-in-progress for				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	184.97	169.53	-	-	354.50
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>184.97</b>	<b>169.53</b>	<b>-</b>	<b>-</b>	<b>354.50</b>

**(b) Completion schedule for capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan:**

Particulars	To be Completed in				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	354.50	-	-	-	354.50
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>354.50</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>354.50</b>

**Capital work-in-progress as at 31<sup>st</sup> March 2023****(a) Ageing of CWIP:**

Particulars	Amounts in Capital work-in-progress for				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	169.53	-	-	-	169.53
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>169.53</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>169.53</b>

**(b) Completion schedule for capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan:**

Particulars	To be Completed in				Total
	Less than one year	1 to 2 Years	2 to 3 Years	More than 3 Years	
	₹	₹	₹	₹	₹
(i) Projects in process	169.53	-	-	-	169.53
(ii) Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>169.53</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>169.53</b>

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**4. Investments**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Unquoted</b>		
<b>Investment in equity shares of Associate</b>		
Investment in AEPL GROTEK Renewable Energy Pvt Ltd [28,00,000 (31st March 2023: 28,00,000) Equity shares of Rs.10 each]	280.00	280.00
<b>Total</b>	<b>280.00</b>	<b>280.00</b>

**5a. Income tax assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Advance tax (net of provision for income tax: (132.65) (31st March 2023: Nil))	77.00	68.02
<b>Total</b>	<b>77.00</b>	<b>68.02</b>

**5b. Other non-current assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Capital advance	-	3.41
Minimum alternate tax (MAT) credit entitlement	-	117.90
<b>Total</b>	<b>-</b>	<b>121.31</b>

**6. Inventories**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
(i) Raw materials and components	502.37	415.32
(ii) Finished goods	282.26	503.91
<b>Total</b>	<b>784.63</b>	<b>919.23</b>

**7. Trade receivables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Current</b>		
Trade receivables		
(a) Unsecured, considered good		
- From Related Parties	-	50.99
- From Others	779.34	756.74
(b) Unsecured, considered doubtful		
- From Related Parties	-	-
- From Others	-	-
Less: Allowance for credit losses	-	-
<b>Total</b>	<b>779.34</b>	<b>807.73</b>

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

Aging of receivables as at 31<sup>st</sup> March 2024

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date					Total
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>						
considered good	734.52	2.93	41.89	-	-	779.34
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Disputed Trade receivables</b>						
considered good	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>734.52</b>	<b>2.93</b>	<b>41.89</b>	<b>-</b>	<b>-</b>	<b>779.34</b>

Aging of receivables as at 31<sup>st</sup> March 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from the due date					Total
	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>						
considered good	728.64	53.69	25.40	-	-	807.73
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Disputed Trade receivables</b>						
considered good	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-
<b>Total</b>	<b>728.64</b>	<b>53.69</b>	<b>25.40</b>	<b>-</b>	<b>-</b>	<b>807.73</b>

## 8. Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Cash on hand	0.17	0.18
Balances with Banks		
(i) In current accounts	8.33	21.19
<b>Total</b>	<b>8.50</b>	<b>21.37</b>

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**9. Other current assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Balances with govt authorities ( Includes TDS,TCS, GST & Custom duty receivable)	5.12	12.63
Employee advances	13.62	5.06
Prepaid expenses	9.43	22.50
Share Application Money	269.00	-
Advance to vendors	611.01	439.20
<b>Total</b>	<b>908.18</b>	<b>479.41</b>

**10. Equity Share capital**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	60,00,000	600.00	60,00,000	600.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of Rs.10 /- each (Previous year : Rs. 10/- each) with voting rights	50,10,000	501.00	50,10,000	501.00
	<b>50,10,000</b>	<b>501.00</b>	<b>50,10,000</b>	<b>501.00</b>

**Refer notes (i) to (iii) below**

(₹ in Lakhs)

**(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period**

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>Equity shares with voting rights</b>				
Balances as at the beginning of the year	50,10,000	501.00	50,10,000	501.00
Add: Issued and subscribed during the year	-	-	-	-
Balance at the end of the year	50,10,000	501.00	50,10,000	501.00

**(ii) Terms and rights attached to equity shares**

The Company has issued only one class of equity share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by Board of Directors is subject to approval by the share holders at the ensuing Annual General Meeting.

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

## (iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
<b>Equity shares with voting rights</b>				
Yuken India Limited, the Holding Company	50,09,990	99.9998%	50,09,990	99.9998%
H M Narasinga Rao	10	0.0002%	10	0.0002%

(iv) The Promoters of the company does not hold any shares in the company as at 31<sup>st</sup> March 2024 and as at 31<sup>st</sup> March 2023.**11. Other Equity**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Surplus in statement of profit and loss</b>		
Opening balance	209.99	(11.60)
Add :- Transferred from other comprehensive Income/ (loss) for the year	(10.89)	(0.43)
Add:- Net Profit/(loss) for the Year	456.65	222.02
<b>Total</b>	<b>655.75</b>	<b>209.99</b>

**12. Financial liabilities****(i) Borrowings****Non current borrowings**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Secured - at amortised cost</b>		
(i) Loans		
from Banks (refer notes below)	285.35	334.90
<b>Total</b>	<b>285.35</b>	<b>334.90</b>

**Terms of Loan taken from Sumitomo Mitsui Banking Corporation (refer note below):**

(₹ in Lakhs)

Repayment Details	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Outstanding of Term loan</b>		
Principal repayment in 16 quarterly instalments over 4 years after 1 year moratorium	475.71	633.40
Interest charged monthly (including the period of moratorium)		

**Note : Security details for the term loan taken from Sumitomo Mitsui Banking Corporation:**

Corporate Guarantee given by Yuken India Limited amounting to ₹ 1000 lakhs

Rate of Interest - 10.02 % reset quarterly

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Current borrowings**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Secured - at amortised cost</b>		
(i) Loans		
from banks (refer notes below)	839.51	616.80
Current maturities of long term debt	190.36	298.50
<b>Total</b>	<b>1,029.88</b>	<b>915.30</b>

**Secured working capital loans from banks (refer notes below):**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>HDFC Bank Limited</b>		
Loan limit	480.00	480.00
Amount outstanding Repayable on demand Interest rate - 12.7%	339.51	116.80

**Notes:**

- i) Primary security - First charge on inventory, book debts and movable fixed assets of the company
- ii) Secondary security - Corporate guarantee by Yuken India Limited

**13. Provisions****Non current provisions**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Gratuity	80.20	58.92
Compensated leave absences	56.85	46.76
<b>Total</b>	<b>137.05</b>	<b>105.68</b>

**Current provisions**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Gratuity	2.84	1.58
Compensated leave absences	5.73	4.50
Superannuation	4.08	3.71
Provision for Income tax under MAT	79.37	79.37
<b>Total</b>	<b>92.02</b>	<b>89.16</b>

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**14. Deferred tax balances**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Deferred tax liabilities</b>	<b>347.00</b>	<b>368.24</b>
On difference between book balance and tax balance of fixed assets	347.00	368.24
<b>Deferred tax assets</b>	<b>137.19</b>	<b>66.27</b>
Provision for gratuity, compensated absences and provision for doubtful debts	137.19	33.21
Unabsorbed depreciation carried forward / brought forward business losses		33.06
<b>Total</b>	<b>209.81</b>	<b>301.97</b>

**15. Trade payables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
(a) Total outstanding dues of micro enterprises and small enterprises	383.17	433.85
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	824.73	1,250.60
<b>TOTAL</b>	<b>1207.90</b>	<b>1,684.45</b>

**16. Other current liabilities**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Statutory liabilities (includes GST, ESI, TDS, Profession Tax & Provident Fund)	11.72	7.66
Advance from customers {Includes Advance from holding company of ₹ 2094.40 (2023: 1,928.90)}	2105.54	1,966.93
<b>TOTAL</b>	<b>2117.26</b>	<b>1,974.59</b>

**17. Revenue from operations**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
(a) Revenue from sale of products	8,543.14	7,439.15
(b) Sale of scrap	16.79	24.55
<b>Total</b>	<b>8,559.93</b>	<b>7,463.70</b>

The company has no unsatisfied performance obligation resulting from sale of products and services. No adjustment made to the contract price on account of refunds, credits, price concession, incentive or performance bonus.

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**18. Other income**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
(a) Sale of patterns	19.03	11.34
(b) Liabilities no longer required written back	5.98	0.86
(c) Miscellaneous income	162.30	13.59
<b>Total</b>	<b>187.31</b>	<b>25.79</b>

**19. Cost of materials consumed**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
Opening stock	415.32	458.02
Add: Purchases	4,159.03	4,026.07
	<b>4,574.35</b>	<b>4,484.09</b>
Less: Closing stock	502.37	415.32
<b>Cost of materials consumed</b>	<b>4,071.98</b>	<b>4,068.77</b>

**20. Changes in inventories of finished goods, Work in progress and stock-in-trade**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Inventories at the end of the year:</b>		
Finished goods	282.26	503.91
	<b>282.26</b>	<b>503.91</b>
<b>Inventories at the beginning of the year:</b>		
Finished goods	503.91	281.65
	<b>503.91</b>	<b>281.65</b>
<b>Net (increase) / decrease</b>	<b>221.65</b>	<b>(222.26)</b>

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**21. Employee benefits expense**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
Salaries and wages	531.02	476.72
Contribution to provident and other funds	30.78	27.94
Gratuity (see note 27)	15.07	9.26
Staff welfare expenses	60.11	42.74
<b>Total</b>	<b>636.98</b>	<b>556.66</b>

**22. Finance costs**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
Interest on bank overdrafts and loans	196.72	138.32
<b>Total</b>	<b>196.72</b>	<b>138.32</b>

**23. Depreciation and amortization expense**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
Depreciation of property, plant and equipment pertaining to continuing operations	352.84	335.02
Amortisation of intangible assets (Note 3b)	3.76	1.59
<b>Total</b>	<b>356.60</b>	<b>336.61</b>

**Grotek Enterprises Private Limited**

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**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**24. Other expenses**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
	₹	₹
Sub-contracting charges	257.13	215.42
Contract Labour wages	494.74	431.49
Power and fuel	1,105.38	1,082.26
Rent	59.73	66.12
Repair and maintenance		
- Building	8.28	6.60
- Machinery	177.64	190.95
- Others	49.70	64.43
Insurance	44.70	39.30
Rates and taxes	5.99	1.44
Travelling & conveyance expenses	53.15	42.49
Freight and carriage	4.88	4.71
Legal and professional charges	60.72	41.98
Payment to auditors		
- Statutory audit	4.68	3.75
- Tax audit	0.50	0.50
- Other services	1.87	2.99
- Reimbursement of expenses	-	-
Bad debts write off	5.99	-
Loss on sale of assets	6.97	1.01
Foreign Exchange Loss (Net)	2.99	6.14
Communication	8.32	7.08
Printing and stationery expenses	7.02	5.80
Office maintenance	22.63	22.21
Security expenses	45.75	37.10
Selling expenses	187.35	-
Miscellaneous expenses	32.16	2.64
<b>Total</b>	<b>2,648.26</b>	<b>2,276.43</b>

**Grotek Enterprises Private Limited**

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**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**25. Foreign Currency Transactions**

(₹ in Lakhs)

Particulars	Year ended	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
25.1. Expenditure in foreign currency		
- Purchase of goods	56.91	75.77
- Capital goods	-	38.37
25.2. Earnings in foreign currency (Sale of goods - Export)	378.20	525.28
25.3. Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
25.4. Contingent liabilities not provided for	-	24.56
25.5. Claims against the company not acknowledged as debts	-	-

**26. Dues to micro, small and medium enterprises**

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31st March 2024 and 31st March 2023 has been made in the financial statements based on information received and available with the Company.

