bajaj SUGAR

Go Green with ETHANOL

bajaj GROUP
THINK TOMORROW

Bajaj Hindusthan Sugar Ltd.

REPORTS AND ACCOUNTS OF SUBSIDIARY COMPANIES 2022-23

CONTENTS

BOARD'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their Nineteenth annual report and the audited financial statements for the financial year ended March 31, 2023.

OPERATIONS AND STATE OF COMPANY'S AFFAIRS

During the year ended March 31, 2023 your Company continued to provide Air Transport Services through Aircraft - Falcon LX 2000.

Your Company generated a revenue of Rs. 3,173.61 lakh from its operations during the current financial year as compared to Rs. 1,376.53 lakh generated in the previous financial year ended March 31, 2022. The profit after tax for the current year is Rs. 1,400.15 lakh as compared to loss of Rs. 166.32 lakh in the previous financial year.

DIVIDEND

In order to conserve resources, your Directors have not recommended any dividend on the equity shares for the year under review.

TRANSFER OF AMOUNT TO RESERVES

No amount has been transferred to any reserve during the year under review.

SHARE CAPITAL

There are no change in issued, subscribed and paid-up capital of the Company during the year under review. (Previous year – NIL). The entire paid up share capital of the Company has been held by Bajaj Hindusthan Sugar Limited (BHSL) and hence it is a wholly owned susbsidiary of BHSL.

SUBSIDIARY AND ASSOCIATE COMPANIES

The Company did not have any Subsidiary/Associate Company during the year under review.

ANNUAL RETURN

The Company does not have website.

The Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in Form No. MGT – 7 of Companies (Management & Administration) Rules, 2014 is attached as Annexure-I and forms part of this report.

BOARD MEETINGS

During the financial year 2022-2023, the Board of Directors met 20 times on April 01, 2022, April 09, 2022, April 16, 2022, April 23, 2022, April 30, 2022, May 10, 2022, May 17, 2022, May 28, 2022, June 20, 2022, July 02, 2022, July 20, 2022, August 12, 2022 Septemebr 07, 2022, October 03, 2022, October 12, 2022, October 21, 2022, December 08, 2022, January 03, 2023, January 30, 2023 and February 20, 2023. The gap between any two meetings has been less than 120 days.

Details of the Board of Directors and Attendance Record of Directors during the financial year ended March 31, 2023 was as under:

Name	DIN	No. of Board Meetings entitled to attend	No. of Board Meetings attended
Mr. Sunil Kumar Ojha	03320931	20	20
Mr. Munesh Kumar Kaushik	08434094	20	20
Mr. Manik Trambak Hire	08741274	20	2

RELATED PARTIES TRANSACTIONS

All the transactions with related parties are in the ordinary course of business and on arm's length basis. The details of Contracts and Arrangements entered into by the Company with related parties, referred to in sub-section (1) of Section 188 of the Companies Act, 2013, is given in AOC-2, attached as Annexure II, and forms part of this report.

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

The Company has not provided any loans, guarantees or made any investments under Section 186 of the Companies Act, 2013.

Issue of Debentures

The Company has issued and allotted Zero Percent Unsecured Optionally Convertible Debentures (ZOCDs) aggregating Rs. 12 crore 65 lakh through private placement basis during the financial year 2022-2023 whose proceeds were partly utilized for general corporate purpose.

Sr. No.	Series	Date of Allotment	No. of securities	Issue Price	Coupon rate %	Maturity Date	Amt. Raised (in Rs. Lakh)
1.	01-2022-23	09-04-2022	15,00,000	Rs. 10/-	Zero	09-03-2023	150
2.	02-2022-23	16-04-2022	5,00,000	Rs. 10/-	Zero	15-03-2023	50
3.	03-2022-23	23-04-2022	10,00,000	Rs. 10/-	Zero	22-03-2023	100
4.	04-2022-23	30-04-2022	10,00,000	Rs. 10/-	Zero	29-03-2023	100
5.	05-2022-23	10-05-2022	10,00,000	Rs. 10/-	Zero	09-04-2023	100
6.	06-2022-23	28-05-2022	5,00,000	Rs. 10/-	Zero	27-04-2023	50
7.	07-2022-23	02-07-2022	71,50,000	Rs. 10/-	Zero	01-06-2023	715

MATERIAL EVENTS THAT HAVE OCCURRED AFTER THE BALANCE SHEET DATE

There has been no material event after balance sheet date.

MATERIAL ORDERS IMPACTING ON GOING CONCERN STATUS AND COMPANY'S OPERATIONS

There has been no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and Company's operations in future.

DIRECTORS

Mr. Sunil Kumar Ojha (DIN: 03320931), will retire by rotation and being eligible offers himself for re-appointment. The appointment of Mr. Sunil Kumar Ojha is in compliance with the provisions of Section 164(2) of the Companies Act 2013.

The Board of Directors has recommended his re-appointment.

KEY MANAGERIAL PERSONNEL

Mr. Manik Trambak Hire was appointed as Wholetime Director in the Company w.e.f. August 01, 2020. The Company is not required to appoint Company Secretary in view of notification issued by Ministry of Corporate Affairs dated January 03, 2020. There has been no change in Key Managerial Personnel during the year under review.

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 with respect to the directors' responsibility statement, it is hereby confirmed that:

(a) in the preparation of the annual accounts for the year ended March 31, 2023 the applicable Accounting standards had been followed along with proper explanation relating to the material departures;

(b) the directors of the Company 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 March 31, 2023 and profit of the Company for the year ended March 31, 2023;

(c) the directors of the Company had taken proper and sufficient care for the maintenance of proper accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the directors of the Company had prepared the accounts of the Company for the financial year ended March 31, 2023 on a going concern basis and

(e) the directors of the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROL

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be an internal risks as well as external risks. Any unexpected changes in regulatory framework pertaining to fiscal benefits, fluctuations in fuel prices and foreign currency and other related issue can affect company's operations and profitability. However the Company is well aware of the above risks and as part of business strategy has formulated a Risk Management Policy.

The Risk Policy approved by the Board, lays down the roles and responsibilities of the various functions in relation to risk management covering a range of responsibilities, from the strategic to the operational. These role, inter alia, provide the foundation for your Company's Risk Management Policy and Framework that is endorsed by the Board and is aimed at ensuring formulation of appropriate risk management procedures and their effective implementation. The Company is in the process of implementing the current Risk Management Framework that consists of the following key elements:

- The Corporate Risk Management policy facilitates the identification and prioritization of strategic and operational risks, development of appropriate mitigation strategies and conducts periodic reviews of the progress on the management of identified risks.
- The risk policy brings robustness to the process of ensuring that business risks are effectively addressed.
- Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with unique / relatively high risk profiles.
- The periodical planning exercise requires the management to clearly identify their top risks and set out a mitigation plan with agreed timelines and accountability.

The combination of policies and processes as outlined above is expected to adequately address the various risks associated with your Company's businesses.

CORPORATE SOCIAL RESPONSIBILITY POLICY (CSR) AND ITS IMPLEMENTATION:

The Company is not required to have and implement CSR Policy.

STATUTORY AUDITORS

Members of the Company at the Fifteenth Annual General Meeting approved appointment of M/s. Sidharth N Jain & Co., Chartered Accountants (Firm Registration No. 018311C), as Statutory Auditors of the Company to hold office for a term of 5 (five) years from the conclusion of 15th (Fifteenth) AGM upto the conclusion of the 20th (Twentieth) AGM of the Company without any further confirmation/ ratification / approval at every subsequent AGM of the Company.

INDEPENDENT AUDITORS' REPORT

The Auditors in their Report to the members have given a qualified opinion and the response of your Directors with respect to it as follows:

Audit Qualification

As stated in Note 13.2 of the financial statements, the Company has not recognized interest expense of Rs. 292.80 lakh for current financial year (Rs. 292.80 lakh in previous year 2021-22 and cumulatively unrecognised interest expense of Rs. 1,171.20 lakh upto the end of the current financial year), on loan taken from holding company. Non recognition of interest expenses is a departure from the Accounting Standards prescribed under section 133 of the Companies Act. Had such interest been provided, in the books of account, total profit for the year ended March 31, 2023 would have been reduced by Rs. 292.80 lakh and total equity would have been reduced by Rs. 1,171.20 lakh.

Response to above

This accounting treatment is as per the instruction of and in line with the accounting policy followed by the holding company. The holding company has not recognised corresponding interest income for the current financial year on the principle of conservatism and prudence.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records pursuant to section 148(1) of the Companies Act, 2013.

DEPOSITS

The Company has not accepted any deposits within the meaning of Chapter V of The Companies Act, 2013 during the year under review. No deposit remained unpaid or unclaimed as at the end of the year and accordingly there has been no default in repayment of deposits or payment of interest thereon during the year.

General Disclosure

During the year under review:

a) the Company has not issued Equity Shares with differential rights as to dividend, voting or otherwise, pursuant to the provisions of Section 43 of Companies Act, 2013 and Rules made thereunder.

b) the Company has not made any provisions of money or has not provided any loan to the employees of the Company for purchase of shares of the Company or its holding Company, pursuant to the provisions of Section 67 of Companies Act, 2013 and Rules made thereunder.

c) the Company has not bought back its shares, pursuant to the provisions of Section 68 of Companies Act, 2013 and Rules made thereunder.

d) no application was filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

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

The particulars as prescribed under sub-section (3) (m) of Section 134 of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 to the extent applicable with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo are as under:

(A)	**Conservation of Energy**		
(i)	The steps taken or impact on conservation of energy	:	------
(ii)	The steps taken by the Company for utilizing alternate sources of energy	:	------
(iii)	The capital investment on energy conservation and equipments	:	------
(B)	**Technology Absorption**		
(i)	The efforts made towards technology absorption	:	------
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	:	------
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the year) (a) The details of technology imported (b) The year of import (c) Whether the technology has been fully absorbed (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	:	------
(iv)	The expenditure incurred on research and development	:	------
c)	**Foreign Exchange Earnings and Outgo**		
(i)	The Foreign Exchange earned in terms of actual inflows during the Financial Year 2022 – 23 Rs	:	NIL
(ii)	The Foreign Exchange outgo during the financial year 2022 – 23 in terms of actual outflows.	:	Rs. 1,007.93 Lakh

ANTI SEXUAL HARASSMENT POLICY

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013.

The following is the summary of sexual harassment complaints received and disposed off during the current financial year.

Number of Complaints received : Nil

Number of Complaints disposed off : Nil

PARTICULARS OF EMPLOYEES AND RELATED DISCOLSURES

In terms of the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is attached as 'Annexure III' which forms part of this report.

ACKNOWLEDGEMENTS

Your directors express their appreciation for the sincere co-operation and assistance of Government authorities, bankers, customers and business associates as well as Directors and Employees of the Company and its holding Company.

Your Directors acknowledge with gratitude the support extended by valued shareholders.

For and on behalf of the Board of Directors

	Sd/-	Sd/-
	Sunil Kumar Ojha	**Munesh Kumar Kaushik**
Place : Noida	Director	Director
Date : May 26, 2023	DIN: 03320931	DIN: 08434094

Annexure – I to the Board's Report

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2023 of Bajaj Aviation Private Limited

[Pursuant to Section 92(1) of the Companies Act, 2013 And Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	U65993MH2005PTC154529
	Foreign Company Registration Number/GLN	
	***Permanent Account Number(PAN)** of the company	AACCB6461F
ii)	a) Name of the Company	Bajaj Aviation Private Limited
	b) Registered office address	2nd Floor, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai, Maharashtra - 400021
	c) *email-ID of the company	adesai@bajajhindusthan.com
	d) *Telephone number with STD code	022-22023626
	e) Website	-
iii)	Date of Incorporation	06/07/2005
iv)	Type of the Company	Private Company
	Category of the Company	Company limited by shares
	Sub-category of the Company	Indian Non-Government company
v)	Whether company is having share capital	✓ Yes O No
vi)	*Whether shares listed on recognized Stock Exchange(s)	O Yes ✓ No
	(a) Details of stock exchanges where shares are listed	S. No. / Stock Exchange Name / Code: 1; 2
	(b) CIN of the Registrar and Transfer Agent	U67190MH1999PTC118368
	Name of the Registrar and Transfer Agent	Link Intime India Private Limited
	Registered office address of the Registrar and Transfer Agents	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083
vii)	*Financial year From	(01/04/2022) To (31/03/2023)
viii)	*Whether Annual General Meeting (AGM) held	O Yes O No
	(a) If yes, date of AGM	AGM to be held
	(b) Due date of AGM	30/09/2023
	(c) Whether any extension for AGM granted	O Yes O No
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	-
	(e) Extended due date of AGM after grant of extension	-
	(f) Specify the reasons for not holding the same	-

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities …1…………

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H4	Air Transport	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given ……1……

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/ Associate/ Joint venture	% of shares held
1	Bajaj Hindusthan Sugar Limited	L15420UP1931PLC065243	Holding	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) Share Capital

a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	5,000,000	5,000,000	5,000,000	5,000,000
Total amount of equity shares (in Rs. lakh)	500	500	500	500

Number of classes ……1……..

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	5,000,000	5,000,000	5,000,000	5,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in Rs. Lakh)	500	500	500	500

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in Rs. Lakh)	0	0	0	0

Number of classes …0…

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in Rs. Lakh)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of Shares	Number of shares			Total Nominal Amount (in Rs. lakh)	Total Paid-up amount(in Rs. lakh)	Total premium
Equity shares	**Physical**	**Demat**	**Total**			
At the beginning of the year	0	5,000,000	5,000,000	500	500	0
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	0	0	0	0	0

Class of Shares	Number of shares			Total Nominal Amount (in Rs. lakh)	Total Paid-up amount(in Rs. lakh)	Total premium
Equity shares	**Physical**	**Demat**	**Total**			
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	5,000,000	5,000,000	500	500	0
Preference shares						
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company INE03DM01012

(ii) Details of stock split/consolidation during the year (for each class of shares) ……0…………………..

Class of shares		**(i)**	**(ii)**	**(iii)**
Before split /Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Face value per share			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)*: Nil

[Details being provided in a CD/Digital Media] o Yes o No o Not applicable

Separate sheet attached for details of transfers o Yes o No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM	23/09/2022
Date of Registration of Transfer	21/10/2022
Type of transfer	1- Equity 2- Preference Share 3- Debentures ✓ 4- Stock
Number of Shares/Debentures/Units Transferred	70,00,000
Amount per Shares/Debentures/Units (in Rs. Lakh)	700
Ledger Folio of Transferor	005
Transferor's Name	First Name :- Lambodar Stocks Private Limited Middle Name :- Surname :-
Ledger Folio of Transferee	006
Transferee's Name	First Name :- Shri. Kushagra Bajaj Middle Name :- Surname :-

Date of Registration of Transfer	21/10/2022
Type of transfer	1- Equity 2- Preference Share 3- Debentures ✓ 4- Stock
Number of Shares/Debentures/Units Transferred	40,20,000
Amount per Shares/Debentures/Units (in Rs. Lakh)	402
Ledger Folio of Transferor	005
Transferor's Name	First Name :- Lambodar Stocks Private Limited Middle Name :- Surname :-
Ledger Folio of Transferee	007
Transferee's Name	First Name :- Bajaj Power Ventures Private Limited Middle Name :- Surname :-

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value (Rs. in lakh)
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
*Fully convertible debentures	4,41,30,000	10	4413.00
Total	**4,41,30,000**	**10**	**4413.00**

- Fully convertible Debentures are Zero Percent Optionally Convertible Fully paid up Debentures of Rs. 10/- each

Details of debentures

Class of Debentures	Outstanding as at the beginning of the year (Rs. in lakh)	Increase during the year (Rs. in lakh)	Decrease during the year (Rs. in lakh)	Outstanding as at the end of the year (Rs. in lakh)
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
*Fully convertible debentures	3,148.00	1,265.00	0	4,413.00

* Fully convertible Debentures are Zero Percent Optionally Convertible Fully paid up Debentures of `10/- each.

(v) Securities (other than shares and debentures) --- 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act,2013)

(i) Turnover: Rs. 3173.61 lakh

(ii) Net worth of the Company: Negative Net worth of Rs. 6,645.44 lakh

VI (a) *SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Numberof shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Numberof shares	Percentage
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	4,999,999	100	0	0
10.	Others	1	0	0	0
	Total	5,000,000	100	0	0

Total number of shareholders (promoters) ……2……..

(b) *SHARE HOLDING PATTERN – Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (other than promoters) ……0……….

Total number of shareholders (Promoters + Public/Other than promoters) ……2………

(c) * Details of Foreign institutional investors' (FIIs) holding shares of the company ……0………

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	0
Debenture holders	4	5

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non Executive	Executive	Non Executive	Executive	Non Executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	2	1	2	0	0
(i) Non- Independent	1	2	1	2	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing						
(i) Banks and FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	2	1	2	0	0

Number of Directors on the financial year …3…. and Key managerial personnel (who is not director) as end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Mr. Sunil Kumar Ojha	03320931	Director	0	
Mr. Munesh Kumar Kaushik	08434094	Director	0	
Mr. Manik Trambak Hire	08741274	Whole-Time Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the Year ……0…….

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment / change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING

Number of meetings ……2…………. Held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-ordinary General Meeting	20/06/2022	2	2	100
Annual General Meeting	23/09/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held : 20

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01.04.2022	3	2	66.67
2	09.04.2022	3	2	66.67
3	16.04.2022	3	2	66.67
4	23.04.2022	3	2	66.67
5	30.04.2022	3	2	66.67
6	10.05.2022	3	2	66.67
7	17.05.2022	3	2	66.67
8	28.05.2022	3	2	66.67
9	20.06.2022	3	2	66.67
10	02.07.2022	3	3	100.00
11	20.07.2022	3	3	100.00

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
12	12.08.2022	3	2	66.67
13	07.09.2022	3	2	66.67
14	03.10.2022	3	2	66.67
15	12.10.2022	3	2	66.67
16	21.10.2022	3	2	66.67
17	08.12.2022	3	2	66.67
18	03.01.2023	3	2	66.67
19	30.01.2023	3	2	66.67
20	20.02.2023	3	2	66.67

C. COMMITTEE MEETINGS

Number of meetings held …0…………………..

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Mr. Sunil Kumar Ojha	20	20	100.00	0	0	0	
2	Mr. Munesh Kumar Kaushik	20	20	100.00	0	0	0	
3	Mr. Manik Trambak Hire	20	2	10.00	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNELL

A. Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered 1

S. No	Name	Designation	Gross salary (Rs. in Lakh)	Commission	Stock Option/ Sweat equity	Others	Total Amount (Rs. in Lakh)
1.	Mr. Manik Trambak Hire	Whole – Time Director	15.21	0	0	0	15.21
	Total		**15.21**	**0**	**0**	**0**	**15.21**

B. Number of CEO, CFO and Company secretary whose remuneration details to be entered …0….

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

C. Number of other directors whose remuneration details to be entered ….0….

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

✓ Yes o No

B. If No, give the reasons/observations

XII. PENALTY AND PUNISHMENT – DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

………….. Nil …………….

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment ✓ **Yes** **O No**

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.: N.A.

I/We certify that:

a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.

c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

d) The annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

DECLARATION

I am authorised by the Board of Directors of the company 08 vide resolution no. dated 28/07/2020 to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of section 447, sections 448 and 449 of the Companies, Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be signed by

Director

DIN of the director

To be signed by

o Company Secretary

o Company Secretary in practice

Membership number   Certificate of practice number

Attachments

1. list of share holders, debenture holders;
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachments, if any.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	Sunil Kumar Ojha	**Munesh Kumar Kaushik**
Place : Noida	Director	Director
Date : May 26, 2023	DIN: 03320931	DIN: 08434094

Annexure-II to Board's Report for the year ended March 31, 2023

FORM AOC-2

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: - NIL
   (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) Justification for entering into such contracts or arrangements or transactions
   (f) date(s) of approval by the Board
   (g) Amount paid as advances, if any:
   (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
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:
   Bajaj Hindusthan Sugar Limited (Holding Company)
   (b) Nature of contracts/arrangements/transactions:
   Lease Rent Paid for Aircraft Falcon LX 2000: Rs. 7.56 crore (including taxes)
   (c) Duration of the contracts / arrangements/transactions:
   20 years from the date of Agreement i.e. November 22, 2012.
   (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
   Lease Rent of Rs.60,00,000 (excluding taxes) per month to be paid by seventh day of the month, in advance.
   (e) Date(s) of approval by the Board, if any: (1) October 17, 2012 and April 23, 2013.
   (f) Amount paid as advances, if any: NIL

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	Sunil Kumar Ojha	**Munesh Kumar Kaushik**
Place : Noida	Director	Director
Date : May 26, 2023	DIN: 03320931	DIN: 08434094

ANNEXURE - III to the Board's Report for the year ended March 31, 2023

Statement under Section 197(12) of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

Sr. No.	Name of Employee	Designation/ Nature of Duties	Remuneration received (in Rs. Lakh)	Qualification	Age (years)	Experience (No. of years)	Date of Commencement of employment	Last employment held	% of Equity Shares Held	If relative of any director / manager
1	2	3	4	5	6	7	8	9	10	11
A. Top 10 (Ten) Employees in terms of remuneration drawn.										
1	Manik Trambak Hire	Whole time director	15.21	B.Sc (Maths)	40	19	01/08/2019	Bajaj Hindusthan Sugar Limited	Nil	No
2	Devashish Bhatnagar	Continuing Air Worthiness Manager	8.27	B.Tech (Aerospace)	36	10	14/10/2019	Innovative Aviation Pvt. Ltd.	Nil	No
3	Abhijit Shetke	Quality Manager	13.92	B. Tech (Aeronautical)	36	14	26/11/2021	Crescent EPC Projects and Technical Services Ltd.	Nil	No
4	Bhanu Pratap Tripathi	Sr. Technical Officer	4.20	AME (Avionics)	33	8	01/04/2017	Home Credit Finance Pvt. Ltd.	Nil	No
5	Swapnil Balaram Kadam	Quality Manager	8.82	AME	36	13	09/07/2019	India Flysafe Aviation Pvt. Ltd.	Nil	No
6	Vinod V. Joshi	Accountant	4.92	PGDM (Finance)	46	19	03/01/2022	Nippon India Mutual Fund	Nil	No

B. Employee employed throughout the financial year and who was in receipt of the remuneration for that financial year in the aggregate of not less than Rs. 1,02,00,000 per annum.

Sr. No.	Name of Employee	Designation/ Nature of Duties	Remuneration received (Rs.)	Qualification	Age (years)	Experience (No. of years)	Date of Commencement of employment	Last employment held	% of Equity Shares Held	If relative of any director / manager
--NIL-										

C. Employees employed for a part of the financial year and who were in receipt of the remuneration for that financial year at a rate not less than Rs.8,50,000 per month.

Sr. No.	Name of Employee	Designation/ Nature of Duties	Remuneration received (Rs.)	Qualification	Age (years)	Experience (No. of years)	Date of Commencement of employment	Last employment held	% of Equity Shares Held	If relative of any director / manager
-NIL-										

D. Employees employed throughout the financial year or part thereof and in receipt of remuneration for that financial year in aggregate at a rate which is in excess of that drawn by Managing Director or Whole Time Director or Manager and holds by himself or along with spouse and dependent children, not less than two percent of the Equity shares of the Company.

Sr. No.	Name of Employee	Designation/ Nature of Duties	Remuneration received (Rs.)	Qualification	Age (years)	Experience (No. of years)	Date of Commencement of employment	Last employment held	% of Equity Shares Held	If relative of any director / manager
-NIL-										

Note: Remuneration means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

For and on behalf of the Board of Directors

Sd/-
Sunil Kumar Ojha
Director
(DIN: 03320931)

Sd/-
Munesh Kumar Kaushik
Director
(DIN: 08434094)

Place : Noida
Date : May 26, 2023

Independent Auditors' Report

To the Members of
Bajaj Aviation Private Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of Bajaj Aviation Private Limited ("the Company"), which comprise the balance sheet as at March 31, 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (Collectively referred to as 'financial statements').

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and its loss (including other comprehensive income), the changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

As stated in Note 13.2 of the financial statements, the Company has not recognized interest expense of ₹ 292.80 lacs for current financial year (₹ 292.80 lacs in previous year 2021-22 and cumulatively unrecognised interest expense of ₹ 1,171.20 lacs upto the end of the current financial year), on loan taken from holding company. Non recognition of interest expenses is a departure from the Accounting Standards prescribed under section 133 of the Companies Act. Had such interest been provided, in the books of account, total profit for the year ended March 31, 2023 would have been reduced by ₹ 292.80 lacs and total equity would have been reduced by ₹ 1,171.20 lacs.

We conducted our audit 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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Material Uncertainty related to Going Concern

As stated in Note No. 38 of the financial statements, for the year ended 31.03.2023 and in earlier years, the Company had incurred losses resulting in reduction of net worth to that extent. The losses were mainly attributable to high lease rent and relatively low demand for the Aircraft chartering services over the last few years. As at March 31, 2023, the Company has negative net worth of ₹ 6,645.44 lacs (March 31, 2022: ₹ 10,331.04 lacs) and has net outstanding current liability of ₹ 1,136.76 lacs (March 31, 2022: ₹ 4,494.01 lacs). The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern.

Notwithstanding this, the financial statements of the Company have been prepared on a going concern basis since a major repair & renovation of the aircraft had been done in previous year and after the said major repair the Company observes a significant increase in demand for the aircraft. As a result of this, the Company has made profit in the current financial year. Moreover, lease rental of aircraft has also been reduced significantly which is to be applicable from 1st April 2023. Therefore, the Company is now expecting to make profit on a sustainable basis. It has also recovered its old trade receivable from other group companies during the year which has been used to repay the current liabilities. Majority of the Company's current liabilities are of group companies and the Company has received a comfort letter from the group companies that it will not call the money and will provide continuing financial assistance to support the business of the Company. In view of the above, the management expects to generate positive cash flow and accordingly, the financial statements are continued to be presented on a going concern basis which contemplates realization of assets and settlement of liabilities in the normal course of business.

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

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management and Board of Directors are 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 the Board of Directors 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 Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with Standards on Auditing ('SAs'), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system with reference to financial statements in place and the

operating effectiveness of such controls

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 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 A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b. Except to the effect of matter as described in the Basis of Qualified opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d. Except to the effect of matter as described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2016 (as amended).
   e. The matters described in 'Basis for Qualified Opinion' paragraph and the Going concern matter described under Material Uncertainty related to Going Concern paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
   f. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
   h. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

      In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its director during the current year is in accordance with the provisions of Section 197 of the Act.
   i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial position.
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
         a) 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 advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
         b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
         c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has causes us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
      iv. The Company has not declared or paid dividend during the year hence reporting of compliances of section 123 is not applicable.
      v. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 23134684BGVSRS1781

Place: Lucknow
Date : 26th May 2023

ANNEXURE 'A'

ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT 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 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 does not have any intangible assets.

(b) As explained to us, all the property, plant and equipment have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on verification.

(c) According to records of the Company, there is no immovable property held by the Company. Accordingly, the provision of 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 during the year.

(e) To the best of our knowledge and according to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder, hence reporting of clause 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

(b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has provided advance in the nature of loan during the year, in respect of which:

(a) Aggregate amount of the advance in the nature of loan given is ₹ 2.00 lacs and balance outstanding as at year end is ₹ 4.45 lacs. Further the Company has not made any investment in or granted loans or provided any guarantees or securities to companies, firms, limited liability partnership or any other parties during the year.

(b) Advance in the nature of loan given during the year is interest free and as per the Company's policy for loan to employees, hence in our opinion, the terms and conditions of the grant of advance in the nature loan are prima facie not prejudicial to the Company's interest.

(c) In respect of advance in the nature of loan granted by the Company, the schedule of repayment of principal has been stipulated and the repayments of principal amounts are regular as per stipulation.

(d) In respect of advance in the nature of loan granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of Act, in respect of loans granted, investments made, guarantees, and security provided to the extent applicable to it.

(v) According to the information and explanations given to us, the company has not accepted any deposit or amounts which are deemed to be deposits from the public within the meaning of section 73 to 76 of the Act and the rules framed thereunder. Therefore, the provision of clause 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and as explained, the Company is not required to maintained the cost records under sub-section (1) of section 148 of the Act, read with rule 3 of the Companies (cost records and audit) Rules, 2014, for the services rendered by it. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.

(vii) (a) According to records of the Company, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Income-tax, Service-tax, Goods and Service tax, Custom Duty, Cess and other statutory dues to the extent applicable to it. The provisions of Provident fund, Employees' State Insurance, Excise Duty and Value Added tax are not applicable to the Company.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income-tax, Service tax, Goods and Service tax, Customs Duty, Cess and other material statutory dues 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 sub-clause (a) which have not been deposited as on 31-03-2023.

(viii) Based on documents and records produced to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the income tax act, 1961 (43 of 1961).

(ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management,

(a) The Company has taken loans which is repayable on demand from the holding company and other group companies. As per the records of the Company and explanations provided by the management, the holding company and other group companies and related parties has not recalled the loan and interest due thereon. In respect of loan taken from others, as per the records of the Company, there is no defaulted made by the Company in repayment of loans and in payment of interest.

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

(c) The company has not taken any term loan during the year and there is no outstanding term loan at the beginning of the year hence, reporting under 3(ix)(c) of the Order is not applicable.