(₹ in Lakhs)

Particulars	Year ended	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
(i) The principal amount remaining unpaid to any supplier at the end of each accounting year;	383.17	433.85
(ii) The interest due thereon remaining unpaid to any supplier at the end of each accounting year;	-	4.91
(iii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	4.91

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. The same has been relied upon by the auditors.

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**27. Employee benefits expenses****Defined contribution plans**

The company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident fund, which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contributions are charged to the Statement of Profit and Loss as they accrue. The amount recognised as an expense towards contribution to Provident fund for the year aggregated to Rs.30.78 (Previous year : Rs.27.94).

**Defined benefit plans****Gratuity**

The Company offers the following employee benefit schemes to its employees:

- (i) Gratuity (included in Note 21 Employee benefits expense)
- (ii) Long-term compensated absences (included in Note 21 Employee benefits expense)

The following table sets out the funded status of gratuity and the amount recognised in the financial statements:

(₹ in Lakhs)

Particulars	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
Fair value of plan assets	-	-
Present value of obligations	(83.04)	(60.50)
Liability/(Asset) recognised in the balance sheet	83.04	60.50
<b>Plan assets at the end of the year</b>	-	-

**Classification into current and non-current**

The liability/(asset) in respect of each of the plan comprises of the following current and non-current portions: (₹ in Lakhs)

Particulars	Non -current		Current	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹	₹	₹
Gratuity	80.20	58.92	2.84	1.58
	<b>80.20</b>	<b>58.92</b>	<b>2.84</b>	<b>1.58</b>

**Movement in present values of defined benefit obligations**

(₹ in Lakhs)

Particulars	Gratuity	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
Defined benefit obligation at the beginning of the year	60.50	51.65
Current service cost	6.35	5.33
Interest Expense or Cost	4.52	3.74
Re-measurement (or Actuarial) (gain) / loss arising from:		
- Change in demographic assumptions	-	-
- Change in financial assumptions	1.84	(1.22)
- experience variance (i.e. Actual experience vs assumptions)	13.25	1.84
Benefits Paid	(3.42)	(0.84)
Transfer In/(out)	-	-
<b>Present value of defined benefit obligation at year end</b>	<b>83.04</b>	<b>60.50</b>

## Grotek Enterprises Private Limited

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## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Expense recognised in statement of profit and loss**

(₹ in Lakhs)

Particulars	Gratuity	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
Current service cost	6.35	5.33
Past service cost	-	-
Net interest cost / (income) on the net defined benefit liability / (asset)	4.52	3.74
<b>Total expense recognised in the statement of profit and loss</b>	<b>10.87</b>	<b>9.07</b>

**Expense recognised in other comprehensive income**

(₹ in Lakhs)

Particulars	Gratuity	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
Re-measurement (or actuarial) (gain) / loss arising from:		
- Change in demographic assumptions	-	-
- Change in financial assumptions	1.84	(1.22)
- Experience variance (i.e. actual experience vs assumptions)	13.25	1.84
<b>Total expense recognised in other comprehensive income</b>	<b>15.09</b>	<b>0.62</b>

**Principal actuarial assumptions**

The following are the principal actuarial assumptions at the reporting date (expressed as weighted averages) for compensated leave absences:

Particulars	Gratuity		Compensated absence	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹	₹	₹
Discount rate	7.20%	7.45%	7.20%	7.45%
Estimated rate of return on plan assets	-	-	-	-
Attrition rate	-	-	-	-
Future salary increases	4.00%	4.00%	4.00%	4.00%
Retirement age	58 years	58 years	58 years	58 years

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. Assumptions regarding future mortality are based on published statistics and mortality tables. The calculation of the defined benefit obligation is sensitive to the mortality assumptions.

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**Sensitivity analysis**

A quantitative sensitivity analysis for significant assumption is as shown below:

(₹ in Lakhs)

Particulars	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
Impact of change in the discount rate		
Impact due to increase of 1%	(21.13)	(8.26)
Impact due to decrease of 1%	24.10	9.52
Impact of change in the salary growth rate		
Impact due to increase of 1%	24.15	9.54
Impact due to decrease of 1%	(21.08)	(8.27)
Impact of change in the attrition rate		
Impact due to increase of 50%	3.92	2.61
Impact due to decrease of 50%	(2.61)	(2.18)
Impact of change in the mortality rate		
Impact due to increase of 10%	0.14	0.13
Impact due to decrease of 10%	(0.13)	(0.11)

**28. Related party disclosures**

Nature of relationship	Name of related party
Holding company	Yuken India Limited
Fellow subsidiary	Coretec Engineering India Pvt Ltd
	Kolben Hydraulics Limited
Associate of holding company	AEPL Grotek Renewable Energy Private Limited
Key management personnel	H M Narasinga Rao - Director

(₹ in Lakhs)

Related Party Transactions	Year ended	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
All amounts are including GST wherever applicable		
<b><u>Holding company</u></b>		
- Purchase of goods (including GST)	169.37	131.37
- Sale of goods and services	3,395.94	2,390.25
- Rent expense	57.80	69.36
- Corporate guarantee received	-	306.00
- Corporate guarantee commission paid	29.03	14.16
- Expenses incurred	215.85	1.49
- Purchase of Assets	-	10.78
- Sale of Assets	-	12.25

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Related Party Transactions	Year ended	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b><u>Managerial Remuneration</u></b>		
Vinayak Hegde	-	1.50
<b><u>Fellow subsidiary</u></b>		
<u>Coretec engineering india private limited</u>		
- Purchase of goods	34.85	30.56
- Sale of goods	1.57	1.79
- Expenses to be reimbursed to Coretec	0.55	-
- Purchase of assets	-	0.81
<u>Kolben Hydraulics Limited</u>		
- Sale of goods	7.28	36.07

**Balances outstanding at the end of the year**

(₹ in Lakhs)

<b><u>Holding company</u></b>		
- Advance received	2,094.40	1,914.00
- Corporate guarantee received	2,600.00	2,600.00
<b><u>Fellow subsidiary</u></b>		
<u>Coretec engineering india private limited</u>		
- Trade payable	291.64	356.51
<u>Kolben Hydraulics Limited</u>		
- Trade receivable	-	(36.07)
<b><u>Associate of holding company</u></b>		
<u>AEPL Grotek Renewable Energy Private Limited</u>		
- Share application money paid	269.00	-

**29. Earnings per Share**

(₹ in Lakhs)

Particulars	For the year ended 31 <sup>st</sup> March 2024	For the year ended 31 <sup>st</sup> March 2023
<b>Basic and diluted</b>		
Net profit for the year from operations attributable to the equity shareholders	456.65	222.02
Weighted average number of equity shares (January 2017 the company issued 50,00,000 fresh equity shares)	50,10,000	50,10,000
Earnings per share from operations - Basic and diluted	9.11	4.43

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**30. Segment reporting**

The Company is predominantly engaged in foundry business catering to Hydraulics, Automobile, Machine Tools, Textile Machinery, Earth moving, Agriculture and Material Handling industries which constitutes a single business segment and is governed by similar set of risks and returns.. The operations of the Company primarily cater to the market in India, which the management views as a single segment. The management monitors the operating results of its single segment for the purpose of making decisions about resource allocation and performance assessment.

**31. Financial Ratios**

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
Current ratio (times)	Current assets	Current liabilities	0.56	0.48	16.21%	
Debt-equity ratio (times)	Total Debt	Shareholder's Equity	2.63	2.50	5.01%	
Debt service coverage ratio (times)	Earnings available for debt service	Debt Service	2.63	1.60	64.20%	DSCR has decreased due to increase in current maturities of Long term debts.
Return on equity (%)	Net Profits after taxes	Average Shareholder's Equity	0.39	0.31	27.35%	Due to increase in profits when compared to previous year, return on equity has increased.
Inventory turnover ratio (times)	COGS	Average inventory	4.78	4.91	-2.65%	
Trade receivables turnover ratio (times)	Revenue	Average Trade Receivable	10.79	8.61	25.29%	Due to increase in operations during the year resulted in higher revenue, thereby resulting in higher receivable turnover.
Trade payable turnover ratio (times)	Purchases of services and other expenses	Average Trade Payables	4.71	3.77	24.86%	
Net capital turnover ratio (times)	Revenue	Working Capital	(4.35)	(3.06)	-42%	
Net profit ratio (%)	Net Profit	Revenue	0.05	0.03	77.82%	Due to increase in net profit when compared to last year, Net profit ratio has increased.
Return on capital employed (%)	Earning before interest and taxes	Capital Employed	0.30	0.21	44.14%	Due to increase in earnings before interest and taxes when compared to previous year, return on capital employed ratio has increased.
Return on investment (%)	Income generated from investments	Time weighted average investments	-	-	0%	

Earning for debt service = Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of PP&E etc

Debt service = Interest and principal repayments including lease payments.

Shareholders equity = Contributed capital + retained earnings

## Grotek Enterprises Private Limited

CIN - U29220KA1997PTC023210

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 32. Fair value measurements

#### (i) Financial instruments by category

The carrying value and fair value of financial instruments by categories as of 31st March 2024 were as follows: (₹ in Lakhs)

Particulars	Notes	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI
		₹	₹	₹
<b>Assets :</b>				
Loans				
Loan to employees	9	13.62	-	-
Cash and cash equivalents	8	8.50	-	-
Trade Receivables	7	779.34	-	-
<b>Total</b>		<b>801.46</b>	-	-
<b>Liabilities:</b>				
Borrowings	12	1,315.23	-	-
Other financial liabilities				
(i) Trade payables	15	1,207.90	-	-
Current maturities of long term debt	12	190.36	-	-
<b>Total</b>		<b>2,713.49</b>	-	-

The carrying value and fair value of financial instruments by categories as of 31st March 2023 were as follows: (₹ in Lakhs)

Particulars	Notes	Amortised cost	Financial assets/liabilities at FVTPL	Financial assets/liabilities at FVOCI
		₹	₹	₹
<b>Assets :</b>				
Loans				
Loan to employees	9	5.06	-	-
Cash and cash equivalents	8	21.37	-	-
Trade Receivables	7	807.73	-	-
<b>Total</b>		<b>834.16</b>	-	-
<b>Liabilities:</b>				
Borrowings	12	1,250.20	-	-
Other financial liabilities				
(i) Trade payables	15	1,684.45	-	-
Current maturities of long term debt	16	298.50	-	-
<b>Total</b>		<b>3,233.15</b>	-	-

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, working capital loans and other financial liabilities approximate the carrying amount largely due to short-term maturity of this instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**(ii) Fair value of financial assets and liabilities measured at amortised cost**

The management assessed that for amortised cost instruments, fair value approximate largely to the carrying amount.

**33. Fair value heirarchy**

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** the fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The carrying value of financial instruments by categories as follows:

(₹ in Lakhs)

Particulars	Notes	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
		₹	₹
<b>Financials measured at amortized costs:</b>			
Financial assets			
(i) Loan to employees	9	13.62	5.06
Trade receivable *	7	779.34	807.73
<b>Cash and cash equivalents and other bank balances</b>			
Cash and cash equivalents #	8	8.50	21.37
<b>Financial liabilities measured at amortized cost:</b>			
Borrowings	12	1,315.23	1,250.20
Trade payables *	15	1,207.90	1,684.45
Current Maturities of long term debt	16	190.36	298.50

\*The carrying value of these accounts are considered to be the same as their fair value, due to their short term nature.

Accordingly, these are classified as level 3 of fair value hierarchy.

# These accounts are considered to be highly liquid/ liquid and the carrying amount of these are considered to be the same as their fair value.

**34. Financial risk management****Risk management framework**

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on it's financial performance. The primary market risk to the Company is foreign exchange exposure risk. The Company uses derivative financial instruments to mitigate foreign exchange related risk exposures. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

The Company's risk management activity focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns. The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**(A) Credit risk analysis**

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company, resulting in a financial loss. The Company is exposed to this risk for various financial instruments. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets, as summarised below:

(₹ in Lakhs)

Assets under credit risk	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Loan to employees	13.62	5.06
Cash and cash equivalents	0.17	0.18
Bank balances other than cash and cash equivalents	8.33	21.19
Trade receivables	779.34	807.73
	<b>801.46</b>	<b>834.17</b>

**A1 Trade and other receivables**

Trade receivables are typically unsecured and are derived from revenue earned from customers (Related Parties) primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. Further, management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behavior and extensive analysis of customer credit risk.

**A2 Cash and cash equivalents**

The credit risk for cash and cash equivalents, and derivative financial instruments is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

**Financial assets that are neither past due nor impaired**

Cash and cash equivalents, advances recoverable, loans and advances to employees, security deposit and other financial assets are neither past due nor impaired.

**Financial assets that are past due but not impaired**

There is no other class of financial assets that is past due but not impaired.

**(B) Liquidity risk**

Liquidity risk is that the Company might be unable to meet its obligations. The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, usually on a month on month basis. Long-term liquidity needs for a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Company's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

The Company's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarised below:

**Maturities of financial liabilities**

(₹ in Lakhs)

As at 31st March 2024	Less than 1 year	1 year to 5 years	More than 5 years	Total
	₹	₹	₹	₹
Borrowings	1,029.88	285.35	-	1,315.23
Trade payables	1,207.90	-	-	1,207.90
Others	-	-	-	-
<b>Total</b>	<b>2,237.78</b>	<b>285.35</b>	<b>-</b>	<b>2,523.13</b>

**Maturities of financial liabilities**

(₹ in Lakhs)

As at 31st March 2023	Less than 1 year	1 year to 5 years	More than 5 years	Total
	₹	₹	₹	₹
Borrowings	915.30	334.90	-	1,250.20
Trade payables	1,684.45	-	-	1,684.45
Others	-	-	-	-
<b>Total</b>	<b>2,599.75</b>	<b>334.90</b>	<b>-</b>	<b>2,934.65</b>

**(C) Market risk**

Market risk is the risk of loss of future earnings or fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The company has no transactions which would carry any interest rate risk or foreign currency risk in regards to fair value or future cash flows of financial instruments.

**35. Reconciliation of tax expense and the accounting profit**

(₹ in Lakhs)

Particulars	Year ended	Year ended
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
	₹	₹
<b>Accounting profit before tax and exceptional item</b>	615.05	334.96
Tax on accounting profit at statutory income tax rate [27.82%] (PY 27.82%)	171.11	93.19
Tax effect on permanent non-deductible expenses	-	-
Tax adjustments of prior years	-	-
Effect of unabsorbed business losses	-	-
Others	(12.71)	19.75
<b>At the effective income tax rate of 27.82% (PY 27.82%)</b>	<b>158.40</b>	<b>112.94</b>
Income tax expense reported in the Statement of Profit and Loss	<b>158.40</b>	<b>112.94</b>

**Grotek Enterprises Private Limited**

CIN - U29220KA1997PTC023210

**Summary of Material accounting policies and other explanatory information  
for the year ended 31<sup>st</sup> March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**36.** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

**37. Additional Legal Regulatory Information**

- a) The Company has not revalued its property, plant and equipment (including the right of use assets) and intangible assets.
- b) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- c) The Company has not been declared as a wilful defaulter by any bank or financial institution or other lenders.
- d) Compliance with clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 with respect to layer of companies are not applicable to the company.
- e) The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- f) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of companies beyond the statutory period.
- g) The Company has not entered into any scheme of arrangement as per section 230 to 237 of the Companies Act, 2013.
- h) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- i) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall a) 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 b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- j) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- k) The Company have not traded or invested in Crypto currency or Virtual currency during the financial year.

In terms of our report of even date attached

**For V K A N & Associates**

Chartered Accountants

Firm Regn. No: 014226S

**Anand Kumar Daga**

**Partner**

Membership No: 216281

Place : Hyderabad

Date : 21<sup>st</sup> May 2024

**For and on behalf of the Board of Directors**

**C.P. Rangachar**

**Director**

DIN: 00310893

Place: Bangalore

Date : 21<sup>st</sup> May 2024

**H.M. Narasinga rao**

**Director**

DIN: 00529717

Place: Bangalore

Date : 21<sup>st</sup> May 2024

### **3. KOLBEN HYDRAULICS LIMITED**

## **NOTICE**

**NOTICE** is hereby given that the 17<sup>th</sup> Annual General Meeting of the Members of **KOLBEN HYDRAULICS LIMITED** will be on held on Tuesday, 03<sup>rd</sup> September, 2024 at 10.00 AM at the Registered Office of the Company at P B No 5, Koppathimmanahalli Village, Malur-Hosur Main Road, Lakkur Hobli, Malur Taluk, Kolar -563130, to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. H M Narasinga Rao (DIN: 00529717) who retires by rotation, and being eligible, offers himself for re-appointment.
3. Appointment of Statutory Auditors:

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 139 and Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, M/s. V K A N & Associates, Chartered Accountants (Registration No. 014226S), be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held for the financial year ended 31/03/2029 of the Company and the Board of Directors be and are hereby authorised to fix the remuneration for the said auditors in consultation with them.”

By order of the Board,  
**For KOLBEN HYDRAULICS LIMITED**

**Suresh Kannan Varadhan**  
Whole Time Director  
DIN: 03280922

Date: 21.05.2024  
Place: Bengaluru

### **NOTES:**

1. A member entitled to attend and vote at the meeting, is entitled to appoint a proxy to attend & vote instead of himself/herself. The proxy need not be a member of the Company. The proxy form duly signed must be deposited at the registered office of the Company not less than 48 hours before the time of holding the meeting.
2. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of Annual General Meeting to enable the Company to keep the information ready at the meeting.

## BOARD'S REPORT

To,

**The Members of  
KOLBEN HYDRAULICS LIMITED.**

The Board of Directors are pleased to present the 17<sup>th</sup> Annual Report of the business and operations of the Company together with the audited financial statements for the year ended 31<sup>st</sup> March, 2024.

### FINANCIAL RESULTS:

**Financial highlights:** (Rs. In Lakhs)

Particulars	Year ended	Year ended
	31.03.2024	31.03.2023
<b>Total Income</b>	<b>1,053.68</b>	<b>962.58</b>
Total expenditure	1,101.37	878.29
<b>Profit/(Loss) before interest, depreciation and tax</b>	<b>(47.70)</b>	<b>84.29</b>
Finance cost	0.25	-
Depreciation	15.77	14.84
<b>Profit/(Loss) before tax</b>	<b>(63.72)</b>	<b>69.45</b>
Provision for taxation (Net of deferred tax)	1.55	11.30
<b>Profit/(loss) after tax</b>	<b>(65.27)</b>	<b>58.15</b>
Net comprehensive income for the year	-	-
<b>Total comprehensive income for the year</b>	<b>(65.27)</b>	<b>58.15</b>
Balance in Statement of profit and loss	(102.77)	(160.92)
<b>Amount available for appropriation</b>	<b>(168.04)</b>	<b>(102.77)</b>
<b>Appropriations:</b>		
Equity dividend paid	-	-
Tax on Equity Dividend	-	-
<b>Balance carried to Balance Sheet</b>	<b>(168.04)</b>	<b>(102.77)</b>

### PERFORMANCE REVIEW:

During the year, your Company has earned total revenue of Rs. 1,053.68 lakhs as compared to Rs. 962.58 lakhs of previous year. The growth is around 9.46% over the previous year. The Company has registered net loss of Rs. (65.27) lakhs as compared to previous year profit of Rs. 58.15 lakhs.

Your Directors are making all efforts to ensure optimal operational results in coming years and achieving higher margins. Directors are putting effort to control the cost and

there by improving the profitability in line with the increase in the revenue.

### ANNUAL RETURN:

As per Section 92 (3) of the Companies Act, 2013 the Company shall place a copy of the annual return on the website of the Company, if any. Since the Company do not have its website, hence the web-link is not given.