(d) Funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) The company does not have any subsidiaries, associate or joint ventures hence, clause (ix)(e) and (ix)(f) of paragraph 3 of the Order are not applicable to the company.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) In our opinion and according to the information and explanations given to us, the company has utilized the funds raised by way of optionally convertible debentures for the purposes for which they were raised. The Company has not raised any money by way of preferential allotment or private placement of shares during the year.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As per the records of the Company and information and explanation given to us by the management, the Company has not received any whistle blower complaints during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Act, where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company is not required to have an internal audit system as per section 138 of the Act hence reporting under clause 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable.

(xv) In our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with its directors and hence 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)(a), (b) and (c) of the Order is not applicable.

(a) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the current and preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) 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 and our knowledge of the Board of Directors and Management plans and based on our examination other evidences supporting the assumptions in form of comfort letter provided by the holding company and other group companies for continuing financial support and not recalling the loan facility provided by it, nothing has come to our attention, which causes us to believe that any material uncertainty exists other than those disclosed in Material Uncertainty related to Going Concern paragraph in audit report, as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and comfort letter provided by the holding company and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has incurred losses in preceding years hence not requires to spend towards corporate social responsibility as specified in section 135 of the Act. Hence reporting in clause (xx) of paragraph 3 of the Order is not applicable to the Company.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN: 23134684BGVSRS1781

Place: Lucknow
Date : 26th May 2023

ANNEXURE 'B'

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF BAJAJ AVIATION PRIVATE LIMITED

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

Opinion

We have audited the internal financial controls with reference to financial statements of Bajaj Aviation Private Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial control with reference to financial statements 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 Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's Judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements 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 with reference to financial statements 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 with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN:23134684BGVSRS1781

Place: Lucknow
Date : 26th May 2023

Balance Sheet as at March 31, 2023

Amount in ₹ Lakh

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3	**2.80**	3.45
Right of use assets	3	**679.03**	3,682.02
Financial assets:			
Loans	4	**1.40**	2.79
Other financial assets	5	**210.68**	60.80
Other non current assets	6	**0.05**	0.26
		893.96	3,749.32
Current assets			
Financial assets:			
Trade receivable	7	**274.66**	412.17
Loans	4	**2.71**	1.44
Cash and cash equivalents	8	**102.71**	368.58
Other bank balance	9	**-**	6.24
Other current assets	6	**64.46**	198.52
Current tax assets (net)	10	**60.58**	24.86
		505.12	1,011.81
Total Assets		**1,399.08**	4,761.13
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	**500.00**	500.00
Other equity	12	**(7,145.44)**	(10,831.04)
		(6,645.44)	(10,331.04)
Liabilities			
Non-current liabilities			
Financial Liabilities:			
Borrowings	13	**5,652.44**	6,608.31
Lease liabilities	14	**1,247.96**	3,985.59
Provisions	15	**7.36**	4.26
		6,907.76	10,598.16
Current liabilities			
Financial liabilities:			
Borrowings	13	**774.42**	839.00
Lease liabilities	14	80.58	215.83
Trade payables:			
Due to micro and small enterprises	16	**0.13**	0.67
Due to other than micro and small enterprises	16	**197.17**	627.26
Other financial liabilities	17	**18.97**	2,804.57
Other current liabilities	18	**65.49**	6.68
		1,136.76	4,494.01
Total Equity & Liabilities		**1,399.08**	4,761.13

See accompanying notes (1-40) to the financial statements

As per our Report of even date

For Sidharth N Jain & Company
Chartered Accountants
(Firm Registration No. 018311C)

For and on behalf of the Board

Sidharth N Jain
Proprietor
Membership No.134684

Sd/-
Munesh Kumar Kaushik
Director
DIN: 08434094

Sd/-
Sunil Kumar Ojha
Director
DIN: 03320931

Place: Noida
Date : 26th May 2023

Statement of Profit & Loss for the year ended March 31, 2023

Amount in ₹ Lakh

Particulars	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
Income			
Revenue from operations	22	3,173.61	1,376.53
Other income	23	1,571.92	994.43
Total Income		**4,745.53**	**2,370.96**
Expenses			
Operating expenses	24	2,413.05	1,079.48
Employee benefits expense	25	59.17	46.25
Finance costs	26	505.52	571.75
Depreciation and amortisation expense	3	347.35	346.84
Other expenses	27	20.29	492.96
Total expenses		**3,345.38**	**2,537.28**
Profit/ (loss) before tax		**1,400.15**	**(166.32)**
Tax Expense			
Current tax		-	-
Profit/ (Loss) for the year		**1,400.15**	**(166.32)**
Other Comprehensive Income			
Items that will not be reclassified subsequently to profit or loss:		-	-
Items that will be reclassified subsequently to profit or loss:		-	-
Total other comprehensive income, net of tax		**-**	**-**
Total comprehensive income for the year		**1,400.15**	**(166.32)**
Earning Per Equity Share of ₹ 10/- each:			
Basic (₹)	28	28.00	(3.33)
Diluted (₹)		28.00	(3.33)

See accompanying notes (1-40) to the financial statements
As per our Report of even date

For Sidharth N Jain & Company
Chartered Accountants
(Firm Registration No. 018311C)

For and on behalf of the Board

Sidharth N Jain
Proprietor
Membership No.134684

Munesh Kumar Kaushik
Director
DIN: 08434094

Sunil Kumar Ojha
Director
DIN: 03320931

Place: Noida
Date : 26th May 2023

Statement of Changes in Equity for the year ended March 31, 2023

A	Equity share capital:	Nos.	Amount in ₹ Lakh
	Equity share of ₹ 10 each issued, subscribed and fully paid		
	As at April 1, 2021	50,00,000	500.00
	Issue of share capital (Note 11)	-	-
	As at March 31, 2022	50,00,000	500.00
	Issue of share capital (Note 11)	**-**	**-**
	As at March 31, 2023	**50,00,000**	**500.00**

B Other Equity: **Amount in ₹ Lakh**

Particulars	Reserve & Surplus		
	Equity component of compound financial instrument	Retained earnings	Total
As at April 1, 2022	**-**	**(10,831.04)**	**(10,831.04)**
Profit/ (Loss) for the year	-	1,400.15	1,400.15
Change during the year (refer note 13.3)	2,285.45	-	2,285.45
As at March 31, 2023	**2,285.45**	**(9,430.89)**	**(7,145.44)**

Amount in ₹ Lakh

Particulars	Reserve & Surplus		
	Equity component of compound financial instrument	Retained earnings	Total
As at April 1, 2021	**-**	**(10,664.72)**	**(10,664.72)**
Profit/ (Loss) for the year	-	(166.32)	(166.32)
Change during the year	-	-	-
As at March 31, 2022	**-**	**(10,831.04)**	**(10,831.04)**

See accompanying notes (1-40) to the financial statements

As per our report of even date

For Sidharth N Jain & Company
Chartered Accountants
(Firm Registration No. 018311C)

For and on behalf of the Board

Sidharth N Jain
Proprietor
Membership No.134684

Munesh Kumar Kaushik
Director
DIN: 08434094

Sunil Kumar Ojha
Director
DIN: 03320931

Place: Noida
Date : 26th May 2023

Cash Flow Statement for the year ended March 31, 2023

Amount in ₹ Lakh

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
A. Cash Flow from Operating Activities:		
Net Profit Before Tax as per Statement of Profit and Loss	**1,400.15**	(166.32)
Adjusted for:		
Depreciation	**347.35**	346.84
Finance costs	**505.52**	571.75
Provision for doubtful debts	**-**	468.78
Provision for employee benefits	**3.11**	4.27
Employee benefit expenses on loan to employee	**0.44**	0.07
Loss on sale/ discard of property, plant & equipment	**0.23**	-
Liabilities written back	**(2.95)**	(16.45)
Credit towards lease rent expenses	**(1,117.20)**	-
Provision written back	**(447.57)**	(935.70)
Interest Income	**(3.65)**	(0.37)
Operating Profit Before Working Capital Changes	**685.43**	272.87
Movements in Working Capital:		
Increase / (decrease) in Trade & Other Payable	**(2,757.29)**	(2,910.97)
(Increase) / decrease in Trade & Other Receivable	**721.18**	556.19
Cash generated from/ (used in) operations	**(1,350.68)**	(2,081.91)
Direct Taxes Paid (Net of Refunds)	(35.72)	33.90
Net Cash Flow/ (Used) From Operating Activities (A)	**(1,386.40)**	(2,048.01)
B. Cash Flow From Investing Activities:		
Sale/ (Purchase) of property, plant and equipment (Net)	**(1.00)**	(2.59)
Loan given	**(2.00)**	(5.00)
Repayment of loan given received	**2.40**	0.15
Interest received	**1.46**	0.32
Bank deposits with more than 3 month maturity	**(143.99)**	(0.32)
Net Cash Flow/ (Used) in Investing Activities (B)	**(143.13)**	(7.44)
C. Cash Flow From Financing Activities:		
Loans taken	**-**	756.00
Loans repaid	**-**	(1,257.08)
Interest paid	**(1.34)**	(44.45)
Debentures issued	**1,265.00**	2,149.00
Debentures redeemed	**-**	(103.00)
Net cash from/ (used in) financing activities (C)	**1,263.66**	1,500.47
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	**(265.87)**	(554.98)
Cash and cash equivalents (opening balance)	**368.58**	923.56
Cash and cash equivalents (closing balance) (refer Note 8)	**102.71**	368.58

Notes:

1. The above cash flow statement has been prepared by "Indirect Method".
2. Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3. Change in liability arising from financing activities due to cash and non cash transactions:

Amount in ₹ Lakh

	Opening Balance	Non cash transaction i.e. Interest	Other adjustment *	Net cash flow	Closing Balance
For the year ended March 31, 2023					
Borrowings	7,447.31	-	(2,285.45)	1,265.00	6,426.86
Lease liabilities	4,201.42	504.18	(3,377.06)	-	1,328.54
Interest charge	-	1.34	-	(1.34)	-
Total	**11,648.73**	**505.52**	**(5,662.51)**	**1,263.66**	**7,755.40**
For the year ended March 31, 2022					
Borrowings	5,902.39	-	-	1,544.92	7,447.31
Lease liabilities	4,394.12	527.30	(720.00)	-	4,201.42
Interest charge	-	44.45	-	(44.45)	-
Total	**10,296.51**	**571.75**	**(720.00)**	**1,500.47**	**11,648.73**

* Unpaid interest liability added to current borrowings and unpaid lease liability transferred to trade payables.

See accompanying notes (1-40) to the financial statements

As per our Report of even date

For Sidharth N Jain & Company **For and on behalf of the Board**

Chartered Accountants

(Firm Registration No. 018311C)

Sidharth N Jain	**Munesh Kumar Kaushik**	**Sunil Kumar Ojha**
Proprietor	Director	Director
Membership No.134684	DIN: 08434094	DIN: 03320931

Place: Noida

Date : 26th May 2023

Notes to Financial Statements for the year ended March 31, 2023

1 Corporate Information

Bajaj Aviation Private Limited is a private limited Company domiciled in India and incorporated under the provisions of the Companies Act applicable in India. The registered office of the company is located at Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400021.

The Company is a wholly own subsidiary company of Bajaj Hindustan Sugar Ltd. The Company is engaged in providing non scheduled passenger air transport services. Information on related party relationships of the Company is provided in Note 32.

2 Significant Accounting Policies

a. Basis of preparation of financial statements:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

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 financial statements have been prepared on the historical cost basis.

b. Significant accounting judgements, estimates and assumptions:

The preparation of financial statements in conformity with Ind-AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimations and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

Material uncertainty about going concern:

In preparing financial statements, management has made an assessment of the Company's ability to continue as a going concern. The Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. Notwithstanding this, the management of the Comapny are of the opinion that the going concern basis, upon which the financial statements are prepared is appropriate in the circumstances. Further details on going concern are disclosed in note no. 38.

c. Operating Cycle:

All asset and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the schedule III to the Act. Based on the nature of services and the time between the acquisition of asset for providing of services and their realization in cash and cash equivalents, the Company has ascertained it's operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

d. Revenue Recognition:

i) Charter income

The Company recognizes revenue in accordance with Ind-AS 115. Revenue is recognized as and when service is rendered and to the extent that it is probable that the economic benefits will flow to the Company and the same can be reliably measured. The Company presents revenues net of indirect taxes in its Statement of Profit and loss. Amounts received in advance towards travel bookings/ reservations are shown under current liabilities as unearned revenue. Revenue is measured at the fair value of the consideration received or receivable.

ii) Interest income

Interest income from financial asset is to be recognized when it is probable that the economic benefits will flow to the Company and amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate exactly discounts estimated future cash receipts through the expected life of the financial asset to the asset's net carrying amount on initial recognition.

e. Property, Plant & Equipments:

All the 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 company depreciates property, plant and equipment over their estimated useful lives using the straight-line method which is in accordance with Schedule II of the Companies Act, 2013.

For the transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipments recognised as of April 1, 2015 (transition date) measured as the previous GAAP and used that carrying value as deemed cost as of the transition date

f. Foreign currency transactions:

Foreign Currency Transactions are recorded at the rates of exchange prevailing on the date of transaction. Monetary foreign currency assets and liabilities outstanding at the close of the financial period are revalorized at the exchange rates prevailing on the balance sheet date. Exchange differences arising on account of fluctuation in the rate of exchange is recognized in the Statement of Profit and Loss.

g. Earning Per Share:

Basic earnings per share are calculated by dividing the total comprehensive income for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, total comprehensive income for the period and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

h. Taxation :

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with the Income-tax Act, 1961 enacted in India. 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).

Deferred income taxes reflects the impact of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are to be offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by the same governing taxation laws.

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. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

i. Provisions:

Provisions involving a substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

Contingent liabilities are disclosed in the financial statements, unless possibility of an outflow of resources embodying economic benefit is remote. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

j. Employee retirement benefits:

Liabilities in respect of retirement benefits in the form of Gratuity and Leave Encashment, are determined and accrued on actual basis.

k. Leases:

The Company as lessee

The Company's lease assets primarily consist of lease for Aircraft and office space. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for short-term leases and low value leases. For short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The ROU assets is initially recognized at cost and subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or using the incremental borrowing rates. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

l. Borrowing Cost:

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.

m. Impairments of non financial assets:

The Carrying amount of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/ external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss will be charged to the Statement of Profit and Loss in the period in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

n. Cash and Cash equivalents:

Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

o. Fair Value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability.

p. Financial Instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

(i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets held by the Company is classified as debt instruments at amortised cost.

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to Loans, bank and other deposits.

(iii) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset.

(iv) Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets and credit risk exposure.

ECL impairment loss allowance (or reversal) is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. In balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of financial assets.

b) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade payables and borrowings.

(ii) Subsequent measurement

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

q. Recent Accounting Developments

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA notifies the Companies (Indian Accounting Standards) Amendment Rules, 2023, which is as below.

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

3 Property, Plant & Equipment and Right of Use Assets:

Amount in ₹ Lakh

Particulars	Right of use assets (Aircraft)	Computers	Furniture & Fixtures	Office Equipment	Total
Cost					
As of April 1, 2021	**4,719.81**	**3.91**	**1.15**	**3.65**	**4,728.52**
Additions	-	1.88	-	0.71	2.59
Disposals	-	-	-	-	-
As of March 31, 2022	**4,719.81**	**5.79**	**1.15**	**4.36**	**4,731.11**
Additions	-	0.70	-	0.30	1.00
Disposals/ Adjustment	-	-	-	3.65	3.65
Adjustment on lease modification (refer foot note of note-14)	2,657.06	-	-	-	2,657.06
As of March 31, 2023	**2,062.75**	**6.49**	**1.15**	**1.01**	**2,071.40**
Depreciation and Impairment					
As of April 1, 2021	**691.86**	**2.87**	**0.64**	**3.43**	**698.80**
Depreciation charge for the year	345.93	0.71	0.13	0.07	346.84
Disposals	-	-	-	-	-
As of March 31, 2022	**1,037.79**	**3.58**	**0.77**	**3.50**	**1,045.64**
Depreciation charge for the year	345.93	1.04	0.10	0.28	347.35
Disposals	-	-	-	3.42	3.42
As of March 31, 2023	**1,383.72**	**4.62**	**0.87**	**0.36**	**1,389.57**
Net book value					
As at March 31, 2022	**3,682.02**	**2.21**	**0.38**	**0.86**	**3,685.47**
As of March 31, 2023	**679.03**	**1.87**	**0.28**	**0.65**	**681.83**

Carrying Amount

Amount in ₹ Lakh

Particulars	As at March 31, 2023	As at March 31, 2022
Property, plant and equipment	**2.80**	3.45
Right of use assets (Aircraft)	**679.03**	3,682.02
Total	**681.83**	3,685.47

Amount in ₹ Lakh

		As At March 31, 2023	As At March 31, 2022
4	**Loans**		
	(Unsecured, Considered Good unless otherwise stated)		
	4.1 Non Current		
	Loan to director (Refer note 32)	1.20	2.79
	Loan to others	0.20	-
		1.40	**2.79**
	4.2 Current		
	Loan to director (Refer note 32)	1.59	1.44
	Loan to others	1.12	-
		2.71	**1.44**
5	**Other Financial Assets**		
	(Unsecured, considered good, unless otherwise stated)		
	5.1 Non Current		
	Security deposits		
	To related party (Refer note 32)	0.30	2.40
	To others (Refer note 5.2 & 5.3)	52.00	52.00
	Bank deposits with more than 12 months maturity	151.98	-
	Other receivable (Refer note 5.4)	6.40	6.40
		210.68	**60.80**

5.2 Interest free security deposits are given to suppliers in the normal course of business at arms length basis and does not have any fixed or determined period. Considering the active business operation and regular transactions with suppliers, same are classified as non-current assets.

5.3 Considering the materiality of the amount involved and fact that there is no fixed time period identifiable in respect of these security deposits, discounting as per Ind AS 109 has not been done and same are carried at cost.

5.4 Receivable from a supplier to whom the Company has paid an excess amount of ₹6.40 lakh, which was once refunded by the supplier by issuing two number of cheques but the cheques were returned unpaid by the bank. Therefore the Company has filed a legal case under section 138 of the Negotiable Instrument Act,1881 which is pending in the court of Additional Chief Justice Magistrate-II, Gautam Budh Nagar, Uttar Pradesh. The Company is hopeful to recover this entire amount from the party.

		As At March 31, 2023	As At March 31, 2022
6	**Other Assets**		
	Non Current		
	Deferred expenses	0.05	0.26
	Total	**0.05**	**0.26**
	Current Assets		
	Prepaid expenses	1.09	1.02
	Deferred expenses	0.29	0.35
	Other advances	11.33	4.60
	Balance with government authorities	51.75	192.55
	Total	**64.46**	**198.52**
7	**Trade Receivables**		
	Unsecured, considered good from related parties (Refer note 32)	261.61	813.05
	Unsecured, considered good from other parties	24.17	66.97
	Less: Allowance for expected credit loss	(11.12)	(467.85)
	Total Trade receivable, Unsecured, considered good	**274.66**	**412.17**
	Unsecured, Credit impaired	**117.54**	108.38
	Less: Allowance for credit impairment	(117.54)	(108.38)
	Total Trade receivable, Unsecured, credit impaired	**-**	**-**
	Total	**274.66**	**412.17**

7.1 Trade receivables ageing schedule:

As at March 31, 2023 Amount in ₹ Lakh

Particulars	Less than 6 months	6 Months to 1 year	1 to 2 years	2 to 3 years	more than 3 years	Total
Undisputed Trade receivable - considered good	285.78	-	-	-	-	285.78
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	-	9.24	108.30	117.54
Disputed Trade receivable - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivable - credit impaired	-	-	-	-	-	-
Total	**285.78**	**-**	**-**	**9.24**	**108.30**	**403.32**
Less: Allowance for credit loss/ credit impaired						(128.66)
Total						**274.66**

As at March 31, 2022 Amount in ₹ Lakh

Particulars	Less than 6 months	6 Months to 1 year	1 to 2 years	2 to 3 years	more than 3 years	Total
Undisputed Trade receivable - considered good	336.24	-	107.42	7.57	428.79	880.02
Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	0.08	-	108.30	108.38
Disputed Trade receivable - considered good	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivable - credit impaired	-	-	-	-	-	-
Total	**336.24**	**-**	**107.50**	**7.57**	**537.09**	**988.40**
Less: Allowance for credit loss/ credit impaired						(576.23)
Total						**412.17**

Note: Refer note 33.3 for a detailed credit risk analysis of trade receivables.

8 Cash and Cash Equivalents

Balances with banks:		
In current account	42.49	368.35
In fixed deposit account with original maturity of less than 3 months	60.00	-
Cash on hand	0.22	0.23
Total	**102.71**	**368.58**

9 Other Bank Balances

Fixed deposits maturing within 12 months from reporting date*	-	6.24
Total	**-**	**6.24**

* Earmarked as security deposit with ICICI Bank Limited against Credit Card facilities.

10 Current Tax Assets (Net)

Advance payment of taxes (Net)	60.58	24.86
Total	**60.58**	**24.86**

12 Equity Share Capital

A. Authorised, issued, subscribed and paid up share capital

Authorised:		
50,00,000 (PY: 50,00,000) equity shares of ₹ 10/- each	500.00	500.00
	500.00	**500.00**
Issued, Subscribed & Paid up Capital:		
50,00,000 (PY: 50,00,000) equity shares of ₹ 10/- each	500.00	500.00
	500.00	**500.00**

B. There is no change in the share capital during the current and preceding year.

C. Terms/ Rights attached to Equity Shares :
The company has one class of equity shares having par value of ₹ 10/- per share. All equity shares are ranking pari passu in all respects including dividend. In the event of liquidation of the company, the holders of the equity shares will be entitled to receive the realised value of the assets of the Company, remaining after payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

D. Shares held by Holding Company / Shareholders holding more than 5% shares:

Name of shareholder	Nos of Shares	% of Holding
Bajaj Hindusthan Sugar Limited (Holding Company) #		
As at March 31, 2023	50,00,000	100.00%
As at March 31, 2022	50,00,000	100.00%

\# Includes one share of nominee share holder.

E. Shares held by promoters at the end of the year:

SN	Promoter Name	No of shares	% of total shares	% change during the year
1	Bajaj Hindusthan Sugar Limited	49,99,999 (49,99,999)	100.00% (100.00%)	-
2	Mr. Kushagra Bajaj (Held as nominee)	1 (1)	0.00% (0.00%)	-
	Total	**50,00,000 (50,00,000)**	**100.00% (100.00%)**	**-**

Note: Figures in bracket represent previous year.

12 Other Equity

Retained earnings	(9,430.89)	(10,831.04)
Equity component of compound financial instruments	2,285.45	-
Balance at end of the year	**(7,145.44)**	**(10,831.04)**

Note: Refer Statement of change in equity for movement in other equity.

13 Borrowings

Non Current		
Unsecured Loans from related party (refer note 13.1,13.2, and 32)	4,299.31	4,299.31
Liability Component of Compound Financial Instruments		
Zero Coupon Optionally Convertible Debentures (ZOCD):		
3,57,40,000 (PY:2,30,09,000) nos of debentures of ₹ 10/- each (refer note 13.3, 13.4 & 13.5)	1,353.13	2,309.00
Total	**5,652.44**	**6,608.31**
Current		
Liability Component of Compound Financial Instruments		
Zero Coupon Optionally Convertible Debentures (ZOCD):		
83,90,000 (PY:83,90,000) nos of debentures of ₹ 10/- each (refer note 13.3, 13.4 & 13.5)	774.42	839.00
Total	**774.42**	**839.00**

13.1 Loan amount of ₹ 4,299.31 lakh (PY: ₹ 4,299.31 lakh) is outstanding which was taken from the Holding Company M/s Bajaj Hindusthan Sugar Limited and this is repayable on demand. However, the Company has received comfort letter from the parent company that it will not call the money and will provide continuing financial assistance to support the business of the Company, therefore the Company has shown this liability as non current. Rate of interest charged @12% per annum.

13.2 The Company has not recognised interest expense of ₹ 292.80 lakh (PY: ₹ 292.80 lakh) for the current financial year and cumulatively it has not recognised interest expense of ₹ 1,171.20 lakh (PY: ₹ 878.40 lakh) upto the end of the current financial year, on loan taken from the holding company. The same is as per the instruction of and in line with the accounting policy followed by the holding company. The holding company has not recognised corresponding interest income for current financial year on the principle of conservatism and prudence.

13.3 The Company has issued ZOCD of ₹ 10/- each. As per Ind AS 32 these are classified as compound financial instrument which is bifurcated into ₹ 2,127.55 lakh as borrowings and ₹ 2,285.45 lakh as other equity by discounting the original amount of ₹ 4,413.00 lakh @12% p.a. for a period of 10 years for group companies & 11 months for non group companies. The unwinding of discount in subsequent periods on loan component will be recognised in the statement of profit & loss and added to liability component of compound financial instrument.

13.4 Debenture holder has option/ right to convert the ZOCD at any time during the tenure of debenture i.e. within eleven months period into such nos of shares as per fair value on the conversion date. Here, the Company is under obligation to convert at any time whenever option exercises and hence retain no unconditional right to hold the conversion. However, in view of the past trend of rolling over the debentures on its maturity which can be renewed upto a maximum period of ten years and financial incapacity of the company to repay the dues on due dates the company has categorised these instruments, issued to group companies, under non current liabilities and valued at fair value using discounted cash flow method. Further, the group companies has also assured the company that they will not call the money and will provide continuing financial assistance to support the business of the Company.

13.5 Terms/rights attached to Zero Coupon Optionally Convertible Debentures (ZOCD):

i. Tenure: Eleven months from the date of allotment.

ii. Terms of Conversion

At the option of the debenture holders at any time during the tenure of debentures. Each convertible debenture shall be converted into such number of equity shares at fair market value in accordance with Income Tax laws or applicable laws prevailing at the time of conversion.

iii. Put or Call Option

Put or Call option can be exercised at any time during the tenure of the said debentures.

The Company has the right but not the obligation to redeem all or part of the said debentures at premium of 5% of face value by providing a prior written notice of redemption to the debenture holder at least one day prior to the date on which it intends to get the debentures redeemed (Call Notice). In case of call option, premium shall be payable in proportion of the time period of tenure expired upto the date of call option.

The debenture holder has the right but not the obligation to require the issuer to redeem all or part of the said debentures at par by providing prior written notice for redemption to the Company of at least one day prior to the date on which it intends to get the debentures redeemed (Put Notice).

iv. Renewal/ Roll Over

Permitted with the prior approval of the debenture holder(s). However such stipulated period including renewal/ roll over shall not exceed ten years or any period as may be permitted by any laws or acts, from the date of original allotment, for the time being in force whichever is earlier.

v. Variation of Rights

Permitted either with the prior written consent(s) of the debenture holder(s) or requisite approval in their class meeting(s), in compliance of the applicable laws.

vi. In case of winding up

The debenture holders of the said debentures shall be entitled to a preferential right of return of the amount payable on redemption but shall not have any further right or claim over the surplus assets of the Company.

14 Lease Liability

14.1 Non Current

Lease Liability on Right of use asset (Aircraft)	1,247.96	3,985.59
Total	**1,247.96**	**3,985.59**

14.2 Current

Current maturities of Lease Liability on Right of use asset (Aircraft)	80.58	215.83
Total	**80.58**	**215.83**

Note: Annual lease rent of Aircraft has been reduced w.e.f. 1st April 2023, therefore the company has remeasured the lease liability as at the end of the year to reflect changes to the future lease payments as per IND-AS 116. The company has recognised an amount of ₹ 2,657.06 lakh towards the remeasurement of the lease liability as an adjustment to the right-of-use asset.

15 Provisions

15.1 Non Current

Provision for employee benefits	7.36	4.26
Total	**7.36**	**4.26**

16 Trade Payable

Due to micro and small enterprises	0.13	0.67
Due to other than micro and small enterprises:		
Related parties (refer note 32)	-	379.79
Others	197.17	247.47
Total	**197.30**	**627.93**

16.1 Trade payable's ageing schedule:

As at March 31, 2023 Amount in ₹ Lakh

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	0.13	-	-	-	0.13
Others	157.02	6.21	17.45	16.49	197.17
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**157.15**	**6.21**	**17.45**	**16.49**	**197.30**

As at March 31, 2022 Amount in ₹ Lakh

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	0.67	-	-	-	0.67
Others	580.87	22.86	21.81	1.72	627.26
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**581.54**	**22.86**	**21.81**	**1.72**	**627.93**

16.2 Details of dues to Micro and small and medium enterprises as defined under The Micro, Small and Medium Enterprises Development Act, 2006 (the MSMED Act 2006) :

a (i) Principal amount remaining unpaid to any supplier at the end of accounting year	0.13	0.67
(ii) Interest due on above	-	-
b. Amount of interest paid by the buyer in terms of section 16 of the Act	-	-
c. Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year but without adding the interest specified under this Act).	-	-
d. Amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Act, 2006	-	-

Note: The information has been given in respect of such vendors to the extent they could be identified as 'Micro & Small Enterprises' on the basis of information available with the Company.

17 Other Financial Liabilities

17.1 Current

Security deposit from ralated parties (Refer note 32)	-	2,785.00
Security deposit from others	16.53	16.53
Other payable	2.44	3.04
Total	**18.97**	**2,804.57**

18 Other current Liabilities

Statutory liabilities	65.49	6.68
Total	**65.49**	**6.68**

19 Deferred Tax Liabilities (Net)

In absence of probability that future taxable profit will be available against which the unused tax losses can be utilised, the Company has recognised deferred tax assets for the carry forward of unused tax losses to the extent of deferred tax liability.