### NUMBER OF MEETINGS OF THE BOARD:

During the financial year 2023-24, there were 5 (Five) Board Meetings held on the following dates; 25.05.2023, 08.08.2023, 07.11.2023, 22.12.2023 and 13.02.2024.

### DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its Responsibility Statement:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss of the Company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors had prepared the annual accounts on a going concern basis;
- (e) The Directors had laid down internal financial controls to be followed by the Company as applicable to the subsidiaries of listed companies and such internal financial controls are adequate and were operating effectively; and
- (f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Company has not made any loans or advances or given guarantees or provided securities or made investments in other bodies corporate during the financial year.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

All contracts or arrangements with related parties, entered into or modified during the financial year were at arm's length basis and in the ordinary course of the Company's business.

As per requirements of Indian Accounting Standard 24, the transactions with related parties are disclosed in the Note No. 35 of the Notes forming part of the financial statements in the Annual Report.

A statement in Form AOC-2 pursuant to the provisions of Clause (h) of sub-section (3) of section 134 of the Act read with sub-rule (2) of Rule 8 of Companies (Accounts) Rules, 2014 is furnished in "Annexure-I" is forming part of this report.

**DETAILS OF AMOUNTS TRANSFERRED TO RESERVES:**

The Company has not transferred any amount to reserves during the year.

**DIVIDEND:**

Your directors do not recommend any dividend for the financial year ended 31<sup>st</sup> March, 2024 to conserve cash for the future expansion.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The Company was not required to transfer any amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN END OF FINANCIAL YEAR AND DATE OF REPORT:**

There has been no material changes and commitments, affecting the financial performance of the Company occurred between the end of the financial year of the Company to which the Financial Statements relate and the date of this Report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014:**

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

**1). CONSERVATION OF ENERGY:**

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

**2). TECHNOLOGY ABSORPTION:**

The Company has no activity relating to technology absorption.

**3). FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Sl. No.	Particulars	As on 31.03.2024 (Amt in INR)	As on 31.03.2023 (Amt in INR)
01	Foreign Exchange Earnings	--	--
02	Foreign Exchange Outgo	94,82,000	2,79,55,527

**DETAILS OF CHANGE IN NATURE OF BUSINESS, IF ANY:**

There was no change in the nature of business of the Company during the year 2023-24.

**BOARD OF DIRECTORS:**

The Board comprises following Directors:

Sl. No	Name of the Directors	Designation
1.	K Gopalkrishna	Director
2.	H M Narasinga Rao	Director
3	Suresh Kannan Varadhan	Whole-time Director

Mr. H M Narasinga Rao - Director, retires by rotation and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

**INDEPENDENT DIRECTORS:**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

**KEY MANAGERIAL PERSONNEL:**

Pursuant to provisions of section 196 of the Companies Act, 2013, Mr. Suresh Kannan Varadhan is a Whole-time Director of the Company.

**DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The provisions of Section 178(1) of the Companies Act, 2013 is not applicable to Company. However, remuneration policy as adopted by the Company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The employees at the factory as well as those rendering clerical, administrative and

professional services are suitably remunerated according to the industry norms.

Name of the Director / Key Managerial Personnel (KMP)	Remuneration for the financial year 2023-24 (In Rs.)	Remuneration for the financial year 2022-23 (In Rs.)	%increase/ (decrease) in remuneration in the financial year 2023-24
Mr. Suresh Kannan, Whole Time Director	36,48,000	40,77,000	(10.52)

#### **SUBSIDIARY:**

The Company do not have any subsidiary companies, associate companies and joint ventures.

#### **STATUS OF THE COMPANY:**

The Company is a subsidiary of YUKEN INDIA LIMITED.

#### **INTERNAL FINANCIAL CONTROLS:**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the 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 disclosures.

#### **DEPOSITS:**

During the year under review, your Company did not accept any deposit within the meaning of the provisions of Chapter V – Acceptance of Deposits by Companies read with the Companies (Acceptance of Deposits) Rules, 2014.

Pursuant to the Ministry of Corporate Affairs (MCA) notification amending the Companies (Acceptance of Deposits) Rules, 2014, the Company has filed with the Registrar of Companies (ROC) the requisite returns for outstanding receipt of money/loan by the Company, which is not considered as deposits.

#### **MATERIAL ORDERS PASSED BY REGULATORY AUTHORITIES:**

There are no significant and material orders passed by the regulators or courts or tribunals during the year, impacting the going concern status and company's operations in future.

#### **RISK MANAGEMENT POLICY:**

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk Management is a structured approach to manage uncertainty. Although the Company does not have a formal risk management policy but a formal enterprise-wide approach to Risk Management is being adopted by the Company and key

risks will now be managed within a unitary framework. Key business risks and their mitigation are also considered in the annual / strategic business plans and in periodic management reviews.

#### **DETAILS OF REVISION OF FINANCIAL STATEMENTS:**

There was no revision of the financial statements of the Company, during the year 2023-24.

#### **CORPORATE SOCIAL RESPONSIBILITY:**

The provisions of section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.

#### **SECRETARIAL STANDARDS:**

The Company complies with all applicable mandatory secretarial standards issued by Institute of Company Secretaries of India.

#### **THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2013 as on 31<sup>st</sup> March, 2024.

#### **THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

Not Applicable.

#### **DISCLOSURE FOR MAINTENANCE OF COST RECORDS AS PER SECTION 148(1):**

The Company is not required to maintain the books of accounts and other related records as per rules prescribed by the Central Government under section 148(1) of the Companies Act, 2013.

#### **PARTICULARS OF EMPLOYEES:**

During the year under review, the Company had no employees who earned remuneration beyond the limits specified under Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

#### **HUMAN RESOURCES:**

The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The company has always recognized talent and has judiciously followed the principle of rewarding performance.

**SHARE CAPITAL:**

The Board provides following disclosures pertaining to Companies (Share Capital and Debentures) Rules, 2014:

Sl. No.	Particulars	Disclosure
1	Issue of Equity shares with differential rights	Nil
2	Issue of Sweat Equity shares	Nil
3	Issue of employee stock option	Nil
4	Provision of money by company for purchase of its own shares by trustees for the benefit of employees	Nil

As on March 31, 2024 the authorized share capital of the Company is Rs. 5,00,00,000/- consisting of 50,00,000 equity shares of Rs. 10/- each. The paid up Share Capital of the Company is 3,00,06,000/- consisting of 30,00,600 equity shares of Rs. 10/- each

**STATUTORY AUDITORS:**

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, **M/s. V K A N & ASSOCIATES**, Chartered Accountants, Bengaluru have been appointed as statutory auditors of the Company at the Annual General Meeting held on 22<sup>nd</sup> July, 2019, for a period of 5 years and to hold the office up to the conclusion Annual General Meeting of the Company to be held in the year 2024.

The Statutory Auditor's Report for FY 2023-24 does not contain any qualifications reservation or adverse remark.

Further, the Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act. The Auditor's Report is enclosed with the financial statements.

**SECRETARIAL AUDITORS:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Secretarial Audit is not applicable to the Company.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the Company's premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

The Company does not have a formal Anti Sexual Harassment policy in place but has adequate measures including checks and corrections in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

During the year 2023-24, no complaint of sexual harassment has been received.

**ACKNOWLEDGEMENTS:**

Your Directors place on record their sincere thanks to the Customers, bankers, business associates, consultants, Regulatory authorities, various Government Authorities and all stakeholders for their continued support extended to your Company's activities during the year. Your Directors also acknowledge their gratitude to the Shareholders of the Company, for their continuous support and confidence reposed on the Company. Your Directors wish to place on record their appreciation of the dedicated and untiring hard work put by the employees at all levels.

On behalf of the Board

**For KOLBEN HYDRAULICS LIMITED**

**SURESH KANNAN VARADHAN**

Whole-Time Director

DIN: 03280922

**H M NARASINGA RAO**

Director

DIN: 00529717

Date: 21.05.2024

Place: Bengaluru

## Annexure-1

**Form AOC-2**

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

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

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts / arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	date(s) of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

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

(a)	Name(s) of the related party and nature of relationship	-
(b)	Nature of contracts/arrangements/transactions	-
(c)	Duration of the contracts / arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Date(s) of approval by the Board, if any	-
(f)	Amount paid as advances, if any	-

Note: All related party transactions are in the ordinary course of business and on arm's length basis. Please refer transactions reported in Note No. 35 of the Notes forming part of the financial statements in the Annual Report.

**For KOLBEN HYDRAULICS LIMITED**

**SURESH KANNAN VARADHAN**

Whole-Time Director  
DIN: 03280922

**H M NARASINGA RAO**

Director  
DIN: 00529717

Date: 21.05.2024

Place: Bengaluru

## Independent Auditor's Report

### To the Members of Kolben Hydraulics Limited

#### Report on the Ind AS Financial Statements

##### Opinion

We have audited the accompanying Ind AS financial statements of Kolben Hydraulics Limited ("*the Company*") which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and Notes to the financial statements, including a summary of material accounting policies and other explanatory information. (hereinafter referred to as the "Financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

##### Basis for Opinion

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

##### Management's responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the

preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and accounting principles generally accepted in India, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

##### Auditor's Responsibility for the Audit of the Ind AS Financial Statements

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 143(3)(h)(vi) below on reporting under Rule 11(g).
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the matters to be included in the Auditor's report in accordance with the requirement of section 197(16) Act, as amended, in our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the company to its directors during the year the provisions of section 197 of the Act.
  - h) With respect to the maintenance of accounts and other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 except for the matters as

stated in the paragraph 143(3)(b) and paragraph 143(3)(h)(vi), in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. a. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the

circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (i) and (ii) of Rule 11(e), as provided under (a) and (b) above contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year ended March 31, 2024.
- vi. Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and recording an audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made, except for cases where edit log feature is not enabled to retain the original entry which is edited or updated subsequently, the original entry is replaced with the updated one.

Except for the above-mentioned edit logs, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, except for the above scenario where edit logs are not enabled to retain the original entry which is edited or updated subsequently, the original entry is replaced with the updated one.

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

**For V K A N & Associates**

*Chartered Accountants*

ICAI Firm Registration No 014226S

**Padam Prakash Mehta**

**Partner**

Membership No. 230042

UDIN: 24230042BKCPRY9155

Place: Bangalore

Date: 21<sup>st</sup> May 2024

## Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Kolben Hydraulics Limited of even date)

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

We have audited the internal financial controls over financial reporting of Kolben Hydraulics Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "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 Act.

#### **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, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial

reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating 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 with reference to Financial Statement.