The unrecognised tax losses of ₹ 7,760.93 lakh (PY: ₹ 9,209.63 lakh) (including unabsorbed depreciation) has arised in different financial years and will be expire in eight years from the year of actual loss except for unabsorbed depreciation of ₹ 914.13 lakh (PY: ₹ 912.08 lakh).

20 No Loans or advances in the nature of loans are granted to any Promoters, Directors, KMPs or the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.

21 The Company has no transactions with any companies struck off under section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

22 Revenue from operations

Income from air charter services	3,173.61	1,376.53
	3,173.61	**1,376.53**

23 Other Income

Interest income on		
- Bank deposits	3.21	0.30
- Income tax refund	0.55	5.51
- Employee Loan	0.44	0.07
Exchange fluctuation gain (net)	-	36.40
Liabilities written back	2.95	16.45
Provision written back	-	935.70
Reversal of provision for doubtful debts	447.57	-
Credit towards lease rent expenses	1,117.20	-
	1,571.92	**994.43**

24 Operating Expenses

Repair & Maintenance	962.69	485.95
Fuel expenses	703.87	229.06
Handling expenses	216.82	89.58
Retainership fees (Crews)	68.48	53.60
Landing & parking charges	137.33	49.84
Training expenses	85.36	43.72
Travelling and conveyance	75.56	42.03
Catering expenses	43.07	11.92
Flight navigation & communication	74.60	14.10
Other operating expenses	45.27	59.68
	2,413.05	**1,079.48**

25 Employee Benefits Expense

Salaries and wages (including stipend)	58.45	45.85
Employee's welfare expenses	0.72	0.40
	59.17	**46.25**

26 Finance Costs

Interest expenses on borrowings	-	43.60
Interest on lease liabilities	504.18	527.30
Other Interest and borrowing costs	1.34	0.85
	505.52	**571.75**

27 Other Expenses

Insurance	1.99	6.57
Office rent (refer note 30)	1.20	4.70
Payment to auditors (refer note 27.1)	0.70	0.70
Exchange fluctuation loss (net)	6.59	-
Provision for doubtful debts	-	468.78
Loss on sale/ discard of property, plant & equipment	0.23	-
Administrative expenses	9.58	12.21
	20.29	**492.96**

27.1 Payment to Auditors :

As auditor:		
Statutory audit fees	0.20	0.20
Tax audit fees	0.20	0.20
Other audit fees	0.30	0.30
	0.70	**0.70**

28 Earning Per Share:

(i) Profit/ (Loss) for the year	1,400.15	(166.32)
(ii) Weighted average number of equity shares outstanding	50,00,000	50,00,000
(iii) Basic earning per share (in ₹)	28.00	(3.33)
(iv) Diluted earning per share (in ₹)	28.00	(3.33)

29 Segment reporting

As the company's business activity falls within a single segment viz. "Aviation" and the services rendered are substantially being in the domestic market, the disclosure requirements of the Ind AS - 108 "Operating Segment" are not applicable. However it does not have any impact on the true and fair view of the state of affairs in case of Balance Sheet and Statement of Profit and Loss.

30 Leases

The Company has short term/ low value lease contract in respect of office premises and IT equipments. This lease contract is cancellable operating leases. The aggregate lease rentals payable in respect of short term and low value leases are charged on straight line basis as 'office rent' in the statement of profit and loss.

During the year, the Company has incurred ₹ 1.20 lakh (PY: ₹ 4.70 lakh) towards short-term leases and leases of low-value assets. The total cash outflow for leases is ₹ 1.20 lakh (PY: ₹ 5,790.28 lakh) for the year ended 31st March, 2023, including cash outflow of short-term leases and leases of low-value assets. (Refer note 27).

Refer note 14 for lease modification during the year.

Amount in ₹ Lakh

As at March 31, 2023

Particulars	Lease Payment	Interest payment	Net present value
Not later than one year	240.00	159.42	80.58
Later than one year but not later than five years	960.00	528.69	431.31
Later than five years	1,114.52	297.88	816.64
Total	**2,314.52**	**985.99**	**1,328.53**

As at March 31, 2022 Amount in ₹ Lakh

Particulars	Lease Payment	Interest payment	Net present value
Not later than one year	720.00	504.17	215.83
Later than one year but not later than five years	2,880.00	1,724.70	1,155.30
Later than five years	4,063.56	1,233.27	2,830.29
Total	**7,663.56**	**3,462.14**	**4,201.42**

31 Analytical Ratios as required to be disclosed as per schedule III of the Companies Act, 2013:

SN	Particulars	Numerator	Denominator	March 31, 2023	March 31, 2022	% of variance	Reason of Variance
1	Current ratio	Current Assets	Current Liabilities	0.44	0.23	97.36%	This ratio has improved due to repayment of current liabilities during the year mainly from non current sources.
2	Debt equity ratio	Total Debt	Shareholders equity	(0.97)	(0.72)	34.16%	Since the company is having a negative net worth in the current as well as in the previous year, this ratio is not comparable.
3	Debt service coverage ratio	Earnings available for debt service [(a)]	Debt service [(b)]	-	(0.56)	-100.00%	Since the company has not made any payment towards debt during the year, this ratio is not comparable.
4	Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	0.16	(0.02)	-1116.36%	Since the company is having a negative net worth in the current as well as in the previous year, this ratio is not comparable.
5	Inventory turnover ratio	-	-	-	-	-	Not applicable
6	Trade receivables turnover ratio	Net Credit Sales	Average trade receivable	9.24	2.72	239.82%	Sales in the current year has significantly increased and during the year the company has also able to realised old trade receivables, as a result of which this ratio has significantly improved.
7	Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	5.85	0.35	1580.37%	Average trade payable has significantly reduced in the current year as a major portion of trade payables were paid in the previous year, as a result of which this ratio has improved.
8	Net capital turnover ratio	Net Sales	Average working capital	(1.54)	(0.20)	658.24%	Sales in the current year has significantly increased as the Aircraft was available for the entire year as compared to five months in the previous year, as a result of which this ratio has improved.
9	Net profit ratio	Net Profits after taxes	Net Sales	0.44	(0.12)	465.14%	Sales in the current year has significantly increased and the Company has also earn profit during the year, as a result of which this ratio has improved.
10	Return on capital employed	Earning before interest and taxes	Capital employed [(c)]	8.72	0.14	6101.20%	Sales and earnings in the current year has significantly increased as the Aircraft was available for the entire year as compared to five months in the previous year, as a result of which this ratio has improved.
11	Return on investment	-	-	-	-	-	Not applicable

[(a)] Earning for debt service represents Net Profit after taxes + depreciation + Interest + loss on sale of fixed assets - liabilities written back

[(b)] Debt service represents principal repayment + interest payment made during the year

[(c)] Capital employed represents Tangible Net Worth + Total Debt + Deferred Tax Liability

32 Related party transactions

A Related parties and relationships:

Description of relationship	Name of Related Parties
(i) Holding Company	Bajaj Hindusthan Sugar Limited
(ii) Fellow Subsidiary	Bajaj Power Generation Pvt. Ltd.
(iii) Entities controlled or jointly controlled by persons who are member of the KMP of the reporting entity or of a parent of the reporting entity	Abhitech Developers Pvt. Ltd.
	Anand Engineering Ltd.
	Bajaj Capital Ventures Pvt. Ltd.
	Bajaj Energy Ltd.
	Bajaj Power Ventures Pvt. Ltd.
	Bajaj Resources Pvt. Ltd. (Formerly Bajaj Resources Ltd.)
	Lalitpur Power Generation Company Ltd.
	Lambodar Stocks Pvt. Ltd.
	Shishir Bajaj Family Trust
(iv) A person or a close member of that person's family, who is a member of the key management personnel (KMP) of the reporting entity or of a parent of the reporting entity	Mr. Kushagra Bajaj (Chairman of the Parent Company)
	Mr. Manik Trambak Hire (Whole Time Director)
	Mr. Sunil Kumar Ojha (Director)

B Related Party Transactions:

Amount in ₹ Lakh

Transactions during the year:	Year ended	KMP	Holding Company	Fellow Subsidiary	Other entities as per (iii) above
Interest paid/ credited	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	0.94	2.50
Lease rent paid / credited (Including taxes)	March 31, 2023	-	756.00	-	1.42
	March 31, 2022	-	756.00	-	5.55
Credit towards lease rent expenses	March 31, 2023	-	1,117.20	-	-
	March 31, 2022	-	-	-	-
Loan taken	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	306.00	-
Loan Repaid	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	306.00	38.81
Sale of services (Including taxes)	March 31, 2023	137.71	-	-	905.90
	March 31, 2022	-	-	-	360.09
Remuneration Paid	March 31, 2023	16.06	-	-	-
	March 31, 2022	15.69	-	-	-
Debenture Issued/ Transferred	March 31, 2023	-	-	1,265.00	-
	March 31, 2022	-	-	1,207.00	1,205.00
Debenture redeemed	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	-	103.00
Advances given *	March 31, 2023	-	-	-	-
	March 31, 2022	5.00	-	-	-

Advance repayment received	March 31, 2023	1.80	-	-	-
	March 31, 2022	0.15	-	-	-
Security deposit received	March 31, 2023	-	-	-	2.10
	March 31, 2022	-	-	-	3,535.00
Security deposit refunded	**March 31, 2023**	-	-	-	2,785.00
	March 31, 2022	-	-	-	750.00

* Loan to director is interest free.

Amount in ₹ Lakh

Outstanding at the year end	**As at**				
Loans taken (including interest)	March 31, 2023	-	4,299.31	-	-
	March 31, 2022	-	4,299.31	-	-
Trade payables	March 31, 2023	-	-	-	-
	March 31, 2022	-	379.79	-	-
Trade receivables	March 31, 2023	-	-	-	261.61
	March 31, 2022	-	-	-	813.05
Security deposit given	March 31, 2023	-	-	-	0.30
	March 31, 2022	-	-	-	2.40
Security deposit received	March 31, 2023	-	-	-	-
	March 31, 2022	-	-	-	2,785.00
Debentures Issued	March 31, 2023	700.00	-	2,472.00	402.00
	March 31, 2022	-	-	1,207.00	1,102.00
Other advances	March 31, 2023	4.19	-	-	-
	March 31, 2022	5.67	-	-	-
Other payables	March 31, 2023	-	-	-	-
	March 31, 2022	0.49	-	-	-

Note:

a. Related party relationship is as identified by the management based on the available information.

b. No amount has been written off during the year in respect of debts due from related parties.

c. The transactions with related parties are made on terms equivalents to those that prevails at arm's length transactions.

33 Financial Instruments

33.1 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company is not subject to any externally imposed capital requirements. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company has also received financial support from the parent company to meet its financial obligation. The Company does not have any long term debts hence there is no capital gearing ratio.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2023 and March 31, 2022.

33.2 Categorization of financial instruments

Amount in ₹ Lakh

	As at March 31, 2023	As at March 31, 2022
(i) Financial Assets		
Measured at amortised cost		
Loans (note 4)	4.11	4.23
Other financial assets (note 5)	210.68	60.80
Trade receivable (note 7)	274.66	412.17
Cash and cash equivalents (note 8)	102.71	368.58
Other bank balance (note 9)	-	6.24
	592.16	**852.02**
(ii) Financial Liabilities		
Measured at amortised cost		
Borrowings (note 13)	**4,299.31**	4,299.31
Lease Liability (note 14)	**1,328.54**	4,201.42
Trade Payables (note 16)	**197.30**	627.93
Other Financial Liabilities (note 17)	18.97	2,804.57
Measured at fair value through profit & loss		
Borrowings (note 13)	**2,127.55**	3,148.00
	7,971.67	**15,081.23**

33.3 Financial risk management objectives and policies

The management conducts and operates the business in a prudent manner, taking into account the significant risks to which the business is or could be exposed. The primary risk to which the business is exposed, which are unchanged from the previous year, comprise credit risks, liquidity risks and market risks.

Management continuously monitors its cash flows to determine its cash requirements and makes arrangements with its parent company in order to manage exposure to liquidity risk.

Exposure to aforementioned risks are detailed below:

Credit risk

Financial assets that potentially expose the Company to concentration of credit risk comprises trade receivables, loans, bank account and deposits. Credit risk is managed by assessing the credit worthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up. Credit risk on cash and cash equivalents is minimum as the Company's bank accounts are with high credit rated schedule and private banks.

Refer note 7 for ageing analysis of trade receivables as at balance sheet date.

Liquidity risk

Liquidity risk is the risk that a company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets. The Company has taken loan from parent company and other group companies and in order to meet its business requirement fully depended on the parent company for further liquidity support. The parent company has provided a comfort that it will not recall the loan which is given as repayable on demand and also provide required financial support. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

The table below provides the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company may be required to pay.

Amount in ₹ Lakh

Particulars	As at March 31, 2023				
	Carrying amount	On Demand	Less than one year	More than one year	Total
Borrowings	6,426.86	-	774.42	5,652.44	6,426.86
Trade payables	197.30	-	197.30	-	197.30
Lease liabilities	1,328.54	-	80.58	1,247.96	1,328.54
Other financial liabilities	18.97	-	18.97	-	18.97

Amount in ₹ Lakh

Particulars	As at March 31, 2022				
	Carrying amount	On Demand	Less than one year	More than one year	Total
Borrowings	7,447.31	-	839.00	6,608.31	7,447.31
Trade payables	627.93	-	627.93	-	627.93
Lease liabilities	4,201.42	-	215.83	3,985.59	4,201.42
Other financial liabilities	2,804.57	-	2,804.57	-	2,804.57

Interest rate risk

The Company is not subject to any significant interest risk, since the loan taken are short term in nature & rate of interest are fixed for the entire tenure.

Foreign currency risk management

The Company procure spares parts, training and maintenance services for Aircraft in foreign currency. Consequently, it exposes the Company to exchange rate fluctuations.

The carrying amounts of the company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

Currency	Year Ended March 31, 2023	Year Ended March 31, 2022
USD	1,95,823.94	2,52,907.58
Euro	2,441.54	-

Foreign currency sensitivity analysis

The following tables demonstrate the sensitivity of profit before tax to a reasonably possible change in USD exchange rates, with all other variables held constant.

Amount in ₹ Lakh

Change in Exchange Rate	Currency	Impact on Statement of P/L	Year Ended March 31, 2023	Year Ended March 31, 2022
Increase by 5%	USD	Profit will Decrease by	8.05	9.59
Decrease by 5%	USD	Profit will Increase by	8.05	9.59
Increase by 5%	Euro	Profit will Decrease by	0.11	-
Decrease by 5%	Euro	Profit will Increase by	0.11	-

33.4 Fair value measurement

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. The following methods and assumptions were used to estimate the fair values unless the carrying value of the financial asset or liability is immaterial:

i) The management assessed fair value of cash and short-term deposits, trade and other short-term receivables, trade payables and other current liabilities carried at amortised cost is not materially different from its carrying amount largely due to short-term maturities of these financial assets and liabilities.

ii) The fair value of loans receivables are estimated by discounted cash flow method to capture the present value of the expected future economic benefits that will flow to the company.

iii) The fair value of borrowings in the nature of debentures are estimated by discounted cash flow method to capture the present value of the expected future economic benefits that will flow to the company.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities that can be accessed at the measurement date.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3 as described below:

Amount in ₹ Lakh

Particulars	Level-1	Level-2	Level-3	Total
Financial instruments at fair value through profit and loss				
As at March 31, 2023				
Current Borrowings (refer note 13)	-	-	774.42	774.42
Non Current Borrowings (refer note 13)	-	-	1,353.13	1,353.13
As at March 31, 2022				
Current Borrowings (refer note 13)	-	-	-	-
Non Current Borrowings (refer note 13)	-	-	-	-

Note: During the year ended March 31, 2023 and for the year ended March 31, 2022 measurement of no financial instruments were transferred from one level to another level of fair value hierarchy.

34 Undisclosed Income

There are no transaction that has not been 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) and also there were no income and related assets that has been previously unrecorded and required to be recorded in the books of account during the year.

35 Details of Benami Properties

There are 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.

36 Utilisation of Borrowed funds and share premium:

The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) 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 (ii) 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 (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

37 Registration of charges or satisfaction with Registrar of Companies (ROC):

No charges or satisfaction pending to be registered with ROC beyond the statutory period.

38 Material uncertainty about going concern

The Company had incurred losses till the financial year ended 31.03.2022, which were mainly attributable to high lease rent and relatively low demand for the Aircraft chartering services over the last few years. During the previous financial year, a major repair & renovation of the aircraft has been done and due to which the company observes a significant increase in demand for the aircraft. As a result of this, the Company has made profit in the current financial year. Moreover, lease rental of aircraft has also been reduced significantly which is to be applicable from 1st April 2023. Therefore, the Company is now expecting to make profit on a sustainable basis. It has also recovered its old trade receivable from other group companies during the year which has been used to repay the current liabilities. As at March 31, 2023, the Company has negative net worth of ₹ 6,645.44 lakh (PY: Negative ₹ 10,331.04 lakh) and has net outstanding current liabilities of ₹ 1,136.76 lakh (PY: ₹ 4,494.01 lakh). Inspite of this, the Company is hopeful to repay its current liabilities which is payable within the next financial year by using its current assets and profits of the next financial year. In view of the above, the management expects to generate positive cash flow and accordingly, the financial statements are continued to be presented on a going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business. This matter has been referred by auditors in their audit report."

39 The previous year figures have been regrouped/ reclassified, wherever necessary to confirm to the current year presentation.

40 The financial statements were approved for issue by the board of directors on 26th May 2023.

As per our Report of even date

For Sidharth N Jain & Company
Chartered Accountants
(Firm Registration No. 018311C)

For and on behalf of the Board

Sidharth N Jain	**Munesh Kumar Kaushik**	**Sunil Kumar Ojha**
Proprietor	Director	Director
Membership No.134684	DIN: 08434094	DIN: 03320931

Place: Noida
Date : 26th May 2023

BOARD'S REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their Seventeenth Annual Report and the Audited Financial Statement for the financial year ended March 31, 2023.

OPERATIONS AND STATE OF COMPANY'S AFFAIRS

After termination of Power Purchase Agreement with Uttar Pradesh Power Corporation Limited, your Company continued to explore various possibilities to setup projects.

Your Company generated revenue of Rs. 73.65 lakh from other income during the current financial year as compared to Rs. 50.17 lakh generated in the previous financial year ended March 31, 2022. The aggregate expenditure of Rs. 0.11 lakh towards Finance Charges was incurred. The loss after tax for the current year is Rs. 1,147.04 lakh as compared to loss of Rs. 46,868.25 lakh in the previous financial year ended March 31, 2022.

DIVIDEND

Your Directors have not recommended any dividend on the equity shares for the year under review.

TRANSFER OF AMOUNT RESERVES

No amount has been transferred to any reserves during the year under review.

SHARE CAPITAL

There are no change in issued, subscribed and paid-up capital of the Company during the year under review. The Company is a wholly owned subsidiary of Bajaj Hindusthan Sugar Limited.

SUBSIDIARY AND ASSOCIATE COMPANIES

The Company did not have any Subsidiary/ Associate Company during the year under review.

ANNUAL RETURN

The Company does not have website.

The Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in Form No. MGT – 7 of Companies (Management & Administration) Rules, 2014 is attached as Annexure-I and forms part of this report.

BOARD COMMITTEES

The Company has the following Committees:

a) Audit Committee

Composition

The Audit Committee consists of Mr. Dinesh Kumar Shukla (Chairman of the Committee), Ms. Shalu Bhandari and Mr. Chandresh Chhaya. Majority of the members of the Committee are Independent Directors.

Meeting and Attendance

The Audit Committee met 6 (six) times during the Financial Year on May 17, 2022, August 04, 2022, October 10, 2022, November 09, 2022, December 28, 2022 and February 08, 2023. The attendance of each Committee Member is as under:

Name	Category	Number of Meeting during the Financial Year 2022-23	
		Entitled to attend	Attended
Mr. Dinesh Kumar Shukla*	Independent, Non-Executive Director	6	3
Ms. Shalu Bhandari	Independent, Non-Executive Director	6	6
Mr. Chandresh Chhaya	Non-Independent, Non-Executive Director	6	6

* Chairman of the Audit Committee.

There is no instance where the Board has not accepted any recommendation of Audit Committee.

b) Nomination and Remuneration Committee

Composition

The Nomination and Remuneration Committee consists of Mr. Dinesh Kumar Shukla (Chairman of the Committee), Ms. Shalu Bhandari and Mr. Chandresh Chhaya. Majority of the members of the Committee are Independent Directors. The scope and function of the Nomination & Remuneration Committee are in accordance with Section 178 of the Companies Act, 2013.

Meeting and Attendance

No meeting of Nomination and Remuneration Committee was held during the year under review.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by Section 149(8) read with Schedule IV of the Companies Act, 2013, a meeting of the Independent Directors of the Company was held during the year on August 04, 2022, without the attendance of Non-Independent Directors and Members of the management.

RELATED PARTIES TRANSACTIONS

The Company has not entered into any contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013.

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

The particulars of loans, guarantees or investments under Section 186 of the Companies Act, 2013 are provided below:

Sr. No.	Name of the Entity	Particulars of Loan, Guarantee and Investments	Amount (Rs. in lakh)	Key terms & Conditions	Purpose for which the loan or guarantee or security is proposed to be utilized by the recipient (to be provided only for loan or guarantee or security)
1.	Bajaj Power Ventures Private Limited	Investment made in equity shares	167,031.36	N.A.	N.A.
2.	Bajaj Aviation Private Limited	Investment made in Zero Percent Optionally Convertible Debentures	2,472.00	Zero Percent Optionally Convertible Debentures	For Business purpose

MATERIAL EVENTS THAT HAVE OCCURRED AFTER THE BALANCE SHEET DATE

There has been no material changes and commitments affecting financial position of the Company that have occurred between the balance sheet date and date of this report.

SIGNIFICANT ORDERS IMPACTING ON GOING CONCERN STATUS AND COMPANY'S OPERATIONS

There have been no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and company's operations in future.

BOARD OF DIRECTORS

Retirement by Rotation

Mr. Chandresh Chhaya (DIN: 00006928) will retire by rotation and being eligible, offers himself for re-appointment.

A detailed profile(s) of Mr. Chandresh Chhaya seeking appointment at the forthcoming AGM as required under Secretarial Standard on General Meetings is provided separately by way of an Annexure to the Notice of the AGM.

Declaration by Independent Directors

Mr. Dinesh Kumar Shukla (DIN: 00025409) and Ms. Shalu Bhandari (DIN: 00012556), Independent Directors of the Company have submitted declaration of Independence confirming that they meet the criteria of independence under Section 149(6) of the Companies Act, 2013.

All the Independent Directors of the Company have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence and that they are independent of the management. Further it also confirmed that they have complied with the provisions regarding Independent Directors' registration with the databank maintained by The Indian Institute of Corporate Affairs ('IICA') and online proficiency self-assessment test conducted by the IICA unless exempted.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

BOARD MEETINGS

During the financial year 2022-2023, the Board of Directors met 6 times on May 17, 2022, August 04, 2022, October 10, 2022, November 09, 2022, December 28, 2022 and February 08, 2023. The gap between any two meetings has been less than four months.

Details of the Board of Directors and Attendance Record of Directors during the financial year ended March 31, 2023 is as under:

Name	DIN	Board Meetings entitled to attend	Board Meetings attended
Mr. Dinesh Kumar Shukla	00025409	6	3
Ms. Shalu Laxmanraj Bhandari	00012556	6	6
Mr. Chandresh Chhaya	00006928	6	6

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 with respect to the directors' responsibility statement, it is hereby confirmed that:

(a) in the preparation of the annual accounts for the year ended March 31, 2023 the applicable Accounting standards had been followed along with proper explanation relating to the material departures;

(b) the directors of the Company 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 March 31, 2023, and of the loss of the Company for the year ended March 31, 2023;

(c) the directors of the Company had taken proper and sufficient care for the maintenance of proper accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the directors of the Company had prepared the accounts of the Company for the financial year ended March 31, 2023 on a going concern basis and

(e) the directors of the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROL

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

RISK MANAGEMENT

The Company, like any other enterprise, is exposed to business risk which can be an internal risks as well as external risks. Any unexpected changes in regulatory framework pertaining to fiscal benefits and other related issue can affect company's operations and profitability. However the Company is well aware of the above risks and as part of business strategy has formulated a Risk Management Policy.

The Risk Policy approved by the Board, lays down the roles and responsibilities of the various functions in relation to risk management covering a range of responsibilities, from the strategic to the operational. These role, inter alia, provide the foundation for your Company's Risk Management Policy and Framework that is endorsed by the Board and is aimed at ensuring formulation of appropriate risk management procedures and their effective implementation. The Company is in the process of implementing the current Risk Management Framework that consists of the following key elements:

- The Corporate Risk Management policy facilitates the identification and prioritization of strategic and operational risks, development of appropriate mitigation strategies and conducts periodic reviews of the progress on the management of identified risks.
- The risk policy brings robustness to the process of ensuring that business risks are effectively addressed.
- Appropriate structures are in place to proactively monitor and manage the inherent risks in businesses with unique / relatively high risk profiles.
- The periodical planning exercise requires the management to clearly identify their top risks and set out a mitigation plan with agreed timelines and accountability.

The combination of policies and processes as outlined above is expected to adequately address the various risks associated with your Company's businesses.

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY AND ITS IMPLEMENTATION:

The Company is not required to have and implement CSR Policy.

STATUTORY AUDITORS

Members of the Company at the Thirteenth Annual General Meeting approved appointment of M/s. Sidharth N Jain & Co., Chartered Accountants (Firm Registration No. 018311C), as Statutory Auditors of the Company to hold office for a term of 5 (five) years from the conclusion of 13th (Thirteenth) AGM upto the conclusion of the 18th (eighteenth) AGM of the Company without any further confirmation/ ratification / approval at every subsequent AGM of the Company.

INDEPENDENT AUDITORS' REPORT

The Auditors in their Report to the members have given a qualified opinion and the response of your Directors with respect to it as follows:

Audit Qualification

In respect of the transaction as detailed in Note 13.2 of the financial statements, the Company has not recognized interest expense of Rs. 11,243.04 lakh for current financial year (Rs. 10,516.97 lakh in previous year 2021-22 and cumulatively unrecognized interest expense of Rs. 42,654.41 lakh upto the end of the current financial year), on loan taken from holding company. Non recognition of interest expenses is a departure from the Accounting Standards prescribed under section 133 of the Companies Act. Had such interest been provided, in the books of account, total loss for the year ended March 31, 2023 would have been increased by Rs. 11,243.04 lakh and total equity would have been reduced by Rs. 42,654.41 lakh.

Response to above

The Company was exploring for the new power project and PPA (Power Purchase Agreement) with UPPCL (Uttar Pradesh Power Corporation Ltd). Presently the Company is not in operations; hence the Company could not service the interest on debt of the holding company. Therefore on the basis of conservatism and prudence the holding company (the lender) has not recognized the interest income in their books. In line with the holding company, the company has not booked interest expenses in its books of accounts. The company fully acknowledges the liability and will pay in future.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records pursuant to section 148(1) of the Companies Act, 2013.

DEPOSITS

The Company has not accepted any deposits within the meaning of Chapter V of The Companies Act, 2013 during the year under review. No deposit remained unpaid or unclaimed as at the end of the year and accordingly there has been no default in repayment of deposits or payment of interest thereon during the year.

REMUNERATION POLICY

The Nomination & Remuneration Committee is fully empowered to determine / approve and revise subject to necessary approvals, the remuneration of key managerial personnel, whenever appointed. The non-executive Directors are not paid sitting fees for every meeting of the board and its committees attended by them.

General Disclosure

During the year under review:

a) the Company has not issued Equity Shares with differential rights as to dividend, voting or otherwise, pursuant to the provisions of Section 43 of Companies Act, 2013 and Rules made thereunder.

b) the Company has not made any provisions of money or has not provided any loan to the employees of the Company for purchase of shares of the Company or its holding Company, pursuant to the provisions of Section 67 of Companies Act, 2013 and Rules made thereunder.

c) the Company has not bought back its shares, pursuant to the provisions of Section 68 of Companies Act, 2013 and Rules made thereunder.

d) no application was filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

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

The particulars as prescribed under sub-section (3) (m) of Section 134 of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 to the extent applicable with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo are as under:

(A) Conservation of Energy

(i)	The steps taken or impact on conservation of energy	:	------
(ii)	The steps taken by the Company for utilizing alternate sources of energy	:	------
(iii)	The capital investment on energy conservation and equipments	:	------

(B) Technology Absorption

(i)	The efforts made towards technology absorption	:	------
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution	:	------
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the year)	:	------
	(a) The details of technology imported		
	(b) The year of import		
	(c) Whether the technology has been fully absorbed		
	(d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and		
(iv)	The expenditure incurred on research and development	:	------

(C) Foreign Exchange Earnings and Outgo

(i)	The Foreign Exchange earned in terms of actual inflows during the Financial Year 2022– 23	:	------
(ii)	The Foreign Exchange outgo during the financial year 2022 – 23 in terms of actual outflow.	:	------

COMPLIANCE OF SECRETARIAL STANDARDS OF ICSI

In terms of Section 118(10) of the Companies Act, 2013, the Company is complying with the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by Central Government with respect to Meetings of the Board of Directors and General Meetings.