#### **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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over

financial reporting were operating effectively as at March 31, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For V K A N & Associates**

*Chartered Accountants*

ICAI Firm Registration No 014226S

**Padam Prakash Mehta**

Partner

Membership No. 230042

UDIN: 24230042BKCPRY9155

Place: Bangalore

Date: 21<sup>st</sup> May 2024

## Annexure B to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Kolben Hydraulics Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment were physically verified during the year by the Management with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets during any point of time of the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) The Company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- (v) The Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the records produced and information given to us, the provisions of Section 148(1) of the Companies Act, regarding maintenance of cost records is not applicable to the company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute as on March 31, 2024
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans by way of pledge of securities held in its subsidiaries, joint ventures or associates hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (x) (a) of the Order is not applicable.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv) According to the information and explanations given to us, the Company is not required to have an internal audit system under section 138 of the Act and consequently, does not have an internal audit system. Accordingly, reporting under clause 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) The Company has incurred cash losses amounting to Rs.44.44 lakhs in the current financial year and had not incurred cash losses in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause (xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For V K A N & Associates**

*Chartered Accountants*

ICAI Firm Registration No 014226S

**Padam Prakash Mehta**

Partner

Membership No. 230042

UDIN: 24230042BKCPRY9155

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**Kolben Hydraulics Limited**  
CIN - U29119KA2007PLC043340

**Balance Sheet as at 31<sup>st</sup> March, 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No.	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
		₹	₹
<b>A ASSETS</b>			
<b>I Non-current assets</b>			
Property, plant and equipment	3	57.79	57.91
Intangible assets	3	14.97	20.02
Deferred tax assets (net)	4	68.74	70.29
Financial assets			
(i) Other financial assets	5a	0.60	0.65
Non current tax assets	5b	7.61	7.61
<b>Total non-current assets</b>		<b>149.71</b>	<b>156.48</b>
<b>II Current assets</b>			
Inventories	6	494.05	561.90
Financial assets			
(i) Trade receivables	7	133.75	195.43
(ii) Cash and cash equivalents	8	11.99	11.81
Other current assets	9	33.26	63.53
<b>Total current assets</b>		<b>673.05</b>	<b>832.67</b>
<b>TOTAL ASSETS</b>		<b>822.75</b>	<b>989.15</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>I EQUITY</b>			
Equity share capital	10	300.06	300.06
Other equity	11	(168.04)	(102.77)
<b>TOTAL EQUITY</b>		<b>132.02</b>	<b>197.29</b>
<b>II LIABILITIES</b>			
<b>1 Non-current liabilities</b>			
Provisions	12	22.64	19.51
		<b>22.64</b>	<b>19.51</b>
<b>2 Current liabilities</b>			
Financials liabilities			
(i) Borrowings	13	200.00	-
(ii) Trade payables	14		
(A) Total outstanding dues of creditors to micro enterprises and small enterprises		5.26	0.96
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		20.27	86.91
(iii) Other financial liabilities	15	0.31	-
Other current liabilities	16	436.52	679.01
Provisions	17	5.74	5.47
<b>TOTAL LIABILITIES</b>		<b>668.10</b>	<b>772.35</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>822.75</b>	<b>989.15</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	1-42		

In terms of our report of even date attached

**For V K A N & Associates**

Chartered Accountants

Firm Regn. No: 014226S

**For and on behalf of Board of Directors**

**Padam Prakash Mehta**

**Partner**

Membership No: 230042

**H M Narasinga Rao**

Director

DIN: 00529717

**V Suresh Kannan**

Director

DIN: 03280922

Place: Bangalore

Date: 21<sup>st</sup> May 2024

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**Kolben Hydraulics Limited**  
CIN - U29119KA2007PLC043340

**Statement of Profit and Loss for the year ended March 31, 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Note No.	Year ended	Year ended
		31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
		₹	₹
<b>Income</b>			
Revenue from operations	18	1,031.67	959.99
Other income	19	22.00	2.59
		<b>1,053.67</b>	<b>962.58</b>
<b>Expenses</b>			
Cost of materials consumed	20	993.39	968.00
Changes in stock of finished goods, work-in-progress and stock-in-trade	21	(51.61)	(239.21)
Employee benefits expenses	22	78.49	78.56
Finance costs	23	0.25	-
Depreciation and amortisation expense	3	15.77	14.84
Other expenses	22	81.11	70.94
<b>Total Expenses</b>		<b>1,117.40</b>	<b>893.13</b>
<b>Profit/(loss) before tax</b>		<b>(63.72)</b>	<b>69.45</b>
<b>Tax expense/(benefit):</b>	23		
Current tax		-	-
Deferred tax		1.55	11.30
<b>Profit/(Loss) after tax</b>		<b>(65.27)</b>	<b>58.15</b>
<b>Total Comprehensive Income/(loss) for the year</b>		<b>(65.27)</b>	<b>58.15</b>
<b>Earnings per share (of Rs. 10/- each)</b>			
Basic and diluted (in Rs.)	30	(2.18)	2.84
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	1-42		

In terms of our report of even date attached

**For V K A N & Associates**

Chartered Accountants

Firm Regn. No: 014226S

**For and on behalf of Board of Directors**

**Padam Prakash Mehta**  
**Partner**

Membership No: 230042

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**H M Narasinga Rao**  
**Director**

DIN: 00529717

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**V Suresh Kannan**  
**Director**

DIN: 03280922

**Kolben Hydraulics Limited**  
CIN - U29119KA2007PLC043340

**Statement of Cash Flows for the year ended 31<sup>st</sup> March, 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024		Year ended 31 <sup>st</sup> March 2023	
	₹	₹	₹	₹
<b>A. Cash flow from operating activities :</b>				
Profit/(Loss) before Tax		(63.72)		69.45
<b>Adjustments for :</b>	-	-		-
Depreciation and Amortisation	15.77		14.84	
Gain on Sale of Assets	(0.01)		-	
Bad Debts Written Off	-		1.91	
Inventory Written off	3.51	19.27		16.75
<b>Operating profit / (loss) before working capital changes</b>		(44.45)		86.20
<b>Changes in working capital:</b>				
<b>Adjustments for (increase) / decrease in operating assets:</b>				
Inventories	64.35		(325.37)	
Trade Receivables	61.68		(41.28)	
Other non-current assets	30.27		5.21	
Other Current assets	-		(55.72)	
Other Financial Assets	0.05			
<b>Adjustments for increase / (decrease) in operating liabilities:</b>				
Trade payables	(62.35)		(10.17)	
Other Current liabilities	(242.52)		(142.67)	
Long Term Provisions	3.13		(5.30)	
Other Financial Liabilities	0.31			
Short Term Provisions	0.27	(144.81)	(5.16)	(253.85)
<b>Cash Generated from Operations</b>		(189.26)		(167.64)
Direct tax paid	-		-	-
<b>Net cash flow from / (used in) operating activities (A)</b>		(189.26)		(167.64)
<b>B. Cash flow from investing Activities</b>				
Purchase of fixed assets including Capital WIP	(10.58)		(30.57)	
Sale of fixed assets	0.03	(10.55)	0.07	(30.50)
<b>Net cash flow from / (used in) investing activities (B)</b>		(10.55)		(30.50)
<b>C. Cash flow from financing activities</b>				
Increase / (Decrease) in share capital	-		200.00	
Loan received From SMBC Bank	200.00	200.00	-	200.00
<b>Net cash flow from / (used in) financing activities (C)</b>		200.00		200.00
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		0.18		1.86
<b>Cash and cash equivalent as at:</b>				
<b>Opening balance</b>		<b>11.81</b>		<b>9.95</b>
<b>Closing balance</b>		<b>11.99</b>		<b>11.81</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>			<b>1-42</b>	

In terms of our report of even date attached

For V K A N & Associates

Chartered Accountants

Firm Regn. No: 014226S

For and on behalf of Board of Directors

**Padam Prakash Mehta**

**Partner**

Membership No: 230042

**H M Narasinga Rao**

**Director**

DIN: 00529717

**V Suresh Kannan**

**Director**

DIN: 03280922

Place: Bangalore

Date: 21<sup>st</sup> May 2024

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**Kolben Hydraulics Limited**  
CIN - U29119KA2007PLC043340

**Statement of Changes in Equity for the year ended 31<sup>st</sup> March 2024**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	Number of shares	₹	Number of shares	₹
<b>(a) Authorised</b>				
Equity shares of ₹10 /- each (Previous year : ₹10/- each) with voting rights	50,00,000	500.00	50,00,000	500.00
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of ₹10 /- each (Previous year : ₹10/- each) with voting rights	30,00,600	300.06	30,00,600	300.06
	<b>30,00,600</b>	<b>300.06</b>	<b>30,00,600</b>	<b>300.06</b>

Particulars	Reserve and surplus	
	Retained earnings	Other comprehensive income
	₹	₹
<b>Balance as at 01<sup>st</sup> April 2022</b>	(160.92)	-
<b>Additions during the year</b>		
Profit during the year	58.15	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)		-
<b>Total</b>	<b>58.15</b>	<b>-</b>
<b>Balance as at 31<sup>st</sup> March 2023</b>	<b>(102.77)</b>	<b>-</b>
<b>Balance as at 01<sup>st</sup> April 2023</b>	<b>(102.77)</b>	<b>-</b>
<b>Additions during the year</b>		
Loss during the Year	(65.27)	-
<b>Items of the OCI, net of tax-</b>		
Re-measurement of net defined benefit liability/(asset)		-
<b>Total</b>	<b>(65.27)</b>	<b>-</b>
<b>Reductions during the year:</b>		
Transfer to general reserve	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Balance as at 31<sup>st</sup> March 2024</b>	<b>(168.04)</b>	<b>-</b>
<b>The accompanying notes referred to above form an integral part of the IND AS financial statements.</b>	<b>1-42</b>	

In terms of our report of even date attached

**For V K A N & Associates**

Chartered Accountants

Firm Regn. No: 014226S

**For and on behalf of Board of Directors**

**Padam Prakash Mehta**

**Partner**

Membership No: 230042

**H M Narasinga Rao**

**Director**

DIN: 00529717

**V Suresh Kannan**

**Director**

DIN: 03280922

Place: Bangalore

Date: 21<sup>st</sup> May 2024

Place: Bangalore

Date: 21<sup>st</sup> May 2024

**Kolben Hydraulics Limited**  
CIN - U29119KA2007PLC043340

## Summary of Material accounting policies and other explanatory information for the year ended 31<sup>st</sup> March 2024

### 1. Corporate information:

The Company is engaged in the business of manufacture of hydraulic components and sub-assemblies for use in hydraulic applications. The company is a subsidiary of Yuken India Limited, hydraulics major and a listed Company. The company carries on its manufacturing operations from Malur (Karnataka).