DISCLOSURE UNDER PREVENTION OF SEXUAL HARASSMENT ACT

In terms of Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Company has zero tolerance for sexual harassment at workplace. No complaint on Sexual Harassment was reported under the said Act during the financial year under review.

PARTICULARS OF EMPLOYEES

Since the Company does not have any employee during the year under review, disclosure as required to be made as prescribed under Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is not applicable.

ACKNOWLEDGEMENTS

Your directors express their appreciation for the sincere co-operation and assistance of Government authorities, bankers, and business associates as well as Directors and Employees of the Company and its holding Company.

Your Directors acknowledge with gratitude the support extended by valued shareholders.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	Shalu Bhandari	**Chandresh Chhaya**
Place: Mumbai	Director	Director
Date: May 25, 2023	(DIN: 00012556)	(DIN: 00006928)

Annexure-I to the Board's Report
Form No. MGT-7
ANNUAL RETURN
As on the financial year ended on 31/03/2023 of
Bajaj Power Generation Private Limited

[Pursuant to Section 92(1) of the Companies Act, 2013 and Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	* Corporate Identification Number (CIN) of the Company	U40102UP2006PTC045331
	Global Location Number (GLN) of the company	
	***Permanent Account Number(PAN)** of the company	AACCK9973F
ii)	a) Name of the Company	Bajaj Power Generation Private Limited
	b) Registered office address	Bajaj Bhawan, Jamnalal Bajaj Marg, B-10, Sector 3, Noida, Gautam Buddha Nagar, Uttar Pradesh – 201301.
	c) *email-ID of the company	adesai@bajajhindusthan.com
	d) *Telephone number with STD code	01204045100
	e) Website	-
iii)	Date of Incorporation	16/06/2006
iv)	Type of the Company	Private Company
	Category of the Company	Company limited by shares
	Sub-category of the Company	Indian Non-Government company
v)	Whether company is having share capital	✓ Yes O No
vi)	*Whether shares listed on recognized Stock Exchange(s)	O Yes ✓ No
vii)	*Financial year From	(01/04/2022) To (31/03/2023)
viii)	*Whether Annual General Meeting (AGM) held	O Yes ✓ No
	(a) If yes, date of AGM	AGM to be held
	(b) Due date of AGM	30/09/2023
	(c) Whether any extension for AGM granted	O Yes ✓ No
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	-
	(e) Extended due date of AGM after grant of extension	-
	(f) Specify the reasons for not holding the same	-

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities …1…………

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	0

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given ……1……

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held
1	Bajaj Hindusthan Sugar Limited	L15420UP1931PLC065243	Holding	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) Share Capital

a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	5,000,000	20,000	20,000	20,000
Total amount of equity shares (in Rs. lakh)	500	2	2	2

Number of classes ……1……..

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	5,000,000	20,000	20,000	20,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in Rs. lakh)	500	2	2	2

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in Rs. lakh	0	0	0	0

Number of classes …0...

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in Rs. lakh)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of Shares	Number of shares			Total Nominal Amount (in Rs. lakh	Total Paid-up amount (in Rs. lakh	Total premium
Equity shares	Physical	Demat	Total			
At the beginning of the year	0	20,000	20,000	2	2	0
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	20,000	20,000	2	2	0
Preference shares						
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company INE03TX01015

(ii) Details of stock split/consolidation during the year (for each class of shares) ……0…………………..

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Face value per share			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)*

Nil

[Details being provided in a CD/Digital Media] o Yes o No o Not applicable

Separate sheet attached for details of transfers o Yes o No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM	
Date of Registration of Transfer	
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	-
Amount per Shares/Debentures/Units (in Rs.)	-
Ledger Folio of Transferor	-
Transferor's Name	-
Ledger Folio of Transferee	-
Transferee's Name	-

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total	0	0	0

Details of debentures

Class of Debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures) --- 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	**0**	**0**	**0**	**0**	**0**

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover: 0

(ii) Net worth of the Company: Rs. (6,822.10) lakh

VI (a) *SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	20,000	100	0	0
10.	Others	0	0	0	0
	Total	20,000	100	0	0

Total number of shareholders (promoters) ……7……..

(b) *SHARE HOLDING PATTERN – Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (other than promoters) ……0……….

Total number of shareholders (Promoters + Public/Other than promoters) ……7………

(c) * Details of Foreign institutional investors' (FIIs) holding shares of the company ……0………

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non Executive	Executive	Non Executive	Executive	Non Executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing						
(i) Banks and FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small shareholders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	3	0	3	0	0

Number of Directors on the financial year …3…. and Key managerial personnel (who is not director) as end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Mr. Dinesh Kumar Shukla	00025409	Director	0	
Ms. Shalu Laxmanraj Bhandari	00012556	Director	0	
Mr. Chandresh Chhaya	00006928	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the Year ……0…….

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment / change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING

Number of meetings ……1………… Held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/09/2022	7	5	99.99

B. BOARD MEETINGS

*Number of meetings held 6

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17-05-2022	3	2	66.67
2	04-08-2022	3	3	100
3	10-10-2022	3	2	66.67
4	09-11-2022	3	3	100
5	28-12-2022	3	2	66.67
6	08-02-2023	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held …6…………………..

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	17-05-2022	3	2	66.67
2	Audit Committee	04-08-2022	3	3	100
3	Audit Committee	10-10-2022	3	2	66.67
4	Audit Committee	09-11-2022	3	3	100
5	Audit Committee	28-12-2022	3	2	66.67
6	Audit Committee	08-02-2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of atten-dance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of atten-dance	
1	Mr. Dinesh Kumar Shukla	6	3	50	6	3	50	
2	Ms. Shalu Bhandari	6	6	100	6	6	100	
3	Mr. Chandresh Chhaya	6	6	100	6	6	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

……☒…… Nil

A. Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 0

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total						

B. Number of CEO, CFO and Company secretary whose remuneration details to be entered: 0

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

C. Number of other directors whose remuneration details to be entered ...0....

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

✓ Yes o No

B. If No, give the reasons/observations

XII. PENALTY AND PUNISHMENT – DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

………….. Nil …………….

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment ✓ Yes O No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8: N.A.

I/We certify that:

a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.

c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company

d) the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

DECLARATION

I am authorised by the Board of Directors of the company 08 vide resolution no. dated 15/05/2020 to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of section 447, sections 448 and 449 of the Companies, Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be signed by

Director

DIN of the director …………….

To be signed by

o Company Secretary

o Company Secretary in practice

Membership number ……………. Certificate of practice number ………………………

Attachments

1. list of share holders, debenture holders;
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachments, if any.

For and on behalf of the Board of Directors

	Sd/- **Shalu Bhandari**	**Sd/-** **Chandresh Chhaya**
Place : Mumbai	Director	Director
Date : May 25, 2023	DIN: 00012556	DIN: 00006928

INDEPENDENT AUDITORS' REPORT

To the Members of

Bajaj Power Generation Private Limited

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Bajaj Power Generation Private Limited ("the Company"), which comprise the balance sheet as at March 31, 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (Collectively referred to as 'financial statements').

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2023, and its loss (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

As stated in Note 13.2 of the financial statements, the Company has not recognized interest expense of ₹ 11,243.04 lakh for current financial year (₹ 10,516.97 lakh in previous year 2021-22 and cumulatively unrecognized interest expense of ₹ 42,654.41 lakh upto the end of the current financial year), on loan taken from holding company. Non recognition of interest expenses is a departure from the Accounting Standards prescribed under section 133 of the Companies Act. Had such interest been provided, in the books of account, total loss for the year ended March 31, 2023 would have been increased by ₹ 11,243.04 lakh and total equity would have been reduced by ₹ 42,654.41 lakh.

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

Material Uncertainty related to Going Concern

As stated in Note No. 30 of the financial statements, existing power project of the Company could not take off in time due to various reasons beyond the Company's control. As at March 31, 2023, the Company has negative net worth of ₹ 6,820.10 lakh (March 31,2022 ₹ 46,891.94 lakh) and has net outstanding current liability of ₹ 164,325.43 lakh (March 31, 2022: ₹ 164,325.60 lakh). The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. The Company is exploring the possibilities of the project in future with necessary regulatory approvals as required. Also, substantial portion of the current liabilities is due to holding company and the holding company has undertaken not to recall the amount owed by the Company and will provide continuing financial support until such time the Company is able to operate on its own financial resources. Accordingly, the financial statements are presented on a going concern basis, which contemplates the realization of assets and settlement of liabilities in the ordinary course of business.

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

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ('Ind AS') 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 accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors 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 Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with Standards on Auditing ('SAs'), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going

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

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

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 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 A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b. Except to the effect of matter as described in the Basis of Qualified opinion paragraph above, in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c. The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d. Except to the effect of matter as described in the Basis for Qualified Opinion paragraph above, in our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules 2016 (as amended).
   e. The matters described in 'Basis for Qualified Opinion' paragraph and the Going concern matter described under Material Uncertainty related to Going Concern paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
   f. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
   h. In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid or provided managerial remuneration during the year. Therefore, the provision the section 197 read with Schedule V to the Act is not applicable to the Company;
   i. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29 to the financial statements.
      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, other than those disclosed in the financial statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

         (b) The Management has represented, that, to the best of its knowledge and belief, other than those disclosed in the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

         (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has causes us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
      v. The Company has not declared or paid dividend during the year hence reporting of compliances of section 123 is not applicable.
      vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN:23134684BGVSSD2279

Place: Lucknow
Date: 25th May 2023

Annexure 'A'

Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report 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 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 does not have any intangible assets.

(b) As explained to us, all the property, plant and equipment have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on verification.

(c) Based on our examination of the registered title deed / sale deed / transfer deed provided to us, we report that, the title deeds of all immovable properties, disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its Property, Plant and Equipment during the year.

(e) To the best of our knowledge and according to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder, hence reporting of clause 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.

(a) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has made investments in companies and provided loans during the year, in respect of which:

(a) During the year, the Company has provided loans in form of investment in debt securities to a fellow subsidiary company and provided security to holding company, in respect of which:

a. Aggregate amount of the loan in form of investment in debt security during the year to a fellow subsidiary company is ₹ 2,472.00 lakh and balance outstanding as at year end is ₹ 2,472.00 lakh in respect of the same. Aggregate amount of security of ₹ 26,685.00 lakh (at cost) is outstanding as at year end which was provided during the previous year to secure the loan taken from the holding company.

b. The Company has not given any loans or advances in the nature of loan or guarantees or securities to parties other than subsidiary, associate and joint venture during the year. In respect of loans given in earlier years, total outstanding as at year end is ₹ Nil.

(b) In our opinion, investments made, securities given and the terms and condition of grant of all loans provided during the year are prima facie not prejudicial to the Company's interest.

(c) In respect of loans and advances in the nature of loans granted in earlier years, the arrangement does not have stipulation of schedule of repayment of principal and payment of interest as all the loans are repayable on demand. However, all such loans have been recovered before the end of the current year.

(d) In respect of loans granted by the Company in earlier years, in absence of specific stipulation of repayment of principal and payment of interest and considering the loans are repayable on demand and same have been recovered before the end of the current year, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of Act, in respect of loans, investments, guarantees, and security to the extent applicable to it.

(v) According to the information and explanations given to us, the company has not accepted any deposit or amounts which are deemed to be deposits from the public within the meaning of section 73 to 76 of the Act and the rules framed thereunder. Therefore, the provision of clause 3(v) of the Order is not applicable to the Company.

(vi) To the best of our knowledge and as explained, the Company has not started commercial business activities. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.

(vii) (a) According to records of the Company, the Company has been regular in depositing with appropriate authorities undisputed statutory dues including goods and service tax, Income-tax, Service-tax, Custom Duty, Cess and other statutory dues to the extent applicable to it. The provisions of Provident fund, Employees' State Insurance, Excise Duty and Value Added tax are not applicable to the Company.

According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, Income-tax, Service tax, Customs Duty, Cess and other material statutory dues 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 dues of income tax, service tax, Goods and Service tax and customs duty which have not been deposited on account of any dispute except the case mentioned below:

Name of Statute	Nature of the Dues	Amount demanded (₹ in lacs)	Amount deposited under disputes (₹ in lacs)	Amount not deposited	Period for which the amount relates (A.Y.)	Forum where the dispute is pending
Income Tax Act, 1961	Income tax	43.51	43.51	-	2015-16	CIT (Appeal) Mumbai

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) Based on our audit procedures performed, according to information and explanations given by the management and on an overall examination of financial statements of the Company, we are of the opinion that:

(a) The Company has taken a loan which is repayable on demand from the holding company. As per the records of the Company and explanations provided by the management, the holding company has not recalled the loan and interest due thereon, accordingly, there is no default made by the Company in repayment of loans and in payment of interest.

(b) the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) the Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) the Company has not taken any funds from any entity or person on account of or to meet the obligations of its fellow subsidiary.

(f) the Company has not raised any loan during the year on pledge of securities held in its fellow subsidiary, and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As per the records of the Company and information and explanation given to us by the management, the Company has not received any whistle blower complaints during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Act, where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) (a) In our opinion, the Company is not required to have an internal audit system as per section 138 of the Act hence reporting under clause 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable.

(xv) In our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with its directors and hence 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)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the current and preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) 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 and our knowledge of the Board of Directors and Management plans and based on our examination other evidences supporting the assumptions in form of comfort letter provided by the holding company for continuing financial support and not recalling the loan facility provided by it, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and comfort letter provided by the holding company and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has incurred losses in preceding years hence not required to spend towards corporate social responsibility as specified in section 135 of the Act. Hence reporting in clause (xx) of paragraph 3 of the Order is not applicable to the Company.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN:UDIN:23134684BGVSSD2279

Place: Mumbai
Date: 25th May 2023

Annexure 'B'

Annexure to the independent auditor's report of even date on the financial statements of Bajaj Power Generation Private Limited

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

Opinion

We have audited the internal financial controls with reference to financial statements of Bajaj Power Generation Private Limited ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2023, based on the internal financial controls with reference to financial statements 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 "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include 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 with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Sidharth N Jain & Company
Chartered Accountants
Firm registration number: 018311C

Sidharth Jain
Proprietor
Membership No.: 134684
UDIN:UDIN:23134684BGVSSD2279

Place: Lucknow
Date: 25th May 2023

Bajaj Power Generation Private Limited (2022-23)

Balance Sheet as at March 31, 2023

₹ in Lakh

Particulars	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	**102.31**	102.31
Financial Assets			
Investments	4	**1,67,921.60**	1,16,041.06
Other Financial Assets	5	**0.10**	0.10
Sub total		**1,68,024.01**	1,16,143.47
Current Assets			
Financial Assets			
Cash and Cash Equivalents	6	**12.70**	14.16
Other Bank Balance	7	**22.62**	21.59
Loans	8	**-**	549.30
Current Tax Assets (net)	9	**43.51**	705.14
Sub total		**78.83**	1,290.19
Total Assets		**1,68,102.84**	1,17,433.66
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	10	**2.00**	2.00
Other Equity	11	**(6,822.10)**	(46,893.94)
Sub total		**(6,820.10)**	(46,891.94)
Liabilities			
Non Current Liabilities			
Deferred Tax Liability	12	**10,597.51**	-
Sub total		**10,597.51**	-
Current Liabilities			
Financial Liabilities			
Borrowings	13	**1,64,325.10**	1,64,325.10
Current Tax Liabililties	9	**0.04**	0.25
Other Current Liabilities	14	**0.29**	0.25
Sub total		**1,64,325.43**	1,64,325.60
Total		**1,68,102.84**	1,17,433.66

See accompanying notes (1 to 42) to the financial statements
As per our attached report of even date

For Sidharth N Jain & Company
Chartered Accountants
Firm Registration No.018311C

For and on behalf of the Board

Sidharth Jain
Proprietor
Membership No. 134684

Shalu Bhandari
Director
(DIN : 00012556)

Chandresh Chhaya
Director
(DIN : 00006928)

Place: Lucknow
Date : May 25, 2023

Place: Mumbai
Date : May 25, 2023

Statement of Profit and Loss for the year ended March 31, 2023

₹ in Lakh

	Particulars	Note	Year ended March 31, 2023	Year ended March 31, 2022
I.	Revenue from Operations		**-**	-
II.	Other Income	15	**73.65**	50.17
III.	**Total Income (I+II)**		**73.65**	50.17
IV.	**EXPENSES**			
	Finance costs	16	**0.11**	0.26
	Other expenses	17	**1.52**	0.60
	Total Expenses (IV)		**1.63**	0.86
V.	**Profit/ (Loss) before exceptional items and tax**		**72.02**	49.31
VI.	Exceptional items	18	**1,581.76**	46,905.05
VII.	**Profit / (loss) before Tax (V-VI)**		**(1,509.74)**	(46,855.74)
VIII	Tax Expenses:			
	Current Tax	20	**18.15**	12.47
	Tax relating to earlier years	20	**0.06**	0.04
	Deferred Tax	20	**(380.91)**	-
			(362.70)	12.51
IX.	**Profit/(loss) after Tax**		**(1,147.04)**	(46,868.25)
X.	**Other Comprehensive Income**			
	(a) Items that will not be reclassified to profit or loss	21	**52,197.30**	-
	Tax on above Income	21	**(10,978.42)**	
	Total Other Comprehensive Income		**41,218.88**	-
XI.	**Total Comprehensive Income for the year (IX+X)**		**40,071.84**	(46,868.25)
XII.	**Earnings per Equity Share:**			
	Basic and Diluted (₹)	22	**(5,735)**	(2,34,341)

See accompanying notes (1 to 42) to the financial statements
As per our attached report of even date

For Sidharth N Jain & Company
Chartered Accountants
Firm Registration No.018311C

For and on behalf of the Board

Sidharth Jain
Proprietor
Membership No. 134684

Shalu Bhandari
Director
(DIN : 00012556)

Chandresh Chhaya
Director
(DIN : 00006928)

Place: Lucknow
Date : May 25, 2023

Place: Mumbai
Date : May 25, 2023

Cash Flow Statement for the year ended March 31, 2023

₹ in Lakh

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before Tax	**(1,509.74)**	(46,855.74)
Adjustments		
Exceptional items/Assets written off	**-**	46,905.05
Fair value loss on FVTPL Investments	**1,581.76**	-
Interest income	**-**	(0.94)
Operating profit/(Loss) before working capital changes	**72.02**	48.37
Movements in Working Capital:		
Increase / (decrease) in Trade & Other Payable	**0.04**	(0.05)
Cash generated from/ (used in) operations	**72.06**	48.32
Direct Taxes Paid (Net of Refunds)	**643.21**	645.43
Net Cash Flow/ (Used) From Operating Activities (A)	**715.28**	693.75
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Interest received on Loan	**-**	0.94
Investment in Debentures	**(1,265.00)**	(1,207.00)
Investment in Equity Shares	**-**	(0.00)
Loans recovered	**549.30**	750.00
Deposit with original maturity of more than three months	**(1.03)**	(0.85)
Net Cash Flow/ (Used) in Investing Activities (B)	**(716.73)**	(456.91)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Loan/interest paid	**-**	(250.00)
Net Cash Generated/ (Used) - Financing Activities	**-**	(250.00)
Net Increase/ (Decrease) in Cash and Cash Equivalents	**(1.45)**	(13.16)
Add : Opening Cash and Cash Equivalents	**14.16**	27.32
Closing Cash and Cash Equivalents (refer note 6)	**12.71**	14.16

Notes:

1. The Cash Flow Statement has been prepared under the indirect method as set out in Ind AS -7.
2. Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3. Disclosure of change in liabilities arising from financing, including both change from cash flow and non cash changes are given below-

₹ in Lakh

Particulars	Opening Balance	Non-Cash Adjustments	Net Cash Flows	Closing Balance
Borrowings including interest				
Current year	**1,64,325.10**	**-**	**-**	**1,64,325.10**
Previous year	1,57,943.10	6,632.00	(250.00)	1,64,325.10

As per our attached report of even date

For Sidharth N Jain & Company
Chartered Accountants
Firm Registration No.018311C

For and on behalf of the Board

Sidharth Jain
Proprietor
Membership No. 134684

Shalu Bhandari
Director
(DIN : 00012556)

Chandresh Chhaya
Director
(DIN : 00006928)

Place: Lucknow
Date : May 25, 2023

Place: Mumbai
Date : May 25, 2023

Statement of changes in Equity for the year ended March 31, 2023

Particulars	(Nos.)	(₹ in Lakh)
(A) EQUITY SHARE CAPITAL		
Equity shares of ₹ 10 each issued, subscribed and fully paid		
As at April 1, 2021	20,000	2.00
Change in equity share capital during the year	-	-
As at March 31, 2022	20,000	2.00
Change in equity share capital during the year	-	-
As at March 31, 2023	**20,000**	**2.00**

(B) OTHER EQUITY

For the period ended March 31, 2023 (₹ in Lakh)

	Other Comprehensive Income	Reserves and surplus	Total other equity
	Gain / (loss) on investments through OCI	Retained earnings	
As at April 1, 2022	**-**	**(46,893.94)**	**(46,893.94)**
Profit / (Loss) for the year	**-**	**(1,147.04)**	**(1,147.04)**
Other comprehensive income	**41,218.88**	**-**	**41,218.88**
As at March 31, 2023	**41,218.88**	**(48,040.98)**	**(6,822.10)**

For the year ended March 31, 2021 (₹ in Lakh)

	Other Comprehensive Income	Reserves and surplus	Total other equity
	Gain / (loss) on investments through OCI	Retained earnings	
As at April 1, 2021	-	(25.69)	(25.69)
Profit / (Loss) for the year	-	(46,868.25)	(46,868.25)
Other comprehensive income	-	-	-
As at March 31, 2022	-	(46,893.94)	(46,893.94)

See accompanying notes (1 to 42) to the financial statements

As per our attached report of even date

For Sidharth N Jain & Company
Chartered Accountants
Firm Registration No.018311C

For and on behalf of the Board

Sidharth Jain
Proprietor
Membership No. 134684

Shalu Bhandari
Director
(DIN : 00012556)

Chandresh Chhaya
Director
(DIN : 00006928)

Place: Lucknow
Date : May 25, 2023

Place: Mumbai
Date : May 25, 2023

Notes to Financial statements for the year ended March 31, 2022

1 Corporate Information

Bajaj Power Generation Private Limited ('the Company') (CIN U40102UP2006PTC045331) is a private limited company incorporated under the provisions of the Companies Act applicable in India. The registered office of the Company is situated at Bajaj Bhawan, Jamnalal Bajaj Marg, B-10, Sector-3, Noida, Uttar Pradesh - 201301.

The Company is a wholly owned subsidiary company of Bajaj Hindusthan Sugar Ltd and engaged in setting up of power project. The Company's existing power project could not take off in time due to various reasons beyond the Company's control, but the Company has sufficient land and is exploring the possibilities of project in future with necessary regulatory approvals as required.

2 Accounting Policies

2.01 Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended.

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 financial statements have been prepared on the historical cost basis except for certain financial instrument measured at fair value.

2.02 Operating cycle

All assets and liabilities have been classified as current and non-current as per the company’s normal operating cycle and other criteria set out above which are in accordance with the schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

2.03 Functional Currency

The financial statements of the Company are measured and presented in the currency of the primary economic environment of the Country in which the Company operates (its functional currency). The financial statements of the Company are presented in Indian Rupees (INR), which is the functional currency of the Company.

2.04 Property, plant and equipment:

Property, plant and equipment are stated at cost of acquisition or construction cost, net of accumulated depreciation (except freehold land) and accumulated impairment losses, if any. Such cost includes purchase price, taxes and duties, labour cost and direct overheads for self constructed assets and other direct costs incurred up to the date the asset is ready for its intended use.

Expenditure during construction period incurred on the projects under implementation are treated as pre-operative expenses pending allocation to the assets, and are included under "Capital Work in Progress". These expenses are apportioned to property, plant and equipment on commencement of commercial production. Capital Work in Progress is stated at the amount incurred up to the date of Balance Sheet.

Depreciation on property, plant and equipment is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 in the manner stated therein. Depreciation on assets added, sold or discarded during the year is provided on pro rata basis.

2.05 Impairment of non-financial Assets:

The Carrying amount of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss will be charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

2.06 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.

2.07 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are disclosed in the financial statements, unless possibility of an outflow of resources embodying economic benefit is remote. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

2.08 Taxation

Provision for current tax is made with reference to taxable income computed for the accounting period for which the financial statements are prepared by applying the tax rates and laws that are enacted or substantively enacted at the Balance sheet date. The tax is recognised in statement of profit and loss, except to the extent that it related to items recognised in the other comprehensive income (OCI) or in other equity. In this case, the tax is also recognized in other comprehensive income and other equity.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

Deferred tax assets on unused tax losses and unused tax credit are recognized, if it is probable that there would be future taxable income against which such deferred tax assets can be realised, or to the extent of deferred tax liabilities. Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

2.09 Borrowing Cost:

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.

2.10 Earning per share (EPS)

Basic earnings per share are calculated by dividing the total comprehensive income for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, total comprehensive income for the period and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.11 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable.

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.12 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

Initial recognition

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets held by the Company are classified as financial assets at fair value through profit and loss, fair value through OCI and at amortised cost.

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

Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

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

A financial asset is subsequently measured at fair value through other comprehensive income 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.

Equity instruments

All equity investments in scope of Ind-AS 109 are measured at fair value either as at FVTOCI or FVTPL. The Company makes such elections on an instrument-by-instrument basis. For equity instruments measured as at FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in the OCI.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss (P&L).

Financial assets at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to Loans, bank and other deposits.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets and credit risk exposure:

ECL impairment loss allowance (or reversal) is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. In balance sheet, ECL is presented as an allowance, i.e., as an integral part of the measurement of financial assets.

b) Financial liabilities

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognized in statement profit and loss as finance cost.

Subsequent measurement

Financial liabilities are subsequently 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.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.13 Fair value of financial instruments

In determining the fair value of its financial instruments, the company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realization on future date.

2.14 Critical accounting judgements and key sources of estimation uncertainty:

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

i **Fair valuation of investments**

Fair valuation of equity investments are done by an independent valuer using market approch method i.e. EV/EBIDTA method by taking the Industry base in which investee company operates. For fair valuation of investments in debt securities, discounted cash flow approach is used by taking remaining maturity life of the aforesaid instruments i.e. 10 years.

ii **Material uncertainty about going concern:**

In preparing financial statements, management has made an assessment of Company's ability to continue as a going concern. The Management is aware, in making the assessment, of material uncertainties related to events or conditions that may cast doubt upon the Company's ability to continue as a going concern. Notwithstanding this, the Company is of the opinion that the going concern basis, upon which the financial statements are prepared is appropriate in the circumstances. The Company will have adequate liquidity by realization of investments and also through financial support from holding company, to meet its financial obligations. Refer note 30.

2.15 Recent Accounting Developments

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of ‘accounting estimates’ and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statement.

3 Property, plant and equipment

₹ in Lakh

Particulars	Freehold land	Computers	Capital work in progress	Total
Cost				
As at April 1, 2021	102.31	0.04	46,905.01	47,007.36
Additions	-	-	-	-
Disposals (refer note 18)	-	0.04	46,905.01	46,905.05
As at March 31, 2022	102.31	-	-	102.31
Additions	-	-	-	-
Disposals	-	-	-	-
As at March 31, 2023	**102.31**	**-**	**-**	**102.31**
Depreciation and impairment				
As at April 1, 2021	-	-	-	-
Additions	-	-	-	-
Disposals	-	-	-	-
As at March 31, 2022	-	-	-	-
Additions	-	-	-	-
Disposals	-	-	-	-
As at March 31, 2023	-	-	-	-
Net book value				
As at March 31, 2022	102.31	-	-	102.31
As at March 31, 2023	**102.31**	**-**	**-**	**102.31**

Net book value	**As at March 31, 2023 ₹ in Lakh**	As at March 31, 2022 ₹ in Lakh
Property, plant and equipment	**102.31**	102.31
	102.31	102.31

	As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
4 Non-Current Assets		
a) Investments at fair value through other comprehensive Income		
Unquoted, fully paid up		
In Equity shares of other company		
10,43,94,602 (March 31, 2022: 10,43,94,602) Equity Shares of Bajaj Power Ventures Private Limited of ₹ 10/- each fully paid up (Refer note 4.1 and 4.2 below)	**1,67,031.36**	1,14,834.06

	As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
b) Investments at fair value through profit or loss		
In Debentures of fellow Subsidiary		
2,47,20,000 (March 31, 2022: 1,20,70,000) Zero Percent Optionally Convertible Debentures (ZOCD) of Bajaj Aviation Pvt. Ltd. of ₹ 10/- each (Refer note 4.3 below)	**2,472.00**	1,207.00
Less: Provision for diminution in value of investments in debentures	**(1,581.76)**	-
	890.24	1,207.00
	1,67,921.60	1,16,041.06

4.1 For investments pledge as security refer note 13.3.

4.2 Investment in Equity Shares of Bajaj Power Ventures Pvt. Ltd. has been valued at fair value through other comprehensive income as per the valuation report obtained from a independent registered valuer. Refer note 28 for determination of fair value of investments.

4.3 The investment in debt securities have been valued at fair value through profit and loss using discounted cash flow method by considering remaining maturity of the instrument i.e. 10 years.