### 2. Material accounting policies:

#### 2.1 Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The material accounting policy information used in preparation of the audited financial statements have been discussed in the respective notes.

#### 2.2 Summary of the other Material accounting policies

##### a) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make certain estimates, judgements and assumptions that affect the amounts reported in the financial statements and notes thereto. Changes in estimates and judgements are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements

##### b) Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The charge in respect of periodic depreciation is derived at after determining an

estimate of an asset's expected useful life and the expected residual value at the end of its life.

Cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the company capitalises them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Depreciation is calculated on a straight line basis over the remaining useful lives of the assets as assessed by management of the Company. The management estimated the useful lives as follows:

Assets Description	Useful Life (Years)
General plant and machinery	15
Vehicles	10
Computers and data processing equipment	3
Electrical Installation	10
Factory Building	30
Furniture & Fixtures	10
Office Equipments *	10

\* For these class of assets, based on internal assessment, the management believes that the useful lives as given

above best represent the period over which management expects to use these assets. Hence the useful lives for these assets are different from the useful lives as prescribed under Part-C of Schedule II of the Companies Act, 2013.

On fixed assets added/disposed of during the year, depreciation is charged on pro-rata basis with reference to the date of addition/disposal.

#### c) Leases

Ind AS 116 replaces Ind AS 17 – Leases and related interpretation and guidance. The standard sets out principles for recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Since the lease is of short-term (<12 months), Ind AS 116 has no impact on the balances.

#### d) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

#### e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life

are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

The estimated useful lives of intangible assets for the current and comparative years are as follows:

Assets Description	Useful Life (Years)
Knowhow	5 Years

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

#### f) Revenue recognition

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligations to determine the deliverables and the ability of the customer to benefit independently from such deliverables, and allocation of transaction price to these distinct performance obligations involves significant judgement.

Revenue is recognised 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, taking into account contractually defined terms of payment, including excise duty and excluding GST and other taxes or duties collected on behalf of the government.

The Company has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has pricing latitude and is also exposed to inventory and credit risks.

*Sale of goods & rendering of services*

Revenue is recognised when a performance obligation in a customer contract has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales.

Revenue from rendering of services is recognised over time as and when the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

Other operating revenues comprise of scrap sales incidental to operations of the company and are recognised when the right to receive the income is established as per the terms of the contract.

*Interest income*

Income is recognized on time proportion basis taking into account the outstanding amount and the applicable rate of interest. Interest income is included in finance income in the statement of profit and loss.

*Dividend income*

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

**g) Inventories**

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a Weighted average method.

Work-in-progress, finished goods and stock-in-trade are valued at lower of cost or net realisable value. Finished goods and work-in-progress include costs of conversion

and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

**h) Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

**i) Taxes****Current income tax**

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

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

**Deferred tax**

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

tax liabilities are recognised for all taxable temporary differences, except:

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- ▶ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

#### **j) Provisions and contingencies**

The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the financial statements.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### **k) Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the

contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Gratuity liability is provided based on workings arrived on the basis of projected unit credit method are determined at the end of each year.

Liabilities towards Leave Encashment Benefit are provided for based on workings done at the year end. Actuarial Valuation is not applicable to the company as the number of employees is less than 20.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Remeasurements are not reclassified to profit or loss in subsequent periods.

#### **l) Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

#### **m) Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. An earnings considered in ascertaining the Company's earnings per share is the net profit for the period attributable to equity shareholders. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

#### **n) Foreign currency transactions and translations**

##### **(i) Functional & presentation currency**

The financial statements are presented in Indian Rupee (INR), which is the company's functional & presentation currency.

##### **(ii) Transactions & balances**

Foreign currency transactions are translated into the functional currency using the exchange rate at the date of transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

#### **o) Financial instruments**

##### **A) Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value on initial recognition except for trade receivables measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

##### **B) Subsequent measurement**

###### **a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

###### **b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved

by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C) Other equity investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

**D) Impairment of financial assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL). Expected credit losses are measured through a loss allowance at an amount equal to:

- > The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- > Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss and where there is no

significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(ii) Financial liabilities**

**A. Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

**B. Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(iii) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

**p) Fair value hierarchy:**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly (i.e., prices) or indirectly observable (i.e., derived from prices).

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

in brackets indicate previous year balances)

Sl No	Description	Gross block				Depreciation				Net block	
		As on 01 <sup>st</sup> April 2023	Additions during the year	Deletions during the year	As on 31 <sup>st</sup> March 2024	Up to 01 <sup>st</sup> April 2023	For the year	Deletions during the year	Up to 31 March 2024	As on 31 <sup>st</sup> March 2024	As on 31 <sup>st</sup> March 2023
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
	Tangible assets (A)										
1	Plant & Machinery	85.05 (63.87)	6.68 (21.18)	-	91.73 (85.05)	44.04 (38.78)	5.87 (5.26)	-	49.91 (44.04)	41.82 (41.01)	41.01 (25.09)
2		Factory & Office Equipment	9.02 (3.62)	- (5.62)	0.14 (0.22)	8.88 (9.02)	2.63 (2.26)	1.53 (0.52)	0.12 (0.15)	4.04 (2.63)	6.39 (1.35)
3			Computers	16.59 (12.81)	0.64 (3.78)	-	17.23 (16.59)	12.56 (11.02)	1.78 (1.54)	-	14.34 (12.56)
4	Electrical Installation	6.43 (6.43)	-	-	6.43 (6.43)	3.63 (3.07)	0.54 (0.56)	-	4.18 (3.63)	2.25 (2.80)	2.80 (3.36)
5	Furniture & Fixtures	12.62 (12.62)	3.26	-	15.88 (12.62)	8.92 (8.06)	0.99 (0.86)	-	9.91 (8.92)	5.97 (3.70)	3.70 (4.56)
	Total (A)	129.70 (99.35)	10.58 (30.57)	0.14 (0.22)	140.14 (129.70)	71.78 (63.19)	10.72 (8.74)	0.12 (0.15)	82.38 (71.78)	57.79 (57.91)	57.91 (36.15)
	PY Numbers										
	Intangible assets (B)										
1	Software	8.60 (8.60)	-	-	8.60 (8.60)	8.56 (7.47)	0.04 (1.10)	-	8.60 (8.56)	- (0.04)	0.04 (1.13)
2		Knowhow	25.00 (25.00)	-	-	25.00 (25.00)	5.01 (0.01)	5.01 (5.00)	-	14.97 (19.99)	19.99 (24.99)
			Total (B)	33.60 (33.60)	-	-	33.60 (33.60)	13.58 (7.48)	5.05 (6.10)	-	18.63 (13.58)
	PY Numbers										
	Grand Total (A+B)	163.30 (132.94)	10.58 (30.57)	0.14 (0.22)	173.74 (163.30)	85.36 (70.67)	15.77 (14.84)	0.12 (0.15)	101.01 (85.36)	72.76 (77.94)	77.93 (62.27)

**Kolben Hydraulics Limited**  
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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**4. Deferred tax Asset / (Liability)**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Tax effect on items constituting deferred tax liability / (asset):</b>		
On difference between book balance and tax balance of fixed assets	(2.91)	(2.57)
Provision for compensated absences, gratuity, other employee benefits and provision for doubtful debts / advances	8.84	5.51
Unabsorbed depreciation carried forward / brought forward business losses	62.81	67.35
<b>Deferred Tax Asset / (Liability) - Net</b>	<b>68.74</b>	<b>70.29</b>
<b>Tax effect on the above - deferred tax Asset / (Liability)</b>	<b>19.12</b>	<b>19.55</b>

**5a. Other Financial Assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Advance to employees	0.50	0.55
Security deposits	0.10	0.10
<b>Total</b>	<b>0.60</b>	<b>0.65</b>

**5b. Non Current Tax Assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Non Current Tax Assets	7.61	7.61
<b>Total</b>	<b>7.61</b>	<b>7.61</b>

**6. Inventories**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Raw materials and Components	7.41	126.87
Work-in-progress	-	16.12
Finished goods	486.64	406.41
Material in transit	-	12.50
<b>Total</b>	<b>494.05</b>	<b>561.90</b>

**Note**

(i) Raw Materials and Components include write off of Inventories amounting to Rs. 3.51 lakhs as at 31-Mar-24 where as the write off of Inventory is Nil as at 31-Mar-23

**7. Trade receivables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Trade receivables</b>		
<b>Unsecured</b>		
(a) Considered good	133.75	195.43
(b) Considered Doubtful	-	-
Less: Loss Allowance	-	-
<b>Total</b>	<b>133.75</b>	<b>195.43</b>

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

Aging of receivables as at 31<sup>st</sup> March 2024

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from the due date					Total
		Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>							
considered good	-	112.31	8.26	11.43	1.73	-	133.75
which have significant increase in credit risk	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-
<b>Disputed Trade receivables</b>							
considered good	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-
<b>Total</b>	-	112.31	8.26	11.43	1.73	-	133.75

Aging of receivables as at 31<sup>st</sup> March 2023

(₹ in Lakhs)

Particulars	Not Due	Outstanding for following periods from the due date					Total
		Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹	₹
<b>Undisputed Trade receivables</b>							
considered good	-	185.14	0.62	8.37	1.29	-	195.43
which have significant increase in credit risk	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-
<b>Disputed Trade receivables</b>							
considered good	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-
<b>Total</b>	-	185.14	0.62	8.37	1.29	-	195.43

## 8. Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Cash on hand	0.61	0.61
Balance with banks:		
In current account	11.39	11.20
<b>Total</b>	<b>11.99</b>	<b>11.81</b>
Of the above, the balances that meet the definition of cash and cash equivalents as per IND AS 7 'Statement of Cash Flow is:	11.99	11.81

**Kolben Hydraulics Limited**  
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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**9. Other current assets**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Unsecured, considered good</b>		
Trade and other advances	0.34	10.92
Prepaid expenses	0.47	0.85
Balances with government authorities:	32.45	51.76
<b>Total</b>	<b>33.26</b>	<b>63.53</b>

**10(a). Share capital**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Authorised</b>		
50,00,000 Equity shares of ₹10/- each with voting rights	500.00	500.00
<b>Total</b>	<b>500.00</b>	<b>500.00</b>
<b>Issued, subscribed and fully paid-up</b>		
30,00,600 Equity shares of ₹10/- each fully paid with voting rights	300.06	300.06
<b>Total</b>	<b>300.06</b>	<b>300.06</b>

**10(b). Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	No. of Shares	₹	No. of Shares	₹
Equity share of ₹10/- each				
Opening balance	30,01,200	300.12	10,00,600	100.06
Issued during the year*	-	-	20,00,600	200.06
<b>Closing balance</b>	<b>30,01,200</b>	<b>300.12</b>	<b>30,01,200</b>	<b>300.12</b>

**\*Rights issue:**

On 22<sup>nd</sup> September 2022, the company made a rights issue to its single existing shareholder of 20,00,000 shares at an issue price of Rs.10/- per share.