4.4 Disclosure as per clause 34(3) and schedule V of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015.

Name of Company	Amount outstanding		Maximum balance outstanding	
	March 31, 2023	March 31, 2022	**March 31, 2023**	March 31, 2022
Bajaj Aviation Pvt. Ltd. (Fellow Subsidiary)				
Loan given	-	-	-	306.00
Investment in debt instruments	**2,472.00**	1,207.00	**2,472.00**	1,207.00

	As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
5 Other Non-current Financial Assets		
Security Deposit (unsecured, considered good)	**0.10**	0.10
	0.10	0.10
6 Cash and cash equivalents		
Balance with Banks	**12.70**	14.16
Cash on hand	**-**	-
	12.70	14.16
7 Other Bank Balances		
Deposits maturing within 12 months	**22.62**	21.59
	22.62	21.59
8 Loans and Interest Accrued		
(Unsecured, considered good)		
(a) Loan to others, other then related parties (refer note 24)	**-**	250.00
(b) Interest receivable on above (refer note 24)	**-**	299.30
	-	549.30

	As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
9 Current tax assets / liabilities		
A. Current tax assets		
Advance Income tax (net) (Refer note (i) below)	**43.51**	705.14
B Current tax liabilities		
Provision for income tax (net)	**0.04**	0.25

(i) Current tax assets include ₹ 43.51 lakh (March 31, 2022: ₹ 705.05 lakh for AY 2015-16 and AY 2016-17) being tax paid under protest to Income tax authorities for assessment year 2015-16. For AY 2015-16, the Company has filed an appel before CIT Appeal which is included in contingent liabilities. (Refer Note 29)

	As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
10 Share capital		
A. Authorised, issued, subscribed and paid-up share capital		
Authorised:		
50,00,000 (March 31, 2022 : 50,00,000) Equity Shares of ₹ 10/- each	**500.00**	500.00
	500.00	500.00
Issued, Subscribed and Paid up:		
20,000 (March 31, 2022 : 20,000) Equity Shares of ₹ 10/- each	**2.00**	2.00
	2.00	2.00

B. There is no change in the share capital during the current and preceding period.

C. Terms/ rights of equity shares

The Company has one class of equity shares having par value of ₹ 10/- per share. All equity shares are ranking pari passu in all respects including dividend. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive the realised value of the assets of the Company, remaining after payment of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

D. Shares held by the holding company / Shareholders holding more than 5% shares:

Name of shareholder	% Holding	Nos of shares
Bajaj Hindusthan Sugar Limited (Holding Company)		
As at March 31, 2023	**100**	**20,000**
As at March 31, 2022	100	20,000

Includes ten shares of nominee shareholders

E. Shares held by promoters at the end of the period:

S. No.	Promoter Name	No of shares	% of total shares	% change during the year
1	Bajaj Hindusthan Sugar Limited	19,990 (19,990)	100.0% (100.0%)	
2	Bajaj Hindusthan Sugar Limited and Mr. Balkishan Muchhal (Held as nominee)	5 (5)	0.0% (0.0%)	
3	Bajaj Hindusthan Sugar Limited and Mr. Akash Sharma (Held as nominee)	1 (1)	0.0% (0.0%)	

4	Bajaj Hindusthan Sugar Limited and Mr. Suresh Maheshwari (Held as nominee)	1 (1)	0.0% (0.0%)	
5	Bajaj Hindusthan Sugar Limited and Mr. Harbinder Singh Chauchan (Held as nominee)	1 (1)	0.0% (0.0%)	
6	Bajaj Hindusthan Sugar Limited and Mr. Pravin Bansal (Held as nominee)	1 (1)	0.0% (0.0%)	
7	Bajaj Hindusthan Sugar Limited and Mr. Narendra Kumar Soni (Held as nominee)	1 (1)	0.0% (0.0%)	
TOTAL		**20,000**	**100.0%**	-
		(20,000)	(100.0%)	-

Note: Figures in bracket represent previous year.

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2021 ₹ in Lakh
11	**Other equity**		
	Retained earnings		
	Opening Balance	**(46,893.94)**	(25.69)
	Add: Profit/ (Loss) for the year	**(1,147.04)**	(46,868.25)
	Closing Balance	**(48,040.98)**	(46,893.94)
	Gain / (loss) on investments through OCI		
	Opening Balance	**-**	-
	Change during the year	**41,218.88**	-
	Closing Balance	**41,218.88**	-
		(6,822.10)	(46,893.94)
12	**Deferred tax liabilities / (assets)**		
(a)	Fair valuation of equity investments thorugh OCI		
	Opening Balance	**-**	-
	Change during the year OCI	**10,978.42**	-
	Closing Balance	**10,978.42**	-

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2021 ₹ in Lakh
(b)	Fair valuation of investments in debentures through profit and loss (P&L)		
	Opening Balance	**-**	-
	Change during the year - P&L	**(380.91)**	-
	Closing Balance	**(380.91)**	-
	Net deferred tax liabilities	**10,597.51**	-
13	**Current Borrowings**		
	Secured		
	Loan from holding company (Refer Note 13.1,13.2,13.3 and 26)	**93,692.00**	93,692.00
	Interest accrued and due on above loan	**70,633.10**	70,633.10
		1,64,325.10	1,64,325.10

13.1 The loan from holding company is repayable on demand and carry interest @ 12% per annum.

13.2 The Company has not recognized interest expense of ₹ 11,243.04 lakh for current financial year (₹ 10,516.97 lakh in previous year 2021-22) and cumulatively it has not recognised interest expenses of ₹ 42,654.41 lakh upto the end of current year (₹ 31,411.37 lakh upto March 31, 2022), on loan taken from holding company. The same is as per the instruction of and in line with the accounting policy followed by the holding company. The holding company has not recognized corresponding interest income for current financial year on the principle of conservatism and prudence.

13.3 Security :The Company has pledged 2,42,59,091 equity shares having face value of ₹ 10 each, held by it in Bajaj Power Ventures Pvt. Ltd. to secure the loan of ₹ 93,692.00 lakh and interest accrued thereon availed by it from parent company "Bajaj Hindusthan Sugar Limited" (BHSL).

14	**Other current liabilities**		
	Other liabilities	**0.29**	0.25
		0.29	0.25

		Year ended March 31, 2023 ₹ in Lakh	Year ended March 31, 2022 ₹ in Lakh
15	**Other Income:**		
	Interest income on financial assets - carried at amortised cost		
	- on bank deposits	**1.15**	1.36
	- on Income tax refund (refer note 26)	**72.50**	47.87
	- on loans	**-**	0.94
		73.65	50.17
16	**Finance Costs:**		
	Interest on income tax	**0.08**	0.23
	Bank and other charges	**0.03**	0.03
		0.11	0.26
17	**Other Expenses:**		
	Payment to auditors (Refer note19)	**0.24**	0.24
	Legal and professional expenses	**1.07**	0.17
	Licence and other fees	**0.22**	0.18
	Miscellenous expenses	**0.00**	0.01
		1.52	0.60

		Year ended March 31, 2023 ₹ in Lakh	Year ended March 31, 2022 ₹ in Lakh
18	**Exceptional items**		
	Fair value loss on Investment in debentures	**1,581.76**	-
	Asset write off	**-**	0.04
	Project no longer continue charged to P&L (refer to note 1)	**-**	46,905.01
		1,581.76	46,905.05
19	**Payment to Auditors' as :**		
	Statutory Auditors:		
	Audit Fees	**0.24**	0.24

20 Income Tax

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
(a)	**Income tax recognised in statement of profit and loss**		
	Current tax		
	In respect of the current year	**18.15**	12.47
	In respect of earlier years	**0.06**	0.04
	Deferred tax	**(380.90)**	-
	Total tax expenses / (income) recognised in statement of profit and loss	**(362.69)**	12.51
(b)	**Income tax recognised in OCI**		
	Deferred tax on investments at FVTOCI	**10,978.42**	-
	Total tax expenses recognised in OCI	**10,978.42**	-
	Net tax expenses (a+b)	**10,615.73**	12.51
(c)	**Reconciliation of tax expense and the adjustment accounting profit before tax**		
	Accounting profit before tax	**(1,509.74)**	(46,855.74)
	Add: Expenses Disallowed	**1,581.84**	46,905.29
	Taxable Income	**72.10**	49.55
	Income tax expense calculated at income tax rates	**18.15**	12.47
	Add: Tax adjustment of earlier year	**0.06**	0.04
	Add: Deferred tax expenses / (income)	**(380.90)**	-
	Total tax expense / (income)	**(362.69)**	12.51

21 Other Comprehensive Income

Fair valuation of investments in equity shares through OCI		
Gain / (loss) on during the year	**52,197.30**	-
Tax on above Income	**(10,978.42)**	-
	41,218.88	-

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
22	**Earning per Share (EPS)**		
(i)	Net profit/(loss) after tax as per statement of profit and loss	**(1,147.05)**	(46,868.25)
(ii)	Weighted average number of equity shares outstanding	**20,000**	20,000
(iii)	Basic earnings per share	**(5,735)**	(2,34,341)
(iv)	Diluted earnings per share	**(5,735)**	(2,34,341)
(v)	Face value per share	**10.00**	10.00

23 Details of dues to Micro and small and medium enterprises as defined under The Micro, Small and Medium Enterprises Development Act, 2006 (the MSMED Act 2006) :

a (i) Principal amount remaining unpaid to any supplier at the end of accounting year	-	-
(ii) Interest due on above	-	-
b. Amount of interest paid by the buyer in terms of section 16 of the Act	-	-
c. Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the due date during the year but without adding the interest specified under this Act).	-	-
d. Amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Act, 2006	-	-

Note: The information has been given in respect of such vendors to the extent they could be identified as 'Micro & Small Enterprises' on the basis of information available with the Company.

24 Details of Loans given, investment made and guarantee given covered under section 186(4) of the Companies Act, 2013.

- Investment made are given under note 4
- Loans given as at March 31, 2023 are as under:

Name of the Company	**Nature**	**March 31, 2023 (₹ in Lakh)**	March 31, 2022 (₹ in Lakh)
Parakott Investments India Pvt Ltd	Loan for business purposes	-	549.30

25 Segment reporting

The Company operates only in one segment and there are no reportable segments in accordance with Ind-AS 108 on "Operating Segments".

26 Related Party Disclosures:

A. List of Related Parties:

Description of relationship	**Name of Related Parties**
(i) Holding Company	Bajaj Hindusthan Sugar Limited
(ii) Fellow Subsidiary	Bajaj Aviation Private Limited
(iii) Entities controlled or jointly controlled by persons who are member of the KMP of the reporting entity or of a parent of the reporting entity	Bajaj Power Ventures Pvt. Ltd. Lambodar Stocks Private Limited

B. Disclosure of transactions as required under Ind AS-24 in between the Company and Related Parties during the period in the ordinary course of business and status of outstanding balances at end of the period:

₹ in Lakh

Particulars		Holding Company	Fellow Subsidiary	Other entities as per (iii) above
Transactions during the year				
Loan including interest repaid	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	250.00	-	-
Loan taken	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	6,632.00	-	-
Loan Given	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	306.00	-
Loan Received back	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	306.00	-
Interest on Loan	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	0.94	-
Investment in ZOCD	**March 31, 2023**	**-**	**1,265.00**	**-**
	March 31, 2022	-	1,207.00	-
Advance Received Back	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	-	24,800.00
Investment (ZCOCD) Redeemed	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	-	26,685.00
Investment in Equity Shares	**March 31, 2023**	**-**	**-**	**-**
	March 31, 2022	-	-	1,14,834.06
Outstanding balances at the year end				
Loans taken	**March 31, 2023**	**1,64,325.10**	**-**	**-**
	March 31, 2022	1,64,325.10	-	-
Investment made (at Cost)	**March 31, 2023**	**-**	**2,472.00**	**1,67,031.36**
	March 31, 2022	-	1,207.00	1,14,834.06

Notes:

1. Related Party relationship is as identified by the Company based on the available information.
2. No amount has been written off or written back during the year in respect of debts due from or to related parties.
3. The Company has pledged its investment as security to the holding company against the borrowings. Refer note 13.3 for detail.

27 Financial Instruments

27.1 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company is not subject to any externally imposed capital requirements. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return captial to shareholders or issue new shares. The Company has also received financial support from the holding compnay to meet its financial obligations. The Company does not have long term debts hence there is no capital gearing ratio.

No changes were made in the objectives, policies or proceses for managing capital during the year ended on March 31, 2023.

27.2 Categorisation of financial instruments

₹ in Lakh

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
(i)	**Financial Assets**		
	Measured at fair value through OCI		
	Investment in Equity Shares (Refer note 4)	**1,67,031.36**	1,14,834.06
	Measured at fair value through profit of loss		
	Invetment in Zero Coupan Optionally convertivable Debenture (Refer note 4)	**890.24**	1,207.00
	Measured at amortised cost		
	Cash and cash equivalents (refer note 6)	**12.70**	14.16
	Other bank balance (refer note 7)	**22.62**	21.59
	Loans (refer note 8)	**-**	549.30
	Other financial Asset (refer note 5)	**0.10**	0.10
		1,67,957.02	1,16,626.21
(ii)	**Financial Liabilities**		
	Measured at amortised cost		
	Current borrowings (refer note 13)	**1,64,325.10**	1,64,325.10
		1,64,325.10	1,64,325.10

27.3 Financial risk management objective and policies

The management conducts and operates the business in a prudent manner, taking into account the significant risks to which the business is or could be exposed. The primary risk to which the business is exposed, which are unchanged from the previous year, comprise credit risks, liquidity risk and market risk.

Management continuously monitors its cash flows to determine its cash requirements and makes arrangements with its parent company in order to manage exposure to liquidity risk.

Exposure to aforementioned risks are detailed below:

Credit risk

Financial assets that potentially expose the Company to concentration of credit risk comprises investments, loans, bank account and deposits. Credit risk is managed by assessing the credit worthiness of parties to whom loans are given, credit rating of companies in which investment made and the potential for exposure to the market in which these entities operate, combined with regular monitoring and follow-up. Credit risk on cash and cash equivalents and bank deposits are minimum as the Company's bank accounts are with high credit rated schedule and private banks.

Interate rate risk

The Company is not subject to any significant interest risk. Since, the loan is taken from its parent company. There will be no impact to group as a whole, due to change in rate of interest.

Foreign currency risk

There are no currency risk as all financial assets and financial liabilities are denominated in Indian Rupees.

Liquidity risk

Liquidity risk is the risk that a Company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets. The Company has taken loan from parent company and in order to meet its business requirement fully depended on the parent company for further liquidity support. The parent company has provided a comfort that it will not recall the loan which is given as repayable on demand. Further, the Company has not availed any loan from outsider hence not exposed to any liquidity risk.

The table below provides the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company may be required to pay.

As at March 31, 2023					₹ in Lakh
Particulars	**Carrying amount**	**On Demand**	**Less than one year**	**More than one year**	**Total**
Borrowings					
Current year	**1,64,325.10**	**1,64,325.10**	**-**	**-**	**1,64,325.10**
Previous year	1,64,325.10	1,64,325.10	-	-	1,64,325.10

28 Fair Value

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. The following methods and assumptions were used to estimate the fair values unless the carrying value of the financial asset or liability is immaterial:

(i) The management assessed fair value of cash and short-term deposits, other short-term receivables, other current liabilities and short-term borrowings carried at amortised cost is not materially different from its carrying amount largely due to short-term maturities of these financial assets and liabilities.

(ii) The fair value of loans receivables are estimated by discounted cash flow method to capture the present value of the expected future economic benefits that will flow to the company.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities that can be accessed at the measurement date.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3 as described below

				₹ in Lakh
As at March 31, 2023	**Total**	**Level 1**	**Level 2**	**Level 3**
Investments in equity shares at FVTOCI (Refer note 4)	**1,67,031.36**	**-**	**1,67,031.36**	**-**
Investments in Zero Coupan Optionally Convertible Debentures (Refer note 4)	**890.24**	**-**	**-**	**890.24**
				₹ in Lakh
As at March 31, 2022	Total	Level 1	Level 2	Level 3
Investments in equity shares at FVTOCI (Refer note 4)	1,14,834.06	-	1,14,834.06	-
Investments in Zero Coupan Optionally Convertible Debentures (Refer note 4)	1,207.00	-	-	1,207.00

Valuation technique - The fair value of investments that are not traded in an active market is determined using market approach and valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates.

Inter level transfer - There are no transfer between level 1 and level 2 and also between level 2 and level 3 during the period presented.

		As at March 31, 2023 ₹ in Lakh	As at March 31, 2022 ₹ in Lakh
29	**Contingent liabilities and Commitments**		
(i)	**Contingent liabilities**		
	In respect of disputed demands/ claims against the Company not acknowledged as debts:		
	Income Tax Matters	**43.51**	43.51
		43.51	43.51
(ii)	**Commitments**		
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).	**-**	-
		-	-

30 Going Concern

The existing power project of the Company could not take off in time due to various reasons beyond the Company's control, but the Company has sufficient land and is exploring the possibilities of project in future with necessary regulatory approvals as required. The Company has invested Rs. 167,031.36 lakh into equity investment of Bajaj Power Ventures Private Limited a group company, which is engaged in the business of power generation through its subsidiaries. As at March 31, 2023, the Company has negative net worth of Rs. 6820.10 lakh (March 31, 2022 Rs. 46,891.94 lakh) and has net outstanding current liability of Rs 164,325.43 lakh (March 31, 2022 : Rs. 164,325.60 lakh), out of which Rs. 164,325.10 lakh (March 31, 2022 : Rs. 164,325.10 lakh) which is due to holding company. The holding company has undertaken not to recall the amount owing by the Company and will provide continuing financial support until such time the Company is able to operate on its own financial resources. Accordingly, the financial statements of the Company are prepared on a going concern basis, which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

31 No Loan/Advances has been given to Director, Promoter, KMPs and Related Parties, in the nature of Loan/Advance during the year.

32 No funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

33 No funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.

34 Accounting Ratios

S. No	Particulars	Numerator	Denominator	**March 31, 2023**	March 31, 2022	% Variance
1	Current ratio	Current Assets	Current Liabilities	**n/a**	n/a	n/a
2	Debt-Equity ratio	Total Debt	Shareholder's Equity	**n/a**	n/a	n/a
3	Debt service coverage ratio	Earnings available for debt service	Interest and principal repayment during the year	**n/a**	n/a	n/a
4	Return on equity ratio	Net profit / (loss) after taxes	Average shareholder's equity	**n/a**	n/a	n/a
5	Inventory turnover ratio	Cost of goods sold	Average inventory	**n/a**	n/a	n/a
6	Trade Receivables turnover ratio	Total revenue	Average trade receivables	**n/a**	n/a	n/a
7	Trade payables turnover ratio	Purchase of material, services and other expenses	Average trade payables	**n/a**	n/a	n/a
8	Net capital turnover ratio	Total revenue	Average net working capital	**n/a**	n/a	n/a
9	Net profit ratio	Net profit / (loss) before taxes	Total revenue	**n/a**	n/a	n/a
10	Return on Capital employed	Earning before inerest and taxes (EBIT)	Total Capital employed (Equity + Debt)	**n/a**	n/a	n/a
11	Return on investment**			**-**	-	0.00%

** Return on Investment: All the investments are strategic investments.

Reason for variance:

1) Current Ratio: Since current liabilities are higher then current assets, hence ratio is not comparable.

2) Debt-Equity Ratio: The total equity is negative hence debt-equity ratio is not logical.

3) Return on Equity Ratio (ROE): Total equity is negative hence ROE is not computed.

4) Considering that total equity of the company is negative, earnings during the current and previous year was negative and there has not been business income from operations during the current and previous year, the ratios are not logical and comparable.

35 The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous 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.

36 The Company has not traded or invested in crypto currency or virtual currency during the financial year.

37 The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

38 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

39 There have been no events after the reporting date that requires disclosure in financial statements

40 The previous year figures have been regrouped/ reclassified, wherever necessary to confirm to the current year presentation.

41 The Company has no transactions with any companies struck off under section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

42 The financial statements were approved for issue by the board of directors on May 25, 2023.

Signatures to Notes "1" to 42"

As per our attached report of even date

For Sidharth N Jain & Company
Chartered Accountants
Firm Registration No.018311C

For and on behalf of the Board

Sidharth Jain
Proprietor
Membership No. 134684

Shalu Bhandari
Director
(DIN : 00012556)

Chandresh Chhaya
Director
(DIN : 00006928)

Place: Lucknow
Date : May 25, 2023

Place: Mumbai
Date : May 25, 2023

DIRECTORS' STATEMENT

The directors present their statement to the member together with the audited financial statements of BAJAJ HINDUSTHAN (SINGAPORE) PRIVATE LIMITED (the "Company") for the financial year ended 31 March 2023.

OPINION OF THE DIRECTORS

In the opinion of the directors,

(a) the accompanying financial statements of the Company are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2023 and its financial performance, changes in equity and cash flows of the Company for the financial year then ended; and

(b) at the date of this statement, on the understanding that the holding company has undertaken not to recall the amount owing by the Company and to provide continuing financial support to enable the Company to meet its financial obligations until such time the Company is able to operate on its own financial resources, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

DIRECTORS

The directors of the Company in office at the date of this statement are:

Kausik Adhikari

Arangannal S/O Kathamuthu

ARRANGEMENTS TO ENABLE THE DIRECTORS TO ACQUIRE SHARES OR DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES OR DEBENTURES

According to the register of directors' shareholdings kept by the Company for the purpose of Section 164 of the Singapore Companies Act 1967, none of the directors holding office at the end of the financial year had any interests in shares and debentures of the Company and its related corporations, except as detailed below:

	Holdings registered in the name of director	
	As at 01.04.2022	**As at 31.03.2023**
Ordinary shares		
In holding company		
Bajaj Hindusthan Sugar Limited		
Kausik Adhikari	500	**500**

SHARE OPTIONS

There were no share options granted during the financial year to subscribe for unissued shares of the Company.

No shares have been issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

INDEPENDENT AUDITOR

The independent auditor, Messrs JBS Practice PAC, has expressed its willingness to accept re-appointment.

The Board of Directors

	Kausik Adhikari	**Arangannal S/O Kathamuthu**
26 May 2023	Director	Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF

BAJAJ HINDUSTHAN (SINGAPORE) PRIVATE LIMITED

(Incorporated in Singapore)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of BAJAJ HINDUSTHAN (SINGAPORE) PRIVATE LIMITED (the "Company") as set out on pages 8 to 30, which comprise the statement of financial position of the Company as at 31 March 2023, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at 31 March 2023 and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

Basis for Opinion

We conducted out audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

As at 31 March 2023, the Company has suffered net loss of US$71,978 (2022: US$6,864) from operations and has a net current liabilities of US$654,593 (2022: US$582,615). As stated in Note 4, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Notwithstanding the same, the Company's financial statements have been prepared on a going concern basis as the holding company has undertaken not to recall the amount owing by the Company and to provide continuing financial support until such time the Company is able to operate on its own financial resources. In the event that such financial support is not forthcoming, the going concern basis would be invalid and provisions would have to be made for any losses on realisation of the Company's assets and further costs which may arise. No such adjustments have been made to these financial statements. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the General Information set out on page 1, the Directors' Statement set out on pages 2 to 3, and the accompanying Schedule of Other Operating Expenses, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

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

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

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

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

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

We communicate with the directors 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.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

JBS PRACTICE PAC

PUBLIC ACCOUNTANTS AND CHARTERED ACCOUNTANTS

Singapore

26 May 2023

STATEMENT OF FINANCIAL POSITION AS AT 31ST MARCH 2023

	Note	2023 US$	2023 ₹ Million	2022 US$	2022 ₹ Million
ASSETS					
Current Assets					
Cash at bank	5	**24,667**	**2.03**	60,691	4.60
Other receivables	6	**3,760**	**0.30**	3,686	0.28
Loan to subsidiaries	7	**13,97,510**	**114.90**	13,97,510	105.94
Prepayments		**6,028**	**0.50**	5,590	0.42
Total Current Assets		**14,31,965**	**117.72**	14,67,477	111.25
Non-Curren Assets					
Inestment in subsidiaries	8	**1,48,38,080**	**1,219.94**	1,48,38,080	1,124.83
Total Non-Current Assets		**1,48,38,080**	**1,219.94**	1,48,38,080	1,124.83
Total Assets		**1,62,70,045**	**1,337.66**	1,63,05,557	1,236.08
LIABILITIES					
Current Liabilities					
Amount owing to holding company	9	**18,04,704**	**148.38**	17,68,998	134.10
Other payables	10	**2,81,854**	**23.17**	2,81,094	21.31
Total Liabilities		**20,86,558**	**171.55**	20,50,092	155.41
NET ASSETS		**1,41,83,487**	**1,166.11**	1,42,55,465	1,080.67
SHAREHOLDER'S EQUITY					
Share capital	11	**1,98,99,714**	**1,636.08**	1,98,99,714	1,508.54
Accumulated losses		**(57,16,227)**	**(469.97)**	(56,44,249)	(427.87)
TOTAL EQUITY		**1,41,83,487**	**1,166.11**	1,42,55,465	1,080.67

Note:

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 INR 75.8071.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

	Note	2023		2022	
		US$	**₹ Million**	US$	₹ Million
REVENUE					
Foreign exchange gain		-	-	-	-
Total Revenue		-	-	-	-
EXPENSES					
Foreign exchange gain/(loss)		**(36,253)**	**(2.98)**	15,520	1.18
Legal and professional fees		**(25,998)**	**(2.14)**	(12,463)	(0.94)
Other operating expenses		**(9,727)**	**(0.80)**	(9,921)	(0.75)
Total Expenses		**(71,978)**	**(5.92)**	(6,864)	(0.52)
Loss before income tax		**(71,978)**	**(5.92)**	(6,864)	(0.52)
Income tax expenses	12	-	-	-	-
Net Loss representing total comprehensive Loss for the financial year		**(71,978)**	**(5.92)**	(6,864)	(0.52)

Note:

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 INR 75.8071.

STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

	Share Capital	Accumulated Losses	Translation reserve	Foreign Exchange Fluctuation	Total	Share Capital	Accumulated Losses	Translation reserve	Total
	US$	US$	US$	US$	US$	₹ Million	₹ Million	₹ Million	₹ Million
2023									
Balance as at 1st April 2022	**1,98,99,714**	**(56,44,249)**	**-**	**-**	**1,42,55,465**	**1,636.08**	**(464.05)**	**-**	**1,172.03**
Net loss, representing total compreshinve loss for the financial year	**-**	**(71,978)**	**-**	**-**	**(71,978)**	**-**	**(5.92)**	**-**	**(5.92)**
Balance as at 31st March 2023	**1,98,99,714**	**(57,16,227)**	**-**	**-**	**1,41,83,487**	**1,636.08**	**(469.97)**	**-**	**1,166.11**
2022									
Balance as at 1st April 2021	1,98,99,714	(56,37,385)	-	-	1,42,62,329	1,508.54	(427.35)	-	1,081.19
Net loss, representing total compreshinve loss for the financial year	-	(6,864)	-	-	(6,864)	-	(0.52)	-	(0.52)
Balance as at 31st March 2022	1,98,99,714	(56,44,249)	-	-	1,42,55,465	1,508.54	(427.87)	-	1,080.67

Note:

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 INR 75.8071.

STATEMENT OF CASH FLOW FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	Note	2023		2022	
		US$	**₹ Million**	US$	₹ Million
Cash Flows From Operating Activities					
Loss before income tax		**(71,978)**	**(5.92)**	(6,864)	(0.52)
Adjustment for:					
Unreslised foreign exchange (gain)/loss		**35,706**	**2.94**	(17,646)	(1.34)
Operating cash flow before changes in working capital		**(36,272)**	**(2.98)**	(24,510)	(1.86)
Changes in working capital:					
Other receivables		**(74)**	**(0.01)**	36	0.00
Prepayment		**(438)**	**(0.04)**	73	0.01
Other payables		**760**	**0.06**	(137)	(0.01)
Net cash used in operating activities		**(36,024)**	**(2.96)**	(24,538)	(1.86)
Cash Flow From Investing Activities					
Loan to subsidiaries	14	-	-	(75,000)	(5.69)
Net cash used in investing activity		-	-	(75,000)	(5.69)
Net decrease in cash at bank		**(36,024)**	**(2.96)**	(99,538)	(7.55)
Cash at bank at beginning of the financial year		**60,691**	**4.99**	1,60,229	12.15
Cash at bank at end of the financial year	5	**24,667**	**2.03**	60,691	4.60

Note:

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 INR 75.8071.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

The annexed notes form an integral part of and should be read in conjunction with these financial statements.

1. GENERAL INFORMATION

Bajaj Hindusthan (Singapore) Private Limited (the "Company") [Company Registration No.: 200709334R] is domiciled in Singapore. The Company's registered office and principal place of business is at 9 Raffles Place, #27-00 Republic Plaza, Singapore 048619.

The principal activities of the Company are those relating to investment holding. There has been no significant changes in the nature of Company's business activities during the financial year.

The financial statements of the Company for the financial year ended 31 March 2023 were authorised and approved by the directors for issuance on 26 May 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standards in Singapore ("FRSs"). The financial statements, which are expressed in United States dollars, are prepared in accordance with the historical cost convention, except as disclosed in the accounting policies below.

On 1 April 2022, the Company has adopted all the new and revised FRSs and interpretation of FRS ("INT FRS") that are mandatory for application from that date. The adoption of these new and revised FRSs and INT FRSs have no material effect on the financial statements except as disclosed in the financial statements.

These financial statements are separate financial statements of Bajaj Hindusthan (Singapore) Private Limited. The Company is exempted from the preparation of consolidated financial statements as Bajaj Hindusthan Sugar Limited, its holding company, produces consolidated financial statements available for public use. The subsidiaries of the Company and the basis on which the subsidiaries are accounted for is disclosed in Note 8. The registered office of its holding company is located at Golagokaranath, Lakhimpur Kheri-262802, Uttar Pradesh, India.

b) Foreign currency translation

The financial statements of the Company are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements of the Company are presented in United States dollars, which is the functional currency of the Company.

In preparing the financial statements of the Company, monetary assets and liabilities in foreign currencies are translated into United States dollars at rates of exchange closely approximating to those ruling at the end of the reporting period and transactions in foreign currencies during the financial year are translated at rates ruling on transaction dates. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the year. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the financial year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in other comprehensive income.

c) Financial assets

(i) Classification and measurement

The Company classifies its financial assets in the following measurement categories:

- Amortised cost;
- Fair value through other comprehensive income (FVOCI); and
- Fair value through profit or loss (FVPL).

The classification depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

At initial recognition

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

At subsequent measurement

Debt instruments

Debt instruments are mainly comprise of cash at bank, other receivables and loan to subsidiaries.

There are three subsequent measurement categories, depending on the Company's business model for managing the asset and the cash flow characteristics of the asset:

- Amortised cost: Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.
- FVOCI: Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income (OCI) and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and presented in "other gains and losses". Interest income from these financial assets is recognised using the effective interest rate method and presented in "interest income".
- FVPL: Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVPL. Movement in fair values and interest income is recognised in profit or loss in the period in which it arises and presented in "other gains and losses".

(ii) Impairment

The Company assesses on a forward looking basis the expected credit losses associated with its debt financial assets carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 15(b) details how the Company determines whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach permitted by the FRS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date — the date on which the Company commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount previously recognised in other comprehensive income relating to that asset is reclassified to profit or loss.

(iv) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

d) Investments in subsidiaries

Unquoted equity investments in subsidiaries are stated at cost less any impairment. On disposal of investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investment is taken to profit or loss.

e) Impairment of non-financial assets

Investments in subsidiaries

Non-financial assets are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash generating unit ("CGU") to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss. An impairment loss for an asset is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior periods.

A reversal of impairment loss for an asset is recognised in profit or loss.

f) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value minus in the case of financial liabilities not at FVPL, directly attributable to transaction costs.

(ii) Subsequent measurement

After initial recognition, financial liabilities that are not carried at FVPL are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss.

g) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimation.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax discount rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as finance expense.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss when the changes arise.

h) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

i) Income tax

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when it affects neither the taxable profit nor the accounting profit at the time of the transaction.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

Deferred income tax is measured:

(i) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period; and

(ii) based on the tax consequence that will follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income taxes are recognised as income or expense in profit or loss except when they relate to items credited or debited outside profit or loss (either in other comprehensive income or directly in equity), in which case the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity, respectively).

j) Revenue recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Company satisfies a performance obligation by transferring a promised good or services to the customer, which is when the customer obtains control of the good or services. A performance obligation is satisfied at a point in time/ over a period of time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

3. CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

The presentation of financial statements in conforming with FRS requires the use of certain critical accounting estimates, assumptions and judgements in applying the accounting policies. These estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

The following are the critical accounting estimates, assumptions and judgements for the preparation of financial statements:

a) Critical judgements in applying the entity's accounting policies

In the process of applying the Company's accounting policies which are described in Note 2 above, management is of the opinion that there are no critical judgements involved, apart from those involving estimations that have a significant effect on the amounts recognised in the financial statements.

b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Impairment of non-financial assets

Investments in subsidiaries are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

Determining whether the investments in subsidiaries are impaired requires an estimation of value-in-use of the investments in subsidiaries. The value-in-use calculation requires management to estimate the future cash flows and appropriate discount rate in order to calculate the present value of future cash flows. Management has evaluated such estimates and is confident that no allowance for impairment is necessary.

The carrying amount of the Company's investments in subsidiaries at the end of the reporting period is disclosed in Note 8 to the financial statements.

(ii) Calculation of loss allowance

When measuring Expected Credit Loss ("ECL"), the Company uses reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the differences between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements. Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectation of future conditions.

4. GOING CONCERN

As at 31 March 2023, the Company has a net current liabilities of US$654,593 (2022: US$582,615). During the financial year, the Company incurred net loss of US$71,978 (2022: US$6,864). Notwithstanding this, the directors are of the opinion that the going concern basis upon which the financial statements are prepared is appropriate in the circumstances. They believe that the Company will have sufficient liquidity through funding from its holding company to meet its financial obligations as and when they fall due.

		2023		2022	
		US$	**₹ Million**	US$	₹ Million
5	**CASH & CASH EQUIVALENTS**				
	Cash at Bank	**24,667**	**2.03**	60,691	4.60
		24,667	**2.03**	60,691	4.60

Cash at bank is denominated in Singapore dollars.

6	**OTHER RECEIVABLES**				
	Refundable deposits	**3,760**	**0.30**	3,686	0.28
		3,760	**0.30**	3,686	0.28

Other receivables are denominated in Singapore dollars.

7 LOAN TO SUBSIDIARIES

Loan to subsidiaries are non-trade in nature, unsecured, interest-free and repayable on demand.

Loan to subsidiaries are denominated in United States dollars.

8	**INVESTMENT IN SUBSIDIARIES**				
	Unquoted equity investment, at cost				
	Balance at beginning and end of the financial year	**1,48,38,080**	**1,219.94**	1,48,38,080	1,124.83
		1,48,38,080	**1,219.94**	1,48,38,080	1,124.83

The details of the subidiaries are as follows:

Name of subsidiaries	Country of incorporation	Financial year end	Principal activity	Proportion of ownership interest		Proportion of voting power hold	
				2023	2022	**2023**	2022
				%	%	**%**	%
PT Batu Bumi Persada	Indonesia	31 December	Providing mining support	**99.00**	99.00	**99.00**	99.00
PT Jangkar Prima	Indonesia	31 December	Coal mining	**99.88**	99.88	**99.88**	99.88

The above subsidiaries are audited by Gideon Adi & Rekan

The subsidiaries in Indonesia hold coal reserve mining rights. The directors believe that the assets value of the coal mine has not declined and will not decline over time, as the demand of coal as an energy source is very much significant today as well as in the future. Indonesia is the second largest exporter globally and main coal supplier to the Asian countries, therefore, it is one of the important source of revenue for Indonesia and accounts for 5% to 6% of the country's GDP, therefore, there is no substantial pressure on the mining industry that the Company is invested in, hence, impairment on investments in subsidiaries at this point in time, is not considered necessary.

9 AMOUNT OWING TO HOLDING COMPANY

Amount owing to holding company which is denominated in Singapore dollars, is non-trade in nature, unsecured, interest-free and repayable on demand.

		2023		2022	
		US$	**₹ Million**	US$	₹ Million
10	**OTHER PAYABLES**				
	Accruals for operating expenses	**11,854**	**0.97**	10,950	0.83
	Other Payables				
	- Third Party	**2,70,000**	**22.20**	2,70,144	20.48
		2,81,854	**23.17**	2,81,094	21.31

Other payables to Third parties are unsecured, interest free and are payable on demand

	2023	2022
	US$	US$
Singapore dollars	**11,854**	11,094
United State dollars	**2,70,000**	2,70,000
	2,81,854	2,81,094

Other payables are non-trade in nature, unsecured, interest free and are repayable on demand.

11 SHARE CAPITAL

	2023		2022	
	US$	**₹ Million**	US$	₹ Million
As at beginning and end of financial year 27,001,000 (P.Y. 27,001,000) ordinary shares	**1,98,99,714**	**1,636.08**	1,98,99,714	1,508.54

All issued ordinary shares are fully paid. There are no par values for these ordinary shares.

The holder of ordinary shares is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meeting of the Company. All shares rank equally with the regard to the Company's residual assets.

12	**INCOME TAX EXPENSES**	**2023**		2022	
		US$	**₹ Million**	US$	₹ Million
	Current income tax:				
	Current year's provision	**-**	**-**	-	-
		-	**-**	-	-

The current year's income tax varied from the amount of income tax determined by applicable Singapore statutory income tax rate of 17% (2022: 17%) to the loss before income tax as a result of the following differences:

	2023		2022	
	US$	**₹ Million**	US$	₹ Million
Loss before income tax	**(71,978)**	**(5.92)**	(6,864)	(0.52)
Income tax benefit at statutory rate	**(12,236)**	**(1.01)**	(1,167)	(0.09)
Non-allowable expense	**12,236**	**1.01**	1,167	0.09
	-	**-**	-	-

13. IMMEDIATE AND ULTIMATE HOLDING COMPANY

The Company's immediate and ultimate holding company is Bajaj Hindusthan Sugar Limited, a company incorporated in India and listed in Bombay Stock Exchange (BSE).

14. RELATED PARTY TRANSACTION

In addition to the related party information disclosed elsewhere in the financial statements, the Company had transaction with the subsidiaries on terms agreed between them with respect to the following during the financial year:

	2023		2022	
	US$	**₹ Million**	US$	₹ Million
loan to Subsidiaries	**-**	**-**	75,000	5.69

15. FINANCIAL RISK MANAGEMENT

Financial risk factors

The Company's activities expose it to market risks (including foreign currency risk and interest rate risk), credit risk and liquidity risk. The Company's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Company's financial performance.

(a) Market risks

(i) Foreign currency risk

The Company is exposed to foreign currency risk on transactions that are denominated in currency other than the United States dollars such as Singapore dollars. However, the Company does not use any hedging instruments to protect against the volatility associated with foreign currency purchases and other assets and liabilities created in the normal course of business. The Company's currency exposure to the Singapore dollars based on the information provided to key management is as follows:

(i) Foreign currency risk	2023		2022	
	US$	**₹ Million**	US$	₹ Million
Financial Assets				
Cash and cash equivalents	**24,667**	**2.03**	60,691	4.60
Other receivables	**3,760**	**0.30**	3,686	0.28
	28,427	**2.33**	64,377	4.88
Financial liabilities				
Amount owing to holding company	**(18,04,704)**	**(148.38)**	(17,68,998)	(134.10)
Other payables	**(11,854)**	**(0.97)**	(11,094)	(0.84)
	(18,16,558)	**(149.35)**	(17,80,092)	(134.94)
Net currency exposure on financial liabilities	**(17,88,131)**	**(147.02)**	(17,15,715)	(130.06)

If against United States dollars, the Singapore dollars had strengthened/weakened by 2% (2022: 2%) with all other variables including tax rate being held constant, the Company's net loss and equity for the financial year would have been higher/lower by approximately US$36,000 (2022: US$34,000) as a result of currency translation losses/gains.

(ii) Interest rate risk

The Company has no significant exposure to market risk for changes in interest rates. No sensitivity analysis has been make as no variable interest rate borrowing.

(b) Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company's exposure to credit risk arises primarily from cash at bank, other receivables and loan to subsidiaries. For other financial assets (including cash at bank), the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

The Company has adopted a policy of only dealing with creditworthy counterparties. The Company performs ongoing credit evaluation of its counterparties' financial condition and generally do not require a collateral.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

Exposure to credit risk

The Company has no significant concentration of credit risk other than loan to subsidiaries. The Company has credit policies and procedures in place to minimise its credit risk exposure.

Other receivables and loan to subsidiaries

The Company assessed the latest performance and financial position of the counterparties, adjusted for the future outlook of the industry in which the counterparties operate in, and concluded that there has been no significant increase in the credit risk since the initial recognition of the financial assets. Accordingly, the Company measured the impairment loss allowance using 12-month ECL and determined that the ECL is insignificant.

(c) Liquidity risk

The Company monitors and maintains a level of cash at bank deemed adequate by the management to meet its liquidity requirement. Management believes that the Company will have sufficient funding from its holding company to meet its financial obligations as and when they fall due.

Non-derivative financial liabilities

The following table details the remaining contractual maturity for non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

(c) Liquidity risk	2023		2022	
	US$	**₹ Million**	US$	₹ Million
Less than 1 year				
Amount owing to holding company	**18,04,704**	**148.38**	17,68,998	134.10
Other payables	**2,81,854**	**23.17**	2,81,094	21.31
	20,86,558	**171.55**	20,50,092	155.41

(d) Fair value measurement

The carrying amounts of cash at bank, other receivables, loan to subsidiaries, amount owing to holding company and other payables approximate their fair values due to their short-term nature.

(e) Categories of financial instruments

The following table sets out the Company's financial instruments as at the end of the reporting period:

(e) Categories of financial instruments	2023		2022	
	US$	**₹ Million**	US$	₹ Million
Financial Assets				
Amortised cost				
Cash at bank	**24,667**	**2.03**	60,691	4.60
Other receivables	**3,760**	**0.30**	3,686	0.28
Loan to subsidiaries	**13,97,510**	**114.90**	13,97,510	105.94

(e) Categories of financial instruments	2023 US$	2023 ₹ Million	2022 US$	2022 ₹ Million
Financial liabilities				
Amortised cost				
Amount owing to holding company	**18,04,704**	**148.38**	17,68,998	134.10
Other payables	**2,81,854**	**23.17**	2,81,094	21.31

16. CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain an optimal capital structure to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Company may adjust the amount of dividend payment, return capital to shareholder, issue new shares, buy back issued shares or obtain new borrowings.

The capital structure of the Company comprises issued capital and amount owing to holding company.

The Company is not subject to externally imposed capital requirements. There have been no changes to the Company's overall strategies during the financial years ended 31 March 2023 and 2022.

17. STANDARDS ISSUED BUT NOT YET EFFECTIVE

At the date of authorisation of these financial statements, the following FRSs, INT FRSs and amendments to FRS that are relevant to the Company were issued but not effective:

Description	**Effective for annual periods beginning on or after**
Amendments to FRS 1 *Presentation of Financial Statements: Classification of Liabilities as Current or Non-current*	1 January 2023
Amendments to FRS 1 Presentation of Financial Statements and FRS Practice Statement 2: Disclosure of Accounting policies	1 January 2023
Amendments to FRS 8 *Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates*	1 January 2023
Amendments to FRS 12 *Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction*	1 January 2023
Amendments to FRS 1 *Presentation of Financial Statements: Non-current liabilities with Covenants*	1 January 2024

The Company has not applied those FRSs and INT FRSs that have been issued but are effective only in next financial years. The Company expects the adoption of the standards will have no financial effect on the financial statements in the period of initial application.

SCHEDULE OF OTHER OPERATING EXPENSES FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

	2023 US$	2022 US$
Accounting fess	**2,506**	2,533
Auditor's remuneration - current year	**6,467**	6,658
- (over)/under-provision in prior year	**691**	669
Bank charges	**63**	61
	9,727	9,921

The above schedule for other operating expenses has been prepared for management purposes only and does not form part of the audited financial statements.

STATEMENT OF DIRECTORS ABOUT
RESPONSIBILITY TO THE FINANCIAL STATEMENT
PT BATU BUMI PERSADA
FOR THE YEARS ENDED DECEMBER 31, 2022

We, the undersigned :

1.	Name	:	Chandan Jain
	Office Address	:	Springhill Office Tower Unit 8G Jakarta
	Residential address	:	Apartemen The Mansion Blok Jasmine Town Home Aurora Unit 6TX, Jl Trembesi Blok D. Kemayoran, Jakarta Utara 14410
	Telephone	:	0812-1865-1196
	Position	:	Director

Declare that :

1. We are responsible for the preparation and presentation of PT Batu Bumi Persada (“Company);
2. The Company,s financial statements have been prepared and presented in accordance with Indonesian Financial Accounting Standards;
3. a. All the information in the financial have been disclosed in a complete and truthful manner;
   b. The financial statements do not contain any incorrect information or material facts, nor do they omit information or material facts;
4. We are responsible for the Company,s internal control system.

We certify the accuracy of this statement.

Chandan Jain
Director

Jakarta
January 30, 2023

Independent Auditors' Report

Report No.: 00006/2.0969/AU.1/05/1111-6/1/I/2023

Shareholders and Directors
PT BATU BUMI PERSADA

Opinion

We have audited the accompanying financial statements of PT Batu Bumi Persada (“the Company”), which comprise the statement of financial position as at December 31, 2022, and the statement of profit or loss and other comprehensive income, statement of capital deficiency, and statement of the cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of PT Batu Bumi Persada as of December 31, 2022 and its financial performance and cash flows for the year the ended, in accordance with Indonesian Financial Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements paragraph of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Indonesia, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

- As disclosed in note 7, the Company has recorded costs incurred in operate as part of assets account. As of the date of report, the Company has not yet operated commercially and cannot be estimated whether the account has future benefits for the Company.
- We draw attention to note 16 to the financial statements which explain that as of December 31, 2021, the Company experienced a capital deficiency caused by the Company not yet operating commercially.

Our opinion is not modified in connection with these matters.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Indonesian Financial Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor’s Responsibilities for the Audit of the Financial Statements

Our responsibility is to express an opinion on such financial statements based on our audit. We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether such financial statements are free from material misstatement.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient and appropriate audit evidence regarding the entity's financial information or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and conduct of Company audits. We remain fully responsible for our audit opinion.

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.

Registered Public Accountants
Gideon Adi & Rekan

Bisner Sitanggang, CA, CPA
Public Accountant Registration No. AP.1111
Jakarta,January 30, 2023

STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2022 AND 2021

Particulars	Note	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
ASSETS					
Current Assets					
Cash and cash equivalents	2d, 4	**20,365,893**	**0.11**	32,477,248	0.17
Prepaid Expenses	2e, 5	**8,333,335**	**0.05**	8,333,335	0.04
Deposit		**3,000,000**	**0.02**	3,000,000	0.02
Total current assets		**31,699,228**	**0.17**	43,810,583	0.23
Non-current assets					
Fixed assets	2f, 6	**245,000,000**	**1.34**	245,000,000	1.29
Exploration and evaluation assets	2g, 7	**5,816,283,563**	**31.75**	5,816,283,563	30.73
Total non-current assets		**6,061,283,563**	**33.09**	6,061,283,563	32.02
TOTAL ASSETS		**6,092,982,791**	**33.26**	6,105,094,146	32.25
Current liabilities					
Due to related party	2c, 8	**8,227,452,477**	**44.91**	7,259,201,559	38.35
Tax Payables	2k, 9	**65,094**	**0.00**	65,094	0.00
Accrued expenses	10	**4,236,942**	**0.02**	87,236,942	0.46
Total current liabilities		**8,231,754,513**	**44.93**	7,346,503,595	38.81
Equity					
Share capital	2j,11	**5,000,000,000**	**27.29**	5,000,000,000	26.42
Deficits		**(7,138,771,722)**	**(38.97)**	(6,241,409,449)	(32.97)
Total equity		**(2,138,771,722)**	**(11.67)**	(1,241,409,449)	(6.56)
TOTAL LIABILITIES AND EQUITY		**6,092,982,791**	**33.26**	6,105,094,146	32.25

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15,062 and 1USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1USD = 1 INR 75.8071.

STATEMENT OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2022 AND 2021

Particulars	Note	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
Operating expenses	2i, 12	**(179,187,407)**	**(0.98)**	(201,088,683)	(1.06)
Operating loss		**(179,187,407)**	**(0.98)**	(201,088,683)	(1.06)
Other (expenses) / income					
Foreign exchange gap	2i, 13	**(718,179,634)**	**(3.92)**	(80,900,470)	(0.43)
Interest Income	2i, 13	**4,768**	**0.00**	940	0.00
Total Other (expenses) / income		**(718,174,866)**	**(3.92)**	(80,899,530)	(0.43)
Income /(Loss) Before Income Tax		**(897,362,273)**	**(4.90)**	(281,988,214)	(1.49)
Income tax		**-**	**-**	-	-
Net income /(loss) for the year		**(897,362,273)**	**(4.90)**	(281,988,214)	(1.49)
Other Comprehensive Income		**-**	**-**	-	-
Comprehensive income (loss)		**(897,362,273)**	**(4.90)**	(281,988,214)	(1.49)

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15,062 and 1USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1USD = 1 INR 75.8071.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2022 AND 2021

Particulars	Note	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
Cash flows from operating activities					
Net Profit/ (Loss)		**(897,362,273)**	**(4.90)**	(281,988,214)	(1.42)
Adjustments for:					
Foreign exchange gap		**718,179,635**	**3.92**	80,900,470	0.41
Decrease (increase) in Assets and Liabilities:					
Increase in prepaid expenses		**-**	**-**	666,666	0.00
Increase Accrued expenses		**(83,000,000)**	**(0.45)**	50,000,000	0.25
Tax payables		**-**	**-**	-	-
Net cash flow used for operating activities		**(262,182,638)**	**(1.43)**	(150,421,078)	(0.76)
Cash flows from financing activities					
Due to related parties		**250,071,284**	**1.37**	180,638,629	0.91
Net Cash flow provided from financing activities		**250,071,284**	**1.37**	180,638,629	0.91
Net increase / (decrease) in cash and bank		**(12,111,355)**	**(0.07)**	30,217,551	0.15
Cash and bank beginning of year	4	**32,477,248**	**0.18**	2,259,697	0.02
Cash and bank at end of year		**20,365,893**	**0.11**	32,477,248	0.17

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15,062 and 1USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1USD = 1 INR 75.8071.

Statement of change in capital deficiency for the year ended December 31, 2022 and 2021

Particulars	Amount in Indonesia Rupiah			Amount in INR (₹ Million)		
	Share Capital	Deficits	Total Equity	Share Capital	Deficits	Total Equity
Balance January 01, 2020	5,000,000,000	(5,609,443,565)	(609,443,565)	25.22	(28.30)	(3.07)
Comprehensive Loss current year	-	(349,977,670)	(349,977,670)	(1.77)	-	(1.77)
Balance December 31, 2020	5,000,000,000	(5,959,421,235)	(959,421,235)	23.46	(28.30)	(4.84)
Balance January 01, 2021	5,000,000,000	(5,959,421,235)	(959,421,235)	26.42	(31.48)	(5.07)
Comprehensive Loss current year	-	(281,988,214)	(281,988,214)	-	(1.49)	(1.49)
Balance December 31, 2021	5,000,000,000	(6,241,409,449)	(1,241,409,449)	26.42	(32.97)	(6.56)
Balance January 01, 2022	**5,000,000,000**	**(6,241,409,449)**	**(1,241,409,449)**	**27.29**	**(34.07)**	**(6.78)**
Comprehensive Loss current year	**-**	**(897,362,273)**	**(897,362,273)**	**-**	**(4.90)**	**(4.90)**
Balance December 31, 2022	**5,000,000,000**	**(7,138,771,722)**	**(2,138,771,722)**	**27.29**	**(38.97)**	**(11.67)**

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15,062 and 1USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1USD = 1 INR 75.8071.

1. GENERAL

PT. BATU BUMI PERSADA (referred as the "company") domiciled with headquarters in Jakarta, Springhill Office Tower Lt 8G, Jl. Benyamin Suaeb Ruas 07 Blok D6, Pademangan Timur, Jakarta Utara 14410 was established in Republic of indonesia on January 3, 2005 based on the notarial deed of Ny. Masneri, SH. No. 01. The Company's articles of Association was approved by the Minister of Justice in a decision letter No. C-01913. HT.01.01.TH.2005 dated January 24, 2005.

The Company's articles of association have been amended with the latest deed No. 31 dated 19 October 2022 from Notary Suwanda, SH., Mkn, Notary in Bogor.

The purpose and objective of the Company as per Memorandum of Association (MoA) and Articles of Association (AoA) (as amended till date) is to engage in the business of mining services, including consulting, planning, implementation and testing of equipment in the field of construction of mining (open pit, commissioning mine, mine ventilation, processing and purification, and the road mine), transport for mining and consultation, planning, and testing equipment in field of mining (stripping, loading and removal of rock cover, giving or demolition, excavation, loading and removal of coal or iron ore, nickel and manganese) and processing and purification, (coal processing iron ore, nickel and manganese).

Based on notarial deed of Suwanda, S.H., Notarial in Bogor No. 31 dated October 19, 2022, The composition of Board of Commisioners and Directors of the Company as of December 31, 2022 and 2021 as follows:

2022	2021	
Praveen Bansal	Alok Kumar Vaish	Commissioner
-	Praveen Bansal	President Director
Chandan Jain	Chandan Jain	Director

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Significant accounting policies applied by the Company in preparing the financial statements are as follows:

a. Changes to Statements of Financial Accounting Standards (“SFAS”) and Interpretations of Financial Accounting Standards (“IFAS”)

The followings are financial accounting standard, amendments and interpretation of financial accounting standard which become effective starting 1 January 2022.

- Amendment of SFAS 22: “Business combination for reference to conceptual framework”;
- Amendment of SFAS 57: “Provision, contingent liabilities, and contingent assets related to onerous contracts – Cost of fulfilling the contract”;
- Amendment of SFAS 71: “Financial instrument”; and
- Annual improvement of SFAS 73: “Lease”.

The implementation of the above standards did not result in substantial changes to the Company’s accounting policies and had no material impact to the financial statements for current or prior financial years.

b. Basis of Preparation Of Financial Statements

The financial statements have been prepared in accordance with Indonesian Financial Accounting Standards in Indonesia (SAK) comprising of the Statements of Financial Accounting Standards (PSAK) and interpretation Financial Accounting Standards (ISAK) issued by the Board of Financial Accounting Standards of the Indonesian Institute of Accountants.

The Financial statements, except for the statements of cash flows, are prepared under the accrual basis of accounting. The measurement basis used is the historical cost, except for certain accounts which are measured on the bases described in the related accounting policies of each account.

The statements of cash flows have been prepared using indirect method by classifying cash flows into operating, investing and financing activities.

The reporting currency used in the financial statements is Rupiah.

c. Transaction with Related Parties

Related party represents a person or an entity who is related to the reporting entity:

1. A person or a close member of the person's family is related to a reporting entity if that person:
   a. Has control or joint control over the reporting entity
   b. Has significant influence over the reporting entity; or
   c. Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity
2. An entity is related to a reporting entity if any of the following conditions applies:
   a. The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
   b. One entity is an associateor joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
   c. Both entities are joint ventures of the same third party.
   d. One entity is an associateor joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
   e. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
   f. The entity is controlled or jointly controlled by a person identified in (1).
   g. A person identified in (1)(a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
   h. The entity, or any member of a group of which it is a part, provides key management, personal services to the reporting entity or to the parent of the reporting entity.)

   All transactions with related parties which are related either done or not interest rates or prices, terms and conditions as those conducted by outside parties. Parties that have a special relationship disclosed in the Financial Statements.

d. Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, cash in banks and time deposits with maturity periods of three months or less at the time of placement that are not used as collateral or are not restricted.

The Company statements of cash flows have been prepared using the direct method by classifying the cash flows on the basis of operating, investing and financing activities.

e. Prepaid Expenses

Prepaid Expenses are amortized over their beneficial periods using the straight-line method.

f. Fixed Assets

Fixed assets are stated at cost less accumulated depreciation. Fixed assets, except land, are depreciated using the straight line method over their estimated useful lives as follows:

	Years
Building	10.20
Machinery and equipment	10
Transportation equipment	5
Tools and inventory	5

The cost of maintenance and repairs is charged to statements of income as incurred. Significant renewals and betterment are capitalized. When assets are retired or otherwise disposed, the carrying value and the related accumulated depreciation are removed from the accounts and any resulting gains or loss is reflected in the statement of income.

g. Exploration and Evaluation Assets

The Company applied PSAK No. 64, "Exploration and Evaluation Assets". Exploration and evaluation assets represent the expenses incurred in relation with the process of exploring coal mining concession.

h. Foreign Currency Translation

Transactions during the year related to foreign currencies are recorded at the exchange rate at the transaction date. At balance sheet date, all assets and liabilities denominated in foreign currencies are translated into the value of the rupiah exchange rate of Bank Indonesia prevailing on the balance sheet date. Profit or loss on foreign exchange are credited or charged to current operations.

On December 31, 2022 and 2021, Bank Indonesia middle rate used for Rp15,731 and Rp14,269 to US$1. Profit or loss on foreign exchange are credited or charged to current operations.

i. Net Sales and Expenses Recognized

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, and sales taxes (VAT).

Expenses are recognized as incurred on an accrual basis.

j. Share capital

Ordinary shares are classified as equity, and incremental costs directly attributable to the issuance of new shares are shown in equity as a deduction, net of tax, from the proceeds.

k. Income Tax

Income tax expense represents the sum of the corporate income tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statements of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

l. Use of Estimates

The preparation of financial statements in conformity with general accepted accounting principles requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of the revenues and expenses during the reporting. Actual result could different from those estimates.

m. Impairment of Assets

Management reviews any indication of impairment (recovery) value of assets on the balance sheet date and the possible reduction in the recoverable amount whenever events indicate impairment of assets.

The recoverable value is calculated based on value in use or net selling value, whichever is higher.

The impairment loss is recognized if the carrying amount exceeds the recoverable value. On the other hand, the recovery of impairment loss is recognized when there is indication that the impairment is no longer the case.