**10(c). Detail of the rights, preferences and restrictions attaching to each class of shares outstanding  
Equity shares of ₹10/- each:**

The Company has only one class of equity shares, having a par value of Rs.10/-. The holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval by the shareholders at the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution to all other parties concerned. The distribution will be in proportion to number of equity shares held by the shareholders.

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**10(d). Details of equity shares held by each shareholder holding more than 5% of shares:**

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	No. of Shares	% of shares	No. of Shares	% of shares
Yuken India Ltd	28,59,698	95.30%	8,59,698	85.92%
Suresh Kannan	1,40,600	4.69%	1,40,600	14.05%
<b>Total</b>	<b>30,00,298</b>	<b>100.00%</b>	<b>10,00,298</b>	<b>100.00%</b>

**10(e). Shareholding of Promotor**Shares held by promotor as at 31<sup>st</sup> March 2023:

Particulars	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2023	
	No. of Shares	% of shares	No. of Shares	% of shares
Yuken India Ltd	28,59,698	95.30%	8,59,698	85.92%
Suresh Kannan	1,40,600	4.69%	1,40,600	14.05%
<b>Total</b>	<b>30,00,298</b>	<b>100.00%</b>	<b>10,00,298</b>	<b>100.00%</b>

**11. Other Equity**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Surplus in statement of profit and loss</b>		
<b>Profit/(loss)</b>		
Opening balance	(102.77)	(160.92)
Additions during the period	(65.27)	58.15
<b>Closing balance</b>	<b>(168.04)</b>	<b>(102.77)</b>
<b>Total</b>	<b>(168.04)</b>	<b>(102.77)</b>

**12. Provisions (Non-current)**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Provision for employee benefits:</b>		
Gratuity	12.13	10.53
Compensated absence	10.51	8.98
<b>Total</b>	<b>22.64</b>	<b>19.51</b>

**13. Borrowings**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Loan from SMBC Bank	200.00	-
<b>Total</b>	<b>200.00</b>	<b>-</b>

**Secured Working Capital loans from banks (Refer Note Below)**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Sumitomo Mitsui Banking Corporation	200	-
Amount outstanding Repayable on demand Interest rate - 8.90%	200	-

**Notes:**

(i) Security - Corporate Guarantee by Yuken India Limited

**Kolben Hydraulics Limited**  
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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**14. Trade payables**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
(a) Total outstanding dues of creditors to micro enterprises and small enterprises	5.26	0.96
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	20.27	86.91
<b>Total</b>	<b>25.53</b>	<b>87.87</b>

**Ageing of Trade Payables as at 31<sup>st</sup> March 2024**

(₹ in Lakhs)

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹	₹
<b>Undisputed trade payables</b>							
MSME	-	-	4.21	0.50	0.17	0.38	5.26
Others	-	-	18.39	1.16	0.54	0.18	20.27
<b>Disputed trade payables</b>							
MSME	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
<b>Total</b>	-	-	<b>22.60</b>	<b>1.66</b>	<b>0.71</b>	<b>0.56</b>	<b>25.53</b>

**Ageing of Trade Payables as at 31<sup>st</sup> March 2023**

(₹ in Lakhs)

Particulars	Unbilled	Not Due	Outstanding for following periods from the due date				Total
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 Years	
	₹	₹	₹	₹	₹	₹	₹
<b>Undisputed trade payables</b>							
MSME	-	-	0.96	-	-	-	0.96
Others	3.87	-	54.05	12.79	-	16.20	86.91
<b>Disputed trade payables</b>							
MSME	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
<b>Total</b>	<b>3.87</b>	-	<b>55.01</b>	<b>12.79</b>	-	<b>16.20</b>	<b>87.87</b>

**15. Other Financial Liabilities**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Interest Accrued but not Due	0.25	-
Employee Payables	0.06	-
<b>Total</b>	<b>0.31</b>	-

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**16. Other current liabilities**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Other payables:		
Statutory remittances (PT, ESI & TDS)	1.96	1.83
Advances from customers	1.10	2.23
Provision for tax [net of advance tax: Nil (31 March 2023: Nil)]	0.62	2.49
Advances received from Related Parties	432.84	672.46
<b>Total</b>	<b>436.52</b>	<b>679.01</b>

**17. Provisions (Current)**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Bonus	5.74	5.47
<b>Total</b>	<b>5.74</b>	<b>5.47</b>

**18. Revenue from operations**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Sale of products	995.57	925.99
Sale of services	36.10	33.99
<b>Total</b>	<b>1,031.67</b>	<b>959.99</b>

The company has no unsatisfied performance obligation resulting from sale of products and services. No adjustment made to the contract price on account of refunds, credits, price concession, incentive or performance bonus.

**19. Other income**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Packing and Forwarding Charges Collected	21.99	2.23
Miscellaneous income	-	0.36
Gain on sale of Assets	0.01	-
<b>Total</b>	<b>22.00</b>	<b>2.59</b>

**20. Cost of materials consumed****(a).Raw material under broad heads**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Opening Stock	126.87	40.71
Add: Purchases	873.93	1,054.15
	<b>1,000.80</b>	<b>1,094.87</b>
Less: Consumed	993.39	968.00
Closing Stock	7.41	126.87
<b>Total</b>	<b>993.39</b>	<b>968.00</b>

**Kolben Hydraulics Limited**  
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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**21. Changes in inventories of finished goods, work in progress and stock-in-trade** (₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Inventories at the end of the year:		
Finished goods	486.64	418.91
Work-in-progress	-	16.12
	<b>486.64</b>	<b>435.03</b>
Inventories at the beginning of the year:		
Finished goods	418.91	194.70
Work-in-progress	16.12	1.12
	<b>435.03</b>	<b>195.82</b>
<b>Net (increase) / decrease</b>	<b>(51.61)</b>	<b>(239.21)</b>

**22. Employee benefit expenses** (₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Salaries and wages	69.33	68.02
Contributions to provident and other funds	7.28	6.04
Staff welfare Expenses	1.88	4.50
<b>Total</b>	<b>78.49</b>	<b>78.56</b>

**23. Finance cost** (₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Interest on working capital loan	0.25	-
<b>Total</b>	<b>0.25</b>	<b>-</b>

**24. Depreciation and Amortisation** (₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Depreciation on Tangible Assets	10.72	8.74
Amortisation on Intangible Assets	5.05	6.10
<b>Total</b>	<b>15.77</b>	<b>14.84</b>

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**25. Other expenses**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Sub-contracting charges	16.28	7.73
Communication Expenses	1.82	1.47
Power and fuel	4.81	4.13
Packing & forwarding	-	0.09
Rates and Taxes	1.21	1.95
Exchange Loss (Net)	3.31	0.36
Insurance	0.18	0.18
Rent	4.51	7.58
Repair and Maintenance	-	-
Building	-	-
Machinery	1.58	0.01
Others	1.56	2.15
Printing & Stationery	0.89	1.00
Freight, Transport & Other Charges	7.09	7.39
Legal and Professional charges	11.10	14.11
Payment to auditors	2.22	1.76
Travelling & Conveyance	20.22	15.03
Sales Promotion Expenses	1.69	2.28
Bad Debts Written Off	-	1.91
Bank Charges	0.74	1.09
Miscellaneous Expenses	1.88	0.72
<b>Total</b>	<b>81.11</b>	<b>70.94</b>

**26. Tax expense**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Current tax	-	-
Deferred tax	1.55	11.30
<b>Total</b>	<b>1.55</b>	<b>11.30</b>

**27. Payment to Auditors**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Statutory Audit	1.61	1.44
Tax Audit	0.33	0.33
Others	0.29	-
<b>Total</b>	<b>2.22</b>	<b>1.76</b>

**Kolben Hydraulics Limited**  
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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**28. Expenditure in Foreign Currency**

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>28.1 Expenditure in foreign currency:</b>		
Raw materials & Components	94.82	279.56
Foreign Travel	-	-
<b>28.2. Estimated amount of contracts remaining to be executed on capital account and not provided for</b>	-	-

**29. Contingent liabilities (to the extent not provided for)**

There are no capital commitments and contingent liabilities as on 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023.

**30. Foreign Currency Exposure**

Foreign Currency Exposure as at 31<sup>st</sup> March 2024 that have not been hedged by a derivative instrument or other wise: (₹ in Lakhs)

Particulars	31 <sup>st</sup> March 2024		31 <sup>st</sup> March 2023	
	₹	Amount in Foreign Currency	₹	Amount in Foreign Currency
Receivables -USD	-	-	-	-
Receivables -EURO	7.91	0.09	71.46	0.83
<b>Total</b>	<b>7.91</b>	<b>0.09</b>	<b>71.46</b>	<b>0.83</b>
Payables- USD	-	-		
Payables- EURO	7.11	0.08	29.05	0.33
<b>Total</b>	<b>7.11</b>	<b>0.08</b>	<b>29.05</b>	<b>0.33</b>

**31. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

The management has identified certain enterprises which have provided goods and services to the Company and which qualify under the definition of 'Micro and Small Enterprises' as defined under Micro, Small and Medium Enterprises Development Act, 2006 ("the Act"). Accordingly the disclosure in respect of the amounts payable to such enterprises as at 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023 have been made in the financial statements based on information available with the Company and relied upon by the auditors.

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	4.63	0.96
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	0.63	0.55
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	0.63	0.55
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	0.63	0.55

**Kolben Hydraulics Limited**

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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**32. CSR provision**

As the company did not meet any of the criteria specified in Section 135 (1) of the Companies act, 2013, hence provisions of Section 135 are not applicable.

**33. Segment reporting**

The company's predominant risks and returns are from the segment of hydraulic components and sub-assemblies for use in hydraulic applications, which constitutes a single business segment and is governed by similar set of risks and returns. The operations of the Company primarily cater to the market in India, which the management views as a single segment. The management monitors the operating results of its single segment for the purpose of making decisions about resource allocation and performance assessment.