Impairment (recovery) value of assets is recognized as an expense (income) in the income statement for the year.

n. Financial Assets and Liabilities

(i) Classification

The Company classifies its financial assets according to the following categories at initial recognition:

- Financial assets measured at fair value through profit or loss;
- Financial assets measured at fair value through other comprehensive income;
- Assets measured at amortized cost.

Financial assets are measured at amortized cost if they meet the following conditions:

- Financial assets are managed in a business model that aims to have financial assets in order to obtain contractual cash flow;
- The contractual terms of the financial asset provide rights on a certain date for cash flow obtained solely from payment of principal and interest (SPPI) on the principal amount owed

Financial assets are measured at fair value through other comprehensive income if they meet the following conditions:

- Financial assets are managed in a business model that aims to obtain contractual cash flow and sell financial assets; and
- The contractual requirements of the financial assets meet the SPPI criteria.

At initial recognition, the Company may make an irrevocable choice to present equity instruments that are not held for trading at fair value through other comprehensive income.

Other financial assets that do not meet the requirements to be classified as financial assets measured at amortized cost or fair value through other comprehensive income, are classified as measured at fair value through profit or loss.

At initial recognition, the Company can make an irrevocable determination to measure assets that meet the requirements to be measured at amortized cost or fair value through other comprehensive income at fair value through profit or loss, if the determination eliminates or significantly reduces the measurement or recognition inconsistencies (sometimes referred to as "accounting mismatch").

Evaluation of business models

The business model is determined at a level that reflects how groups of financial assets are managed together to achieve certain business objectives.

The evaluation of the business model is carried out by considering, but not limited to, the following:

- How the performance of the business model and financial assets held in the business model are evaluated and reported to the Company's key management personnel;
- What risks affect the performance of the business model (including financial assets held in the business model) and specifically how the financial assets are managed; and
- How to evaluate the performance of managers of financial assets (for example, whether performance appraisals are based on the fair value of the assets being managed or the contractual cash flows obtained).

Financial assets held for trading or managed and which performance appraisals based on fair value are measured at fair value through profit or loss.

Derivatives are also categorized under this classification, unless they are designated as effective hedging instruments.

Evaluation of contractual cash flows obtained solely from payment of principal and interest

For the purpose of this evaluation, principal is defined as the fair value of financial assets at initial recognition.

Interest is defined as compensation for the time value of money and credit risk in relation to the principal amount owed over a certain period of time and also the risk and standard borrowing costs, as well as profit margins.

An assessment of contractual cash flows obtained solely from principal and interest payments is made by considering contractual terms, including whether financial assets contain contractual terms that can change the timing or amount of contractual cash flows. In assessing, the Company considers:

- Contingency events that will change the timing or amount of contractual cash flow;
- Leverage feature;
- Terms of advance payment and contractual extension;
- Requirements regarding limited claims for cash flows from specific assets; and
- Features that can change the time value of money element.

Financial liabilities are classified into the following categories at initial recognition:

- Financial liabilities at fair value through profit or loss, which has 2 (two) sub-classifications, i.e., those designated as such upon initial recognition and those classified as held for trading;
- Other financial liabilities.

Other financial liabilities pertain to financial liabilities that are not held for trading nor designated as at fair value through profit or loss upon recognition of the liability.

(ii) Initial recognition

(a) Purchase or sale of financial assets that requires delivery of assets within a time frame established by regulation or convention in the market (regular purchases) is recognized on the trade date, i.e., the date that the Company commits to purchase or sell the assets.

(b) Financial assets and financial liabilities are initially recognized at fair value. For those financial assets or financial liabilities not classified as fair value through profit or loss, the fair value is added/deducted with directly attributable transaction costs to the issuance of financial assets or liabilities.

The Company, upon initial recognition, may designate certain financial assets and financial liabilities, at fair value through profit or loss (fair value option). The fair value option is only applied when the application of the fair value option reduces or eliminates the measurement or recognition inconsistencies (accounting mismatch) that would otherwise arise.

(iii) Subsequent measurement

Financial assets at fair value through other comprehensive income and financial assets and financial liabilities at fair value through profit or loss are measured at fair value.

Financial assets classified as amortized cost and other financial liabilities measured at amortized cost using the effective interest rate method.

(iv) De-recognition

a. Financial assets are derecognized when:

- The contractual rights to receive cash flows from the financial assets have expired; or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flow in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company continuing involvement in the asset.

Loans are written off when there is no realistic prospect of collection in the near future or the normal relationship between the Company and the borrowers have ceased to exist. When a loan is deemed uncollectible, it is written off against the related allowance for impairment losses.

b. Financial liabilities are derecognized when the obligation under the liability is discharged or cancelled or has expired.

Where an existing financial liability is replaced by another liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the profit or loss.

(v) Income and expense recognition

a. Interest income and expense on financial assets measured at fair value through other comprehensive income as well as financial assets and financial liabilities recorded at amortized cost are recognized in the statement of profit or loss using the effective interest rate method.

The gross carrying amount of a financial asset is the amortized cost of a financial asset before adjusting for allowance for impairment.

In calculating interest income and expenses, the effective interest rate is applied to the gross carrying amount of an asset (when the asset is not an impaired financial asset) or to the amortized cost of a liability.

b. Gains and losses arising from changes in the fair value of financial assets that classified as fair value through statement of profit or loss and other comprehensive income are recognized directly in other comprehensive income (as part of equity), until the financial asset is derecognized or impaired, except gain or loss arising from changes in exchange rate for debt instruments.

When a financial asset is derecognized or impaired, the cumulative gains or losses previously recognized in equity are recognized in profit or loss

(vi) Reclassification of financial assets

The Company reclassifies financial assets if and only if, the business model for managing financial assets changes.

Reclassifications of financial assets from amortized cost classifications to fair value through profit or loss are recorded at fair value. The difference between the recorded value and fair value is recognized in profit or loss on the statement of profit or loss and other comprehensive income.

Reclassifications of financial assets from amortized cost classifications to fair value classifications.

Reclassification of financial assets from fair value through other comprehensive income to fair value through profit or loss is recorded at fair value. Unrealized gains or losses are reclassified to profit or loss.

Reclassification of financial assets from fair value through other comprehensive income to the amortized cost is recorded at fair value at the date of reclassification. Unrealized gains or losses is removed from equity and is adjusted against the fair value.

Reclassifications on financial assets from fair value through profit or loss to fair value through other comprehensive income are recorded at fair value.

Reclassification of financial assets from fair value through profit or loss to amortized cost classification is recorded at fair value.

(vii) Offsetting

Financial assets and liabilities are set off and the net amount is presented in the statement of financial position when, and only when, the Company has a legal right to set off the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously

The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Income and expenses are presented on a net basis only when permitted by the accounting standards.

(viii) Amortized cost measurement

The amortized cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortization using the effective interest rate method of any difference between the initial amount recognized and the maturity amount, minus any reduction for impairment.

(ix) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at measurement date.

When available, the Company measures the fair value of an instrument using quoted prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transaction on an arm's length basis.

The fair value can be obtained from IDMA's (Interdealer Market Association) or quoted market prices or broker's quoted price from Bloomberg or Reuters on the measurement date.

If a market for a financial instrument is not active, the Company establishes fair value using a valuation technique.

The Company uses widely recognized valuation models for determining fair values of financial instruments of lower complexity, such as exchange value options and currency swaps. For these financial instruments, inputs into models are generally market-observable data.

For more complex instruments, the Company uses internally developed models, which are usually based on valuation methods and techniques generally recognized as standard within the industry. Valuation models are used primarily to value derivatives transacted in the over-the- counter market, unlisted debt securities (including those debt with embedded derivatives) and other debt instruments for which markets were or have become illiquid.

For financial instruments with no quoted market price, a reasonable estimate of the fair value is determined by reference to the fair value of another instrument which substantially has the same characteristics or calculated based on the expected cash flows of the underlying net asset base of the marketable securities.

The output of a valuation technique is an estimation or approximation of a value that cannot be determined with certainty, and the valuation technique employed may not fully reflect all factors relevant to the positions that the Company holds. Valuations are therefore adjusted, with additional factors such as model risk, liquidity risk and counterparty credit risk.

Based on the established fair value valuation technique policy, related controls and procedures applied, management believes that these valuation adjustments are necessary and considered appropriate to fairly state the values of financial instruments measured at fair value in the statement of financial position. Price data and parameters used in the measurement procedures applied are generally reviewed and adjusted, if necessary, particularly in view of the current market developments.

The fair value for loans and receivables as well as liabilities to banks and customers are determined using a present value model on the basis of contractually agreed cash flows, taking into account credit quality, liquidity and costs.

All assets and liabilities which fair value is measured or disclosed in the financial statements can be classified in fair value hierarchy levels, based on following level:

- Level 1: Quoted price (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as a price) or indirectly (as derived from price).
- Level 3: Input for asset or liability based on unobservable inputs for the asset or liability.

(x) Allowance for impairment losses on financial assets

- The Company recognizes the allowance for expected credit losses on financial instruments that are not measured at fair value through profit or loss.
- There is no allowance for expected credit losses on investment in equity instruments.
- The Company measure the allowance for losses for the lifetime of an expected credit losses, except for the following, which are measured according to 12 months expected credit losses:
  - Debt instruments that have low credit risk at the reporting date; and
  - Other financial instruments for which credit risk has not increased significantly since initial recognition.

The Company considers debt instruments to have low credit risk when the credit risk rating is at par with the globally understood definition of investment grade**.**

The 12-month expected credit loss is part of the expected credit loss throughout its lifetime that represents an expected credit loss arising from a default on financial instruments that might occur 12 months after reporting date.

Measurement of Expected Credit Losses

Expected Credit Loss is an estimate of the weighted probability of a credit loss measured as follows:

- Financial assets that do not deteriorate at the reporting date, the expected credit loss is measured at the lifetime cash shortfalls arising from possible default events up to 12 months into the future from the reporting date. Expected credit losses continue to be determined on this basis until there is either a significant increase in the credit risk of an instrument or the instrument becomes credit impaired. If an instrument is no longer considered to exhibit a significant increase in credit risk, expected credit losses will revert to being determined on a 12- month basis;
- Financial assets that deteriorate at the reporting date, the expected credit loss is measured at the difference between the gross carrying amount and the present value of estimated future cash flows;
- For undisbursed loan commitments, expected credit losses are measured at the difference between the present value of the amount of cash flow if the commitments is

withdrawn and the cash flow expected to be received by the Company;

- For financial guarantee contracts, expected credit losses are measured at the difference between the estimated payments to replace the holder for the credit losses incurred less the amount estimated to be recoverable.

Restructured Financial Assets

If the terms of the financial assets are renegotiated or modified or the existing financial assets are replaced with new ones due to the borrower's financial difficulties, an assessment is made whether recognition of existing financial assets must be derecognized and expected credit losses measured as follows:

- If the terms are substantially different, the Perusahaan derecognises the original financial asset and recognizes a 'new' asset at fair value and recalculates a new effective interest rate for the asset. The date of renegotiation is consequently considered to be the date of initial recognition for impairment calculation purposes, including for the purpose of determining whether a significant increase in credit risk has occurred.

However, the Company also assesses whether the new financial asset recognized is deemed to be credit- impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor being unable to make the originally agreed payments. Differences in the carrying amount are also recognised in the consolidated statement of profit or loss in allowance for impairment losses as a gain or loss on derecognition. For the Company, to the extent that the loss does relate to credit risk, the Company classifies that loss within allowance for impairment losses.

- If the terms are not substantially different, the renegotiation or modification does not result in derecognition, and the Company recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognizes a modification gain or loss in statements of profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate.

Credit-impaired Financial Assets

At each reporting date, the Company assesses whether the financial assets recorded at amortized cost and the debt instrument financial assets which are recorded at fair value through other comprehensive income are credit- impaired (worsening). Financial assets deteriorate when one or more events that have an adverse effect on the estimated future cash flows of the financial assets have occurred.

Evidence that financial assets become credit impaired including observable data regarding the following events:

- Significant financial difficulties experienced by the issuer or the borrower;
- Breach of contract, such as a default or arrears;
- The lender, for economic or contractual reasons in relation to the financial difficulties experienced by the borrower, has given concessions to the borrower which is not possible if the borrower does not experience such difficulties;
- It is probable that the borrower will enter bankruptcy or the other financial reorganization; or
- Loss of an active market for financial assets due to financial difficulties.
- Purchase or issuance of financial asset at significant discount which reflect the credit loss that occurs.

Presentation of Allowance for Expected Credit Losses in the Statement of Financial Position

Allowance for expected credit losses is presented in the statement of financial positions as follows:

- For financial assets measured at amortized cost, allowance for expected credit losses is presented as a deduction from the gross carrying amount of the asset;
- For loan commitments and financial guarantee contracts, allowance for expected credit losses is presented as a provision;
- For debt instruments measured at fair value through other comprehensive income, allowance for expected credit losses are not recognized in the statement of financial position because the carrying amounts of these assets are at their fair values. However, allowance for expected credit losses is disclosed and recognized in other comprehensive income.

3. SOURCES OF ESTIMATED UNCERTAINTIES

The preparation on the Company's financial statements requires management to make Judgments; estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjusment to the carrying amount of the asset and liability affected in future periods.

The following judgments are made by management in the process of applying the Company's accounting policies that have the most significant effects on the amounts recognized in the financial statements.

Classification of financial assets and liabilties

The Company determines the classifications of certain assets and liabilities as financial assets and financial liabilities by judging if they meet the definition set forth in PSAK No. 55 (Revised 2014).

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjusment to the carrying amounts of assets and liabilities with in the next financial year are disclosed below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future development May change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Depreciation of fixed asset

The costs of fixed assets are depreciated on a straight-line method over estimated useful lives. Management estimates the useful lives of these fixed assets to be with in 5 to 20 years. These are common life expectandes applied in the industries where in the Company conducts its businesses. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual value of these assets, and there for future depreciation charges could be revised.

Financial instruments

The Company carries certain financial assets and liabilities at fair values, which requires the use of accounting estimates. While significant componenets of fair value measurement were determined using verifiable objective evidences, the amount of changes in fair values would differ if the Company utilized different valuation methodology. Any changes in fair values of these financial assets and liabilities would affect directly the Company's income or loss.

Income tax

Significant judgment is involved in determining the provision for corporate income tax. There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for expected corporate income tax issues based on estimates of whether additional corporate income tax will be due.

		2022		2021	
		Amount in Indonesia Rupiah	**Amount in INR (₹ million)**	Amount in Indonesia Rupiah	Amount in INR (₹ million)
4	**Cash and cash equivalent**				
	Cash in hand	**12,717**	**0.00**	12,717	0.00
	Bank Mandiri IDR	**3,369,202**	**0.02**	11,417,749	0.06
	Bank Mandiri USD	**16,983,974**	**0.09**	21,046,782	0.11
	Total cash and cash equivalent	**20,365,893**	**0.11**	32,477,248	0.17
5	**Prepaid Expenses**				
	Office Rent	**8,333,335**	**0.05**	8,333,335	0.04
		8,333,335	**0.05**	8,333,335	0.04

Amount in Indonesia Rupiah

6 **Fixed assets**

	2022			
	Beginning balance	**Addition**	**Disposal**	**Ending balance**
At cost				
Land of coal stockpile (jetty land)	**245,000,000**	**-**	**-**	**245,000,000**
Book value	**245,000,000**	**-**	**-**	**245,000,000**

Amount in INR (₹ million)

	2022			
	Beginning balance	**Addition**	**Disposal**	**Ending Balance**
At cost				
Land of coal stockpile (jetty land)	**1.34**	**-**	**-**	**1.34**
Book value	**1.34**	**-**	**-**	**1.34**

Amount in Indonesia Rupiah

Fixed assets

	2021			
	Beginning balance	Addition	Disposal	Ending balance
At cost				
Land of coal stockpile (jetty land)	245,000,000	-	-	245,000,000
Book value	245,000,000	-	-	245,000,000

Amount in INR (₹ million)

	2021			
	Beginning balance	Addition	Disposal	Ending Balance
At cost				
Land of coal stockpile (jetty land)	1.29	-	-	1.29
Book value	1.29	-	-	1.29

		2022		2021	
		Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
7	**Exploration and evaluation assets**				

This account represents expenses incurred by the Company for exploration activities. These costs will be amortized when the Company earns revenue. These costs consist of:

Operational cost at site & geologist	**1,231,050,000**	**6.72**	1,231,050,000	6.50
Drilling	**1,108,456,555**	**6.05**	1,108,456,555	5.86
Topography and geology	**1,074,863,500**	**5.87**	1,074,863,500	5.68
Rental Office	**1,004,135,714**	**5.48**	1,004,135,714	5.30
Consession's handling	**595,575,000**	**3.25**	595,575,000	3.15
Drilling and exploration	**391,503,225**	**2.14**	391,503,225	2.07
Travel on duty	**177,982,676**	**0.97**	177,982,676	0.94
Renovation	**101,244,000**	**0.55**	101,244,000	0.53
Overhead	**11,634,000**	**0.06**	11,634,000	0.06
Others	**119,838,893**	**0.65**	119,838,893	0.63
Total	**5,816,283,563**	**31.75**	5,816,283,563	30.73

8	**Due to related party**				
	Bajaj Hindusthan (Singapore) Pte. Ltd.	**6,009,242,000**	**32.80**	5,450,759,910	28.80
	Global Power Projects (Singapore) Pte. Ltd.	**1,730,410,000**	**9.45**	1,569,590,550	8.29
	PT Jangkar Prima	**487,800,477**	**2.66**	238,851,099	1.26
	Total	**8,227,452,477**	**44.91**	7,259,201,559	38.35

As of December 31, 2022, the company has a due to related parties, Bajaj Hindusthan Singapore Pte. Ltd and Global Power Projects Singapore Pte. Ltd amounted to US$ 382,000 and US$ 110,000.

The loans has no interest and no specific term of payment.

		2022		2021	
		Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
9	**Tax Payable**				
	Withholding tax art 23	**65,094**	**0.00**	65,094	0.00
		65,094	**0.00**	65,094	0.00

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
10 Accrued expenses				
Professional fee	**-**	**-**	33,000,000	0.17
Rent	**-**	**-**	50,000,000	0.26
Electricity and Service charges	**4,236,942**	**0.02**	4,236,942	0.02
Total	**4,236,942**	**0.02**	87,236,942	0.46

11 Share Capital

Based on Notarial Deed Suwanda, S.H, M.Kn Number 28 dated June 15, 2020, the composition of the shareholder as of December 31, 2022 and 2021 are as follows:

	2022			
	Stock	**% of ownership**	**Nominal value (in Indonesia Rupiah)**	**Amount (in Indonesia Rupiah)**
Bajaj Hindusthan (Singapore) Pte. Ltd.	**49,500**	**99%**	**100,000**	**4,950,000,000**
Global Power Projects Singapore Pte. Ltd	**500**	**1%**	**100,000**	**50,000,000**
Total	**50,000**	**100%**		**5,000,000,000**

	2022			
	Stock	**% of ownership**	**Nominal value (in Indonesia Rupiah)**	**Amount INR (₹ Million)**
Bajaj Hindusthan (Singapore) Pte. Ltd.	**49,500**	**99%**	**100,000.00**	**27.02**
Global Power Projects Singapore Pte. Ltd.	**500**	**1%**	**100,000.00**	**0.27**
Total	**50,000**	**100%**		**27.29**

Share Capital	2021			
	Stock	% of ownership	Nominal value (in Indonesia Rupiah)	Amount (in Indonesia Rupiah)
Bajaj Hindusthan (Singapore) Pte. Ltd.	49,500	99%	100,000	4,950,000,000
Global Power Projects Singapore Pte. Ltd	500	1%	100,000	50,000,000
Total	50,000	100%		5,000,000,000

	2021			
	Stock	% of ownership	Nominal value (in Indonesia Rupiah)	Amount INR (₹ Million)
Bajaj Hindusthan (Singapore) Pte. Ltd.	49,500	99%	100,000.00	26.15
Global Power Projects Singapore Pte. Ltd.	500	1%	100,000.00	0.26
Total	50,000	100%		26.42

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
12 Operating expenses				
Rent expenses	**100,000,000**	**0.55**	100,666,665	0.53
Internet and service charge	**51,058,406**	**0.28**	58,763,204	0.31
Professional services	**8,837,838**	**0.05**	33,000,000	0.17
Bank charges	**1,681,207**	**0.01**	2,322,131	0.01
Tax	**17,609,956**	**0.10**	6,336,683	0.03
Total	**179,187,407**	**0.98**	201,088,683	1.06
13 Other Income (Expenses)				
Gain (loss) foreign exchange	**(718,179,634)**	**(3.92)**	(80,900,470)	(0.43)
Interest Income	**4,768**	**0.00**	940	0.00
	(718,174,866)	**(3.92)**	(80,899,530)	(0.43)

14. FINANCIAL RISK MANAGEMENT

The Company principal financial assets comprise cash on hand, banks, and due from related parties. The Company also has various financial liabilities such due to related parties and accrued expenses.

The Company policy is not to undertake hedging transactions for its financial instruments.

The main risks arising from the Company's financial instruments are foreign currency risk and liquidity risk. The Director reviews and approves policies for managing each of these risks, which are described in more details as follows:

Fair value and cash flow interest rate risk

Currently, the Company does not have a formal hedging policy for interest rate exposures.

As of December 31, 2022 and 2021, the Company does not have financial liabilities that are exposed to interest rate risk.

Foreign currency risk

The Company is exposed to the effect of foreign currency exchange rate fluctuation mainly because of significant amount of cash in banks placed and liabilities from related parties in currencies other than the Rupiah. The Company's net opens foreign currency exposure as of 31 December, 2022 and 2021 is as follows:

	2022		2021	
	Amount in USD/Original Currency USD	**Amount in Equivalent in Indonesia Rupiah)**	Amount in USD/Original Currency USD	Amount in Equivalent in Indonesia Rupiah
14 Financial Risk Manage-ment				
Cash in Bank	**1,080**	**16,983,974**	1,475	21,046,782
Liabilities from related parties	**492,000**	**7,739,652,000**	492,000	7,020,350,460
Total	**493,080**	**7,756,635,974**	493,475	7,041,397,242

The conversion rate used by the Company for each US Dollar was Rp15,731 and Rp14,269 on December 31, 2022 and 2021, respectively.

Foreign Currency Sensitivity Analysis

The following table details the Company's sensitivity to the increase and decrease in the Rupiah against the U.S. Dollar as of December 31, 2022 and 2021, with other variables held constant to the Company's income before tax. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for the corresponding percentage change in foreign currency rates. A positive number below indicates an increase in loss before tax where the Rupiah weakens against U.S. Dollar. For a strengthening of the Rupiah against U.S. Dollar, there would be a compareable impact on the loss, and the balances below would be negative.

	2022		2021	
	Changes in Currency Rate	**Effect on profit or loss before tax)**	Changes in Currency Rate	Effect on profit or loss before tax
U.S.Dollor	**±3.29%**	**255,193,324**	±3.47%	244,336,484

Liquidity risk

The Company manages its liquidity profile to be able to finance its capital expenditures and service its maturing debts by maintaining sufficient cash and cash equivalents, and the availability of funding through an adequate amount of committed credit facilities.

The Company regularly evaluates its projected and actual cash flow information and continuously assesses conditions in the financial markets for opportunities.

15. TRANSACTIONS WITH OTHER RECEIVABLE

Transactions with Other Receivables	Amount in Indonesia Rupiah		Percentage to Total Liabilities	
	2022	2021	**2022**	2021
Due to Related Parties				
Bajaj Hindusthan Singapore Pte. Ltd.	**6,009,242,000**	5,450,759,910	**73.00%**	74.20%
Global Power Projects Singapore Pte. Ltd.	**1,730,410,000**	1,569,590,550	**21.02%**	21.37%
PT Jangkar Prima	**487,800,477**	238,851,099	**5.93%**	3.26%
	8,227,452,477	7,259,201,559	**99.95%**	98.81%

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15,062 and 1USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1USD = 1 INR 75.8071.

Related parties	Relationship with the group	Transactions
Bajaj Hindusthan (Singapore) Pte. Ltd	Holding Company	Due to related parties
Global Power Projects Singapore Pte. Ltd	Holding Company	Due to related parties
PT Jangkar Prima	Entity under common control	Due to related parties

16. GOING CONCERN

The Company is in a capital deficiency poisition as of December 31, 2022 and 2021 amounting to Rp 7,138,771,722 and Rp 6,241,409,449. This condition is caused by the company not yet in operation because PT Jangkar Prima as the Principal has not yet produced.

In relation to this, Management will implement a cost control policy.

17 . APPROVALS OF FINANCIAL STATEMENTS

The accompanying financial statements have been approved by the Management Company to be issued on January 30, 2023.

STATEMENT OF DIRECTORS ABOUT RESPONSIBILITY TO THE FINANCIAL STATEMENT PT JANGKAR PRIMA FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

We, the undersigned :

1.	Name	:	Chandan Jain
	Office Address	:	Springhill Office Tower Unit 8G Jakarta
	Residential address	:	Apartemen The Mansion Blok Jasmine Town Home Aurora Unit 6TX, Jl Trembesi Blok D, 14410
	Telephone	:	0812-1865-1196
	Position	:	Director

Declare that :

1. We are responsible for the preparation and presentation of PT Jangkar Prima (“Company);
2. The Company,s financial statements have been prepared and presented in accordance with Indonesian Financial Accounting Standards;
3. a. All the information in the financial have been disclosed in a complete and truthful manner;
   b. The financial statements do not contain any incorrect information or material facts, nor do they omit information or material facts;.
4. We are responsible for the Company,s internal control system.

We Certify the accurancy of This statement

Chandan Jain
Director

Jakarta
January 30, 2023

Independent Auditors' Report

Report No.: 00005/2.0969/AU.1/02/1111-6/1/I/2023

Shareholders and Directors
PT JANGKAR PRIMA

Opinion

We have audited the accompanying financial statements of PT Jangkar Prima (“the Company”), which comprise the statement of financial position as at December 31, 2022, and the statement of profit or loss and other comprehensive income, statement of capital deficiency, and statement of the cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of PT Jangkar Prima as of December 31, 2022 and its financial performance and cash flows for the year the ended, in accordance with Indonesian Financial Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements paragraph of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Indonesia, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Emphasis Matter

We draw attention to note 17 to the financial statements which explain that the Company has not yet operated commercially until coal prices stabilize.

Our opinion is not modified in connection with these matters.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Indonesian Financial Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor’s Responsibilities for the Audit of the Financial Statements

Our responsibility is to express an opinion on such financial statements based on our audit. We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether such financial statements are free from material misstatement.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient and appropriate audit evidence regarding the entity's financial information or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and conduct of Company audits. We remain fully responsible for our audit opinion.

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.

Registered Public Accountants
Gideon Adi & Rekan

Bisner Sitanggang, CA, CPA
Public Accountant Registration No. AP.1111
Jakarta,January 30, 2023

PT. JANGKAR PRIMA (2022)

STATEMENT OF FINANCIAL POSITION AS AT DECEMBER 31, 2022 AND 2021

Particulars	Note	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
ASSETS					
Current assets					
Cash and cash equivalent	2b, 4	**390,068,883**	**2.13**	301,467,654	1.59
Due from related partries	2c, 16	**487,800,477**	**2.66**	238,851,099	1.26
Advance operation	5	**8,624,500**	**0.05**	7,500,000	0.04
Total current assets		**886,493,860**	**4.84**	547,818,753	2.89
Non current assets					
Restricted time deposit	7	**1,152,502,533**	**6.29**	1,152,502,533	6.09
Fixed assets	2d, 6	**436,736,506**	**2.38**	467,588,673	2.47
Exploration and evaluation assets	2e, 8	**1,879,904,060**	**10.26**	1,879,904,060	9.93
Total non-current assets		**3,469,143,099**	**18.94**	3,499,995,266	18.49
TOTAL ASSETS		**4,355,636,959**	**23.78**	4,047,814,019	21.38
LIABILITIES AND CAPITAL					
Current liabilities					
Taxes Payable	2i, 9	**30,860,190**	**0.17**	4,595,172	0.02
Accrued expenses	11	**124,352,500**	**0.68**	706,332,734	3.73
Total current liabilities		**155,212,690**	**0.85**	710,927,906	3.76
Non-Current liabilities					
Due to related party	2c, 10, 16	**27,663,120,810**	**151.00**	22,024,351,908	116.36
Total non-current liabilities		**27,663,120,810**	**151.00**	22,024,351,908	116.36
TOTAL LIABILITIES		**27,818,333,500**	**151.85**	22,735,279,814	120.11
Equity					
Share capital	2f, 12	**5,000,000,000**	**27.29**	5,000,000,000	26.42
Deficits		**(28,462,696,541)**	**(155.37)**	(23,687,465,795)	(125.14)
Total equity		**(23,462,696,541)**	**(128.07)**	(18,687,465,795)	(98.73)
TOTAL LIABILITIES AND EQUITY		**4,355,636,959**	**23.78**	4,047,814,019	21.38

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15062 and 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1 USD = 1 INR 75.8071.