**34. Earnings Per share**

Particulars	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
Net profit/(loss) after Tax	(65.27)	58.15
Weighted average number of equity shares (No.s)	30,00,600	20,47,175
Earnings per share from operations - Basic and diluted	(2.18)	2.84
Nominal Value of Equity Shares	10	10

**35. Related Party Disclosures**

Party where the Control Exists	Name of Related Party
Enterprises and their relatives exercise significant influence	M/s Yuken India Ltd
Fellow Associate	M/s Sai India Ltd
Fellow Subsidiary	M/s Coretec Engineering India Pvt Ltd
	M/s Grotek Enterprises India Pvt Ltd
	M/s Yuflow Engineering Private Limited
Relative of a Director	Mrs. S K Vijaya
Key Managerial Personnel	Mr. V Suresh Kannan

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
<b>Enterprises and their relatives exercise significant influence</b>		
M/s Yuken India Ltd		
Issue of Equity shares	-	200.00
Sales & Services	209.64	238.79
Purchase of Goods and Services	700.70	752.68
Rent paid	1.70	1.70
Expenses reimbursed	3.07	12.05
Sale of Fixed Assets	0.03	0.08
- Sales & Services effected during the year		
- Purchase made during the year		
<b>Fellow Subsidiary</b>		
M/s Grotek Enterprises India Pvt Ltd		
Purchase of Goods and Services	0.47	36.07
Fixed Asset Purchase	5.31	-
<b>Fellow Associate</b>		
Purchase	2.48	-
<b>Key Management Personnel</b>		
Mr. Suresh Kannan		
Remuneration paid during the year	29.92	34.63
Mr. Suresh Kannan		
Vehicle Lease Rent	3.07	6.14
Vehicle Maintenance	0.02	-
Fuel Expense	3.46	-
Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
<b>Balances at the end</b>		
M/s Yuken India Ltd	432.89	672.46
M/s Coretec Engineering India Pvt Ltd	-	-
M/s Grotek Enterprises India Pvt Ltd	-	36.07
Mr. Suresh Kannan	0.34	0.11
<b>Corporate Guarantee</b>		
M/s Yuken India Ltd	200.00	-

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**36. Financial Ratios**

(₹ in Lakhs)

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for the variances
Current ratio (times)	Current assets	Current liabilities	1.01	1.08	-6.56%	
Debt-equity ratio (times)	Total Debt	Shareholder's Equity	1.51	No Debt	100.00%	
Debt service coverage ratio (times)	Earnings available for debt service	Debt Service	-	No Debt	0.00%	
Return on equity (%)	Net Profits after taxes	Average Shareholder's Equity	(0.49)	0.29	-267.75%	refer (a) below
Inventory turnover ratio (times)	COGS	Average inventory	0.45	0.61	-26.44%	refer (b) below
Trade receivables turnover ratio (times)	Revenue	Average Trade Receivable	1.57	1.48	6.20%	
Trade payable turnover ratio (times)	Purchases of services and other expenses	Average Trade Payables	4.42	13.59	-67.51%	refer (c) below
Net capital turnover ratio (times)	Revenue	Working Capital	208.71	15.91	1211.44%	refer (d) below
Net profit ratio (%)	Net Profit	Revenue	(0.06)	0.06	-204.45%	refer (e) below
Return on capital employed (%)	Earning before interest and taxes	Capital Employed	(0.48)	0.35	-237.11%	refer (f) below
Return on investment (%)	Income generated from investments	Time weighted average investments	No investments	No investments	NA	

Earning for debt service = Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of PP&E etc

Debt service = Interest and principal repayments including lease payments.

Shareholders equity = Contributed capital + retained earnings

**Reason for the variances:**

- (a) Due to losses incurred during the year when compared to previous year
- (b) Due to increase in COGS and Decrease in Inventory during the year when compared to last year
- (c) Due to decrease in purchases and increase in average trade payables
- (d) Due to decrease in Working capital, Net capital Turnover Ratio has increased
- (e) Due to losses incurred during the year when compared to last year
- (f) Due to losses incurred during the year when compared to last year

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 37. Fair value measurements

#### (i) Financial instruments by category

The carrying value and fair value of financial instruments by categories as of 31 March 2024 were as follows: (₹ in Lakhs)

Particulars	Note No.	Amortised cost	FVPL	FVOCI
<b>Assets :</b>				
Cash and cash equivalents	8	11.99	-	-
Other financial assets				
(i) Security deposits	5a	0.10	-	-
Trade receivables	7	133.75	-	-
<b>Total</b>		<b>145.84</b>	-	-
<b>Liabilities:</b>				
Other financial liabilities				
(i) Trade payables	14	20.27	-	-
<b>Total</b>		<b>20.27</b>	-	-

The carrying value and fair value of financial instruments by categories as of 31 March 2023 were as follows:

Particulars	Note No.	Amortised cost	FVPL	FVOCI
<b>Assets :</b>				
Cash and cash equivalents	8	11.81	-	-
Other financial assets				
(i) Security deposits	5a	0.10	-	-
Trade receivables	7	195.43	-	-
<b>Total</b>		<b>207.34</b>	-	-
<b>Liabilities:</b>				
Other financial liabilities				
(i) Trade payables	14	87.87	-	-
Current maturities of long term debt	16		-	-
<b>Total</b>		<b>87.87</b>	-	-

The management assessed that the fair value of cash and cash equivalents, trade receivables, loans, other financial assets, trade payables, working capital loans and other financial liabilities approximate the carrying amount largely due to short-term maturity of this instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

#### (ii) Fair value of financial assets and liabilities measured at amortised cost

The management assessed that for amortised cost instruments, fair value approximate largely to the carrying amount.

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 38. Fair value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** quoted prices (unadjusted) in active markets for financial instruments.

**Level 2:** the fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The carrying value of financial instruments by categories as follows:

(₹ in Lakhs)

Particulars	Note No.	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
		₹	₹
<b>Financials measured at amortized costs:</b>			
Financial assets			
Trade receivable *	7	133.75	195.43
<b>Cash and cash equivalents and other bank balances</b>			
Cash and cash equivalents #	8	11.99	11.81
<b>Financial liabilities measured at amortized cost:</b>			
Trade Payables *	14	20.27	87.87

\*The carrying value of these accounts are considered to be the same as their fair value, due to their short term nature.

Accordingly, these are classified as level 3 of fair value hierarchy.

# These accounts are considered to be highly liquid/ liquid and the carrying amount of these are considered to be the same as their fair value.

### 39. Financial risk management

#### Risk management framework

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Company is foreign exchange exposure risk. The Company uses derivative financial instruments to mitigate foreign exchange related risk exposures. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer.

The Company's risk management activity focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to volatile financial markets. Long-term financial investments are managed to generate lasting returns.

The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

#### (A) Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company, resulting in a financial loss. The Company is exposed to this risk for various financial instruments. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets, as summarised below:

(₹ in Lakhs)

Assets under Credit Risk	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
	₹	₹
Cash and cash equivalents	11.99	11.81
Security deposits	0.10	0.10
Trade receivables	133.75	195.43
	<b>145.84</b>	<b>207.34</b>

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**Summary of material accounting policies and other explanatory information  
for the year ended 31 March 2024 (cont'd)**

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

**A1 Trade and other receivables**

Trade receivables are typically unsecured and are derived from revenue earned from customers(Related Parties) primarily located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macro economic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. Further, management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

**A2 Cash and cash equivalents**

The credit risk for cash and cash equivalents, and derivative financial instruments is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

**Financial assets that are neither past due nor impaired**

Cash and cash equivalents, advances recoverable, loans and advances to employees, security deposit and other financial assets are neither past due nor impaired.

**Financial assets that are past due but not impaired**

There is no other class of financial assets that is past due but not impaired.

**(B) Liquidity risk**

Liquidity risk is that the Company might be unable to meet its obligations. The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, usually on a month on month basis. Long-term liquidity needs for a 360-day lookout period are identified monthly. Net cash requirements are compared to available borrowing facilities in order to determine headroom or any shortfalls. This analysis shows that available borrowing facilities are expected to be sufficient over the lookout period.

The Company's objective is to maintain cash and marketable securities to meet its liquidity requirements for 30-day periods at a minimum. This objective was met for the reporting periods. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

The Company's non-derivative financial liabilities have contractual maturities (including interest payments where applicable) as summarised below:

**Maturities of financial liabilities**

(₹ in Lakhs)

As at 31 March 2024	Less than 1 year	1 year to 5 years	More than 5 years
Trade payables	20.27	-	-
	<b>20.27</b>	-	-
As at 31 March 2023	Less than 1 year	1 year to 5 years	More than 5 years
Trade payables	87.87	-	-
	<b>87.87</b>	-	-

**(C) Market risk**

Market risk is the risk of loss of future earnings or fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The company has no transactions which would carry any interest rate risk or foreign currency risk in regards to fair value or future cash flows of financial instruments.

## Kolben Hydraulics Limited

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## Summary of material accounting policies and other explanatory information for the year ended 31 March 2024 (cont'd)

(All amounts are in Rupees in Lakhs except for share data or other wise stated)

### 40. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March 2024	Year ended 31 <sup>st</sup> March 2023
	₹	₹
Accounting profit before tax and exceptional item	(63.72)	69.45
Tax on accounting profit at statutory income tax rate [27.82%] (PY 27.82%)	-	19.32
<b>Reconciling items:</b>		
Tax effect on permanent non-deductible expenses		-
Tax adjustments of Prior Years		-
Others	1.55	(8.02)
<b>At the effective income tax rate of 27.82% (PY 27.82%)</b>	<b>1.55</b>	<b>11.30</b>
Income tax expense reported in the Statement of Profit and Loss	1.55	11.30

### 41. Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary to confirm to current year's classification / disclosure.

### 42. Additional Regulatory Information

- The Company has not revalued its property, plant and equipment (including the right of use assets) and intangible assets.
- No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- The Company has not been declared as a wilful defaulter by any bank or financial institution or other lenders.
- Compliance with clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 with respect to layer of companies are not applicable to the company.
- The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- The Company does not have any charges or satisfaction which is yet to be registered with Registrar of companies beyond the statutory period.
- The Company has not entered into any scheme of arrangement as per section 230 to 237 of the Companies Act, 2013.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall a) 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 b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- The Company have not traded or invested in Crypto currency or Virtual currency during the financial year.

In terms of our report of even date attached

For V K A N &amp; Associates

Chartered Accountants

Firm Regn. No: 014226S

Padam Prakash Mehta

Partner

Membership No: 230042

Place: Bangalore

Date: 21<sup>st</sup> May 2024

For and on behalf of Board of Directors

H M Narasinga Rao

Director

DIN: 00529717

Place: Bangalore

Date: 21<sup>st</sup> May 2024

V Suresh Kannan

Director

DIN: 03280922