STATEMENT OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2022 AND 2021

Particulars	Note	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
Operating expenses	2h, 13	**2,330,685,875**	**12.72**	2,148,399,132	11.35
Total operating expenses		**2,330,685,875**	**12.72**	2,148,399,132	11.35
Other expenses / (income)					
Foreign exchange gap	2h, 14	**2,460,103,190**	**13.43**	236,551,334	1.25
Interest income	2h, 14	**(1,563,740)**	**(0.01)**	(778,771)	(0.00)
Other income	2h, 14	**(22,734,808)**	**(0.12)**	-	-
Other expenses	2h, 14	**8,740,229**	**0.05**	4,174,140	0.02
Total other expenses / (income)		**2,444,544,871**	**13.34**	239,946,703	1.27
Loss Before Income Tax		**4,775,230,746**	**26.07**	2,388,345,835	12.62
Income tax	2i	**-**	**-**	-	-
Net loss for the year		**4,775,230,746**	**26.07**	2,388,345,835	12.62
Other Comprehensive Income		**-**	**-**	-	-
COMPREHENSIVE LOSS		**4,775,230,746**	**26.07**	2,388,345,835	12.62

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15062 and 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1 USD = 1 INR 75.8071.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2022 AND 2021

Particulars	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
Cash flow from operating activities				
Net loss	**(4,775,230,746)**	**(26.07)**	(2,388,345,835)	(12.62)
Adjustments for:				
Depreciation	**32,052,167**	**0.17**	32,445,360	0.17
Foreign exchange gap	**2,460,103,190**	**13.43**	236,551,334	1.25
Decrease(increase)in asset and liability:	**-**	**-**	-	-
Decrease(increase) Advance	**(1,124,500)**	**(0.01)**	(20,167,912)	(0.11)
Decrease(increase) Accrued expenses	**(581,980,234)**	**(3.18)**	648,313,746	3.43
Increase in Tax Payable	**26,265,018**	**0.14**	4,693,459	0.02
Net Cash used by operating activities	**(2,839,915,105)**	**(15.50)**	(1,486,509,848)	(7.85)
Cash flow from investing activities				
Addition of fixed assets	**(1,200,000)**	**(0.01)**	(604,000)	(0.00)
Net Cash flow used by investing activities	**(1,200,000)**	**(0.01)**	(604,000)	(0.00)

Particulars	2022 Amount in Indonesia Rupiah	2022 Amount in INR (₹ Million)	2021 Amount in Indonesia Rupiah	2021 Amount in INR (₹ Million)
Cash flow from financing activities				
Due to related parties	**3,178,665,712**	**17.35**	1,163,408,586	6.15
Due from related parties	**(248,949,378)**	**(1.36)**	(238,851,099)	(1.26)
Net Cash flows provided by financing activities	**2,929,716,334**	**15.99**	924,557,487	4.88
Net increase/ (Decrese) in cash and bank	**88,601,229**	**0.48**	(562,556,361)	(2.97)
Cash and bank beginning of the year	**301,467,654**	**1.65**	864,024,015	4.56
Cash and bank at end of the year	**390,068,883**	**2.13**	301,467,654	1.59

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15062 and 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1 USD = 1 INR 75.8071.

Statement of changes in capital deficiency for the year ended December 31, 2022 and 2021

Particulars	Amount in Indonesia Rupiah			Amount in INR (₹ Million)		
	Share Capital	Deficits	Total Equity	Share Capital	Deficits	Total Equity
Balance January 01, 2021	5,000,000,000	(21,299,119,960)	(16,299,119,960)	26.42	(112.53)	(86.11)
Comprehensive loss for the year	-	(2,388,345,835)	(2,388,345,835)	-	(12.62)	(12.62)
Balance December 31, 2021	5,000,000,000	(23,687,465,795)	(18,687,465,795)	26.42	(125.14)	(98.73)
Balance January 01, 2022	**5,000,000,000**	**(23,687,465,795)**	**(18,687,465,795)**	**27.29**	**(129.30)**	**(102.01)**
Comprehensive loss for the year	**-**	**(4,775,230,746)**	**4,775,230,746)**	**-**	**(26.07)**	**(26.07)**
Balance December 31, 2022	**5,000,000,000**	**(28,462,696,541)**	**(23,462,696,541)**	**27.29**	**(155.37)**	**(128.07)**

The financial statements are translated at the exchange rate as on 31.03.2023 i.e. 1 USD = 1 IDR 15062 and 1 USD = 1 INR 82.2169 and as on 31.03.2022 i.e. 1 USD = 1 IDR 14,349 and 1 USD = 1 INR 75.8071.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2022

1. GENERAL

PT. JANGKAR PRIMA (referred as the "company”) domiciled with headquarters in Jl Pelita V RT 035 RW 04 Gg. 35-II Buntok Kota, Kec Dusun Selatan, Barito Selatan, Central Borneo was established based on the notarial deed No. 5 dated April 20, 2002, of Tini Rusdhihatie, S.H., a notary in Buntok and are registered in the southern district court Buntok with Number 86/CV/2004 dated August 30, 2004.

The Company's Articles of Association has been amended for several times the latest amendment to the Deed of Shareholder Decision No. 30 dated 19 October 2022 of Notary Suwanda, S.H., M.Kn, in Bogor.

The company is engaged in mining, Under Decree No, 343 , 2004 Regent Barito, The Company has obtained permission in mining exploration, transport, mining, washing / processing, storage, transportation, and marketing of all products from the mining area of 4,148 Ha of mining area located in Kecamatan Gunung Bintang Awai, South Barito District.

The company is still in developing stage and has not yet commerce its commerce activities.

Composition of Board of Commissioners and Board of Directors in accordance with notarial deed of Suwanda, S.H., M.Kn Notarial in Bogor, No. 30 dated October, 19 2022, as of December 31, 2022 and 2021 are as follows:

	2022	2021
Commissioner	Praveen Bansal	Alok Kumar Vaish
President Director	-	Praveen Bansal
Director	Chandan Jain	Chandan Jain

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Changes to Statements of Financial Accounting Standards (“SFAS”) and Interpretations of Financial Accounting Standards (“IFAS”)

The followings are financial accounting standard, amendments and interpretation of financial accounting standard which become effective starting 1 January 2022.

- Amendment of SFAS 22: “Business combination for reference to conceptual framework”;
- Amendment of SFAS 57: “Provision, contingent liabilities, and contingent assets related to onerous contracts – Cost of fulfilling the contract”;
- Amendment of SFAS 71: “Financial instrument”; and
- Annual improvement of SFAS 73: “Lease”.

The implementation of these standard above did not result in substansial changes to the company’s accounting policies and had no material impact to the financial statements for current or prior financial years.

b. Cash and Cash Equivalent

Cash and cash equivalents consist of cash on hand, cash in banks and time deposits with maturity periods of three months or less at the time of placement that are not used as collateral or are not restricted.

The statements of cash flows have been prepared using the indirect method by classifying the cash flows on the basis of operating, investing and financing activities.

c. Transaction with Related Parties

Related party represents a person or an entity who is related to the reporting entity:

1. A person or a close member of the person's family is related to a reporting entity if that person:
   a. Has control or joint control over the reporting entity
   b. Has significant influence over the reporting entity; or
   c. Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity
2. An entity is related to a reporting entity if any of the following conditions applies:
   a. The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
   b. One entity is an associateor joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
   c. Both entities are joint ventures of the same third party.
   d. One entity is an associateor joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
   e. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
   f. The entity is controlled or jointly controlled by a person identified in (1).
   g. A person identified in (1)(a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

h. The entity, or any member of a group of which it is a part, provides key management, personal services to the reporting entity or to the parent of the reporting entity.)

All transactions with related parties which are related either done or not interest rates or prices, terms and conditions as those conducted by outside parties. Parties that have a special relationship disclosed in the Financial Statements.

d. Fixed Assets and Depreciation

Fixed assets are stated at cost less accumulated depreciation. Fixed assets, except land, are depreciated using the straight line method over their estimated useful lives as follows:

	Years
Building	10-20
Machinery and equipment	10
Transportation equipment	5
Tools and inventory	5

The cost of maintenance and repairs is charged to statements of income as incurred. Significant renewals and betterment are capitalized. When assets are retired or otherwise disposed, the carrying value and the related accumulated depreciation are removed from the accounts and any resulting gains or loss is reflected in the statement of income.

e. Exploration and Evaluation Assets

Exploration and evaluation activity involves searching for mineral resources after the Company has obtained legal rights to explore in a specific area, determining the technical feasibility and assessing the commercial viability of an identified resource.

Exploration and evaluation expenditure includes costs that are directly attributable to:

- acquisition of rights to explore;
- topographical, geological, geochemical and geophysical studies;
- exploratory drilling;
- trenching and sampling;
- activities involved in evaluating the technical feasibility and commercial viability of extracting of mineral resources.

Exploration and evaluation expenditure related to an area of interest is charge when incurred, unless it is capitalised and carried forward, on an area of interest basis, provided that one of the following conditions is met:

(i) the tenure rights of an area are current and it is considered probable that the costs will be recouped through the successful development and exploitation of the area of interest or, alternatively, through its sale; or

(ii) exploration activities in the area of interest have not yet reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in or in relation to the area of interest are ongoing.

Capitalised costs include costs directly related to exploration and evaluation activities in the relevant area of interest, and exclude physical assets which are recorded in fixed assets. General and administrative costs are allocated to exploration or evaluation assets only to the extent that those costs can be related directly to operational activities in the relevant area of interest.

Capitalised exploration and evaluation expenditure is written off where the above conditions are no longer satisfied.

Identifiable exploration and evaluation assets acquired in a business combination are recognised initially as assets at fair value upon acquisition, and subsequently at cost less impairment charges. Exploration and evaluation expenditure incurred subsequent to the acquisition of an exploration asset in a business combination is accounted for in accordance with the policy outlined above.

As the exploration and evaluation assets are not available for use, they are not depreciated.

Exploration and evaluation assets are assessed for impairment if facts and circumstances indicate that impairment may exist. Exploration and evaluation assets are also tested for impairment once commercial reserves are found, before the assets are transferred to "mining properties-mines under development". Expenditure incurred before the entity has obtained the legal right to explore a specific area is expensed as incurred.

f. Share Capital

Ordinary shares are classified as equity, and incremental costs directly attributable to the issuance of new shares are shown in equity as a deduction, net of tax, from the proceeds.

g. Foreign Currency Translation

Transactions during the year related to foreign currencies are recorded at the exchange rate at the transaction date. At balance sheet date, all assets and liabilities denominated in foreign currencies are translated into the value of the rupiah exchange rate of Bank Indonesia prevailing on the balance sheet date.

On December 31, 2022 and 2021, Bank Indonesia middle rate used for Rp15,731 and Rp 14,269 to US$1. Profit or loss on foreign exchange are credited or charged to current operations.

h. Revenue and Expense Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates and sales taxes (VAT).

Expenses are recognized as incurred on an accrual basis.

i. Income Tax

Income tax expense represents the sum of the corporate income tax currently payable and deferred tax.

Current tax

The Company's liability for current corporate income tax is calculated using tax rates based on tax laws that have been enacted or substantively enacted as at the reporting dates.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statements of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

j. Work in process

Cost inccured in connection with the Company's ongoing work in process are classified as work in process. The expenses will be capitalized to the corresponding projects upon their realization or written-off if the work is abonded.

k. Use of Estimates

The preparation of financial statements in conformity with general accepted accounting principles requires management to make estimates and assumption that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of the revenues and expenses during the reporting, Actual result could differ from those estimates.

l. Impairment of Assets

Management reviews any indication of impairment (recovery) value of assets on the balance sheet date and the possible reduction in the recoverable amount whenever events indicate impairment of assets.

The recoverable value is calculated based on value in use or net selling value, whichever is higher.

The impairment loss is recognized if the carrying amount exceeds the recoverable value, On the other hand, the recovery of impairment loss is recognized when there is indication that the impairment is no longer the case.

Impairment (recovery) value of assets is recognized as an expense (income) in the income statement for the year.

m. Financial Assets and Liabilities

i) Classification

The Company classifies its financial assets according to the following categories at initial recognition:

- Financial assets measured at fair value through profit or loss;
- Financial assets measured at fair value through other comprehensive income;
- Financial assets measured at amortized cost.

Financial assets are measured at amortized cost if they meet the following conditions:

- financial assets are managed in a business model that aims to have financial assets in order to obtain contractual cash flow;
- the contractual terms of the financial asset provide rights on a certain date for cash flow obtained solely from payment of principal and interest (SPPI) on the principal amount owed.

Financial assets are measured at fair value through other comprehensive income if they meet the following conditions:

- Financial assets are managed in a business model that aims to obtain contractual cash flow and sell financial assets; and
- The contractual requirements of the financial assets meet the SPPI criteria.

At initial recognition, the Company may make an irrevocable choice to present equity instruments that are not held for trading at fair value through other comprehensive income.

Other financial assets that do not meet the requirements to be classified as financial assets measured at amortized cost or fair value through other comprehensive income, are classified as measured at fair value through profit or loss.

At initial recognition, the Company can make an irrevocable determination to measure assets that meet the requirements to be measured at amortized cost or fair value through other comprehensive income at fair value through profit or loss, if the determination eliminates or significantly reduces the measurement or recognition inconsistencies (sometimes referred to as "accounting mismatch").

Evaluation of business models

The business model is determined at a level that reflects how groups of financial assets are managed together to achieve certain business objectives.

- How the performance of the business model and financial assets held in the business model are evaluated and reported to the Company's key management personnel;
- What risks affect the performance of the business model (including financial assets held in the business model) and specifically how the financial assets are managed; and
- How to evaluate the performance of managers of financial assets (for example, whether performance appraisals are based on the fair value of the assets being managed or the contractual cash flows obtained).

Financial assets held for trading or managed and which performance appraisals based on fair value are measured at fair value through profit or loss.

Derivatives are also categorized under this classification, unless they are designated as effective hedging instruments.

Evaluation of contractual cash flows obtained solely from payment of principal and interest

For the purpose of this evaluation principal is defined as the fair value of financial assets at initial, recognition. Interest is defined as compensation for the time value of money and credit risk in relation to the principal amount owed over a certain period of time and also the risk and standard borrowing costs as well as profit margins.

An assessment of contractual cash flows obtained solely from principal and interest payments is made by considering contractual terms, including whether financial assets contain contractual terms that can change the timing or amount of contractual cash flows. In assessing, the Company considers:

- Contingency events that will change the timing or amount of contractual cash flow;
- Leverage feature;
- Terms of advance payment and contractual extension;
- Requirements regarding limited claims for cash flows from specific assets; and
- Features that can change the time value of money element.

Financial liabilities are classified into the following categories at initial recognition:

- Financial liabilities at fair value through profit or loss, which has 2 (two) sub-classifications, i.e. those designated as such upon initial recognition and those classified as held for trading;
- Other financial liabilities. Other financial liabilities pertain to financial liabilities that are not held for trading nor designated as at fair value through profit or loss upon recognition of the liability.

ii) Initial recognition

a. Purchase or sale of financial assets that requires delivery of assets within a time frame established by regulation or convention in the market (regular purchases) is recognized on the trade date, i.e., the date that the Company commits to purchase or sell the assets.
b. financial assets and financial liabilities are initially recognized at fair value. For those financial assets or financial liabilities not classified as fair value through profit or loss, the fair value is added/deducted with directly attributable transaction costs to the issuance of financial assets or liabilities.

The Company, upon initial recognition, may designate certain financial assets and financial liabilities, at fair value through profit or loss (fair value option). The fair value option is only applied when the application of the fair value option reduces or eliminates the measurement or recognition inconsistencies (accounting mismatch) that would otherwise arise.

iii) Subsequent measurement

Financial assets at fair value through other comprehensive income and financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Financial assets classified as amortized cost and other financial liabilities measured at amortized cost using the effective interest rate method

iv) De-recognition

a. Financial assets are derecognized when:
   - The contractual rights to receive cash flows from the financial assets have expired, or
   - The Company has transferred its rights to receive cash flows from the asset or has assumed and obligation to pay the received cash flow in full without material delay to a third party under a 'pass-through' arrangement, and either (a) the Company has transferred substantially all the risks and rewards of the asset or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the assets but has transferred control of the assets.

   When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass- through arrangement and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company's continuing involvement in the asset.

Loans are written off when there is no realistic prospect of collection in the near future or the normal relationship between the Company and the borrowers have ceased to exist. When a loan is deemed uncollectible, it is written off against the related allowance for impairment losses.

b. Financial liabilities are derecognized when the obligation under the liability is discharged or cancelled or has expired.

Where an existing financial liability is replaced by another liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the profit or loss.

v) Income and expense recognition

a. Interest income and expense on financial assets measured at fair value through other comprehensive income as well as financial assets and financial liabilities recorded at amortized cost are recognized in the statement of profit or loss using the effective interest rate method.

The gross carrying amount of a financial asset is the amortized cost of a financial asset before adjusting for allowance for impairment.

In calculating interest income and expenses, the effective interest rate is applied to the gross carrying amount of an asset (when the asset is not an impaired financial asset) or to the amortized cost of a liability.

b. Gains and losses arising from changes in the fair value of financial assets that classified as fair value through statement of profit or loss and other comprehensive income are recognized directly in other comprehensive income (as part of equity), until the financial asset is derecognized or impaired, except gain or loss arising from changes in exchange rate for debt instruments.

When a financial asset is derecognized or impaired, the cumulative gains or losses previously recognized in equity are recognized in profit or loss.

vi) Reclassification of financial instruments

The Company reclassifies financial assets if and only if, the business model for managing financial assets changes.

Reclassifications of financial assets from amortized cost classifications to fair value through profit or loss are recorded at fair value. The difference between the recorded value and fair value is recognized in profit or loss on the statement of profit or loss and other comprehensive income.

Reclassifications of financial assets from amortized cost classifications to fair value classifications through other comprehensive are recorded at their fair values.

Reclassification of financial assets from fair value through other comprehensive income to fair value through profit or loss is recorded at fair value. Unrealized gains or losses are reclassified to profit or loss.

Reclassification of financial assets from fair value through other comprehensive income to the amortized cost is recorded at fair value at the date of reclassification. Unrealized gains or losses is removed from equity and is adjusted against the fair value.

Reclassifications on financial assets from fair value through profit or loss to fair value through other comprehensive income are recorded at fair value.

Reclassification of financial assets from fair value through profit or loss to amortized cost classification is recorded at fair value.

vii) Offsetting of financial instruments

Financial assets and liabilities are set off and the net amount is presented in statement of financial position when, and only when, the Company has a legal right to set off the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Income and expenses are presented on a net basis only when permitted by the accounting standards.

viii) Amortized cost measurement

The amortized cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortization using the effective interest rate method of any difference between the initial amount recognized and the maturity amount, minus any reduction for impairment.

ix) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at measurement date.

When available, the Company measures the fair value of an instrument using quoted prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and those prices represent actual and regularly occurring market transaction on an arm's length basis. The fair value can be obtained from IDMA's (Interdealer Market Association) or quoted market prices or broker's quoted price from Bloomberg or Reuters on the measurement date.

If a market for a financial instrument is not active, the Company establishes fair value using a valuation technique.

The Company uses widely recognized valuation models for determining fair values of financial instruments of lower complexity, such as exchange value options and currency swaps. For these financial instruments, inputs into models are generally market-observable data.

For more complex instruments, the Company uses internally developed models, which are usually based on valuation methods and techniques generally recognized as standard within the industry. Valuation models are used primarily to value derivatives transacted in the over-the- counter market, unlisted debt securities (including those debt with embedded derivatives) and other debt instruments for which markets were or have become illiquid.

For financial instruments with no quoted market price, a reasonable estimate of the fair value is determined by reference to the fair value of another instrument which substantially has the same characteristics or calculated based on the expected cash flows of the underlying net asset base of the marketable securities.

The output of a valuation technique is an estimation or approximation of a value that cannot be determined with certainty, and the valuation technique employed may not fully reflect all factors relevant to the positions that the Company holds. Valuations are therefore adjusted, with additional factors such as model risk, liquidity risk and counterparty credit risk. Based on the established fair value valuation technique policy, related controls and procedures applied, management believes that these valuation adjustments are necessary and considered appropriate to fairly state the values of financial instruments measured at fair value in statement of financial position. Price data and parameters used in the measurement procedures applied are generally reviewed and adjusted, if necessary, particularly in view of the current market developments.

The fair value for loans and receivables as well as liabilities to banks and customers are determined using a present value model on the basis of contractually agreed cash flows, taking into account credit quality, liquidity and costs.

All assets and liabilities which fair value is measured or disclosed in financial statements can be classified in fair value hierarchy levels, based on following level:

- Level 1: Quoted price (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as a price) or indirectly (as derived from price).
- Level 3: Input for asset or liability based on unobservable inputs for the asset or liability.

x) Allowance for impairment losses on financial assets

- The Company recognizes the allowance for expected credit losses on financial instruments that are not measured at fair value through profit or loss.
- There is no allowance for expected credit losses on investment in equity instruments.
- The Company measure the allowance for losses for the lifetime of an expected credit losses, except for the following, which are measured according to 12 months expected credit losses:
- debt instruments that have low credit risk at the reporting date; and
- other financial instruments for which credit risk has not increased significantly since initial recognition.

The Company considers debt instruments to have low credit risk when the credit risk rating is at par with the globally understood definition of investment grade.

The 12-month expected credit loss is part of the expected credit loss throughout its lifetime that represents an expected credit loss arising from a default on financial instruments that might occur 12 months after reporting date.

Measurement of Expected Credit Losses

Expected Credit Loss is an estimate of the weighted probability of a credit loss measured as follows:

- financial assets that do not deteriorate at the reporting date, the expected credit loss is measured at the lifetime cash shortfalls arising from possible default events up to 12 months into the future from the reporting date. Expected credit losses continue to be determined on this basis until there is either a significant increase in the credit risk of an instrument or the instrument becomes credit impaired. If an instrument is no longer considered to exhibit a significant increase in credit risk, expected credit losses will revert to being determined on a 12- month basis;
- financial assets that deteriorate at the reporting date, the expected credit loss is measured at the difference between the gross carrying amount and the present value of estimated future cash flows;
- for undisbursed loan commitments, expected credit losses are measured at the difference between the present value of the amount of cash flow if the commitments is withdrawn and the cash flow expected to be received by the Company;
- for financial guarantee contracts, expected credit losses are measured at the difference between the estimated payments to replace the holder for the credit losses incurred less the amount estimated to be recoverable.

Restructures Financial Assets

If the terms of the financial assets are renegotiated or modified or the existing financial assets are replaced with new ones due to the borrower's financial difficulties, an assessment is made whether recognition of existing financial assets must be derecognized and expected credit losses measured as follows:

- If the terms are substantially different, the Company derecognises the original financial asset and recognizes a 'new' asset at fair value and recalculates a new effective interest rate for the asset. The date of renegotiation is consequently considered to be the date of initial recognition for impairment calculation purposes, including for the purpose of determining whether a significant increase in credit risk has occurred. However, the Company also assesses whether the new financial asset recognized is deemed to be credit- impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor being unable to make the originally agreed payments. Differences in the carrying amount are also recognised in statement of profit or loss in allowance for impairment losses as a gain or loss on derecognition. For the Company, to the extent that the loss does relate to credit risk, the Company classifies that loss within allowance for impairment losses.
- If the terms are not substantially different, the renegotiation or modification does not result in derecognition, and the Group recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognizes a modification gain or loss in statements of profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate.

Credit - impaired Financial Assets

At each reporting date, the Company assesses whether the financial assets recorded at amortized cost and the debt instrument financial assets which are recorded at fair value through other comprehensive income are credit- impaired (worsening). Financial assets deteriorate when one or more events that have an adverse effect on the estimated future cash flows of the financial assets have occurred.

Evidence that financial assets become credit impaired including observable data regarding the following events:

- significant financial difficulties experienced by the issuer or the borrower;
- breach of contract, such as a default or arrears;
- the lender, for economic or contractual reasons in relation to the financial difficulties experienced by the borrower, has given concessions to the borrower which is not possible if the borrower does not experience such difficulties;
- it is probable that the borrower will enter bankruptcy or the other financial reorganization; or
- loss of an active market for financial assets due to financial difficulties.
- Purchase or issuance of financial asset at significant discount which reflect the credit loss that occurs.

Presentation of Allowance for Expected Credit Losses in the Statement of Financial Position

Allowance for expected credit losses is presented in the statement of financial positions as follows:

- for financial assets measured at amortized cost, allowance for expected credit losses is presented as a deduction from the gross carrying amount of the asset;

- for loan commitments and financial guarantee contracts, allowance for expected credit losses is presented as a provision;
- for debt instruments measured at fair value through other comprehensive income, allowance for expected credit losses are not recognized in the statement of financial position because the carrying amounts of these assets are at their fair values. However, allowance for expected credit losses is disclosed and recognized in other comprehensive income.

3. SOURCES OF ESTIMATED UNCERTAINTIES

The preparation on the Company's financial statements requires management to make Judgments; estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjusment to the carrying amount of the asset and liability affected in future periods.

The following judgments are made by management in the process of applying the Company's accounting policies that have the most significant effects on the amounts recognized in the financial statements.

Classification of financial assets and liabilties

The Company determines the classifications of certain assets and liabilities as financial assets and financial liabilities by judging if they meet the definition set forth in PSAK No. 55 (Revised 2014).

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjusment to the carrying amounts of assets and liabilities with in the next financial year are disclosed below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future development May change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Depreciation of fixed asset

The costs of fixed assets are depreciated on a straight-line method over estimated useful lives. Management estimates the useful lives of these fixed assets to be with in 5 to 20 years. These are common life expectandes applied in the industries where in the Company conducts its businesses. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual value of these assets, and there for future depreciation charges could be revised.

Financial instruments

The Company carries certain financial assets and liabilities at fair values, which requires the use of accounting estimates. While significant components of fair value measurement were determined using verifiable objective evidences, the amount of changes in fair values would differ if the Company utilized different valuation methodology. Any changes in fair values of these financial assets and liabilities would affect directly the Company's income or loss.

Income tax

Significant judgment is involved in determining the provision for corporate income tax. There are certain transactions and computation for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for expected corporate income tax issues based on estimates of whether additional corporate income tax will be due.

4. CASH AND CASH EQUIVALENT

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
This account consists of:				
Cash and bank				
Cash in hand	**1,564,336**	**0.01**	497,309	0.00
Banks				
-Bank Mandiri (Indonesian Rupiah)	**328,377,047**	**1.79**	284,179,579	1.50
-Bank Mandiri (USD)	**60,127,500**	**0.33**	16,790,766	0.09
Total	**390,068,883**	**2.13**	301,467,654	1.59

	2022		2021	
5 Advance				
Advance operation	**8,624,500**	**0.05**	7,500,000	0.04
Total	**8,624,500**	**0.05**	7,500,000	0.04

Amount in Indonesia Rupiah

6 **Fixed asset**

	2022			
	Beginning balance	**Addition**	**Disposal**	**Ending balance**
At Cost				
Boundary wall	**500,000,000**	**-**	**-**	**500,000,000**
Motor cycle	**21,930,000**	**-**	**-**	**21,930,000**
Office equipment	**56,026,000**	**12,000,000**	**-**	**57,226,000**
	577,956,600	**12,000,000**	**-**	**579,156,000**
Accumulated Depreciation				
Boundary wall	**50,000,000**	**25,000,000**	**-**	**75,000,000**
Motor cycle	**9,868,494**	**4,386,000**	**-**	**14,254,494**
Office equipment	**50,498,834**	**2,666,167**	**-**	**53,165,001**
	110,367,328	**32,052,167**	**-**	**142,419,495**
Book value	**467,588,672**			**436,736,505**

Amount in INR (₹ Million)

	2022			
	Beginning Balance	**Addition**	**Disposal**	**Ending Balance**
At Cost				
Boundary wall	**2.73**	**-**	**-**	**2.73**
Motor cycle	**0.12**	**-**	**-**	**0.12**
Office equipment	**0.31**	**0.01**	**-**	**0.31**
	3.15	**0.01**	**-**	**3.16**
Accumulated Depreciation				
Boundary wall	**0.27**	**0.14**	**-**	**0.41**
Motor cycle	**0.05**	**0.02**	**-**	**0.08**
Office equipment	**0.28**	**0.01**	**-**	**0.29**
	0.60	**0.17**	**-**	**0.78**
Book value	**2.55**			**2.38**

Amount in Indonesia Rupiah

6 Fixed asset

	2021			
	Beginning balance	Addition	Disposal	Ending balance
At Cost				
Boundary wall	500,000,000	-	-	500,000,000
Motor cycle	21,930,000	-	-	21,930,000
Office equipment	55,422,000	604,000	-	56,026,000
	577,352,000	604,000	-	577,956,000
Accumulated Depreciation				
Boundary wall	25,000,000	25,000,000	-	50,000,000
Motor cycle	5,482,494	4,386,000	-	9,868,494
Office equipment	47,439,474	3,059,360		50,498,834
	77,921,968	32,445,360	-	110,367,328
Book value	499,430,032			467,588,673

Amount in INR (₹ Million)

	2021			
	Beginning Balance	Addition	Disposal	Ending Balance
At Cost				
Boundary wall	2.64	-	-	2.64
Motor cycle	0.12	-	-	0.12
Office equipment	0.29	0.00	-	0.30
	3.05	0.00	-	3.05
Accumulated Depreciation				
Boundary wall	0.13	0.13	-	0.26
Motor cycle	0.03	0.02	-	0.05
Office equipment	0.25	0.02	-	0.27
	0.41	0.17	-	0.58
Book value	2.64			2.47

7. RESTRICTED TIME DEPOSITS

This account is a deposit placement in PT Bank Pembangunan Kalteng. The deposit is a guarantee for reclamation and post-mining. As of December 31, 2022, the Deposit balance was Rp 1,152,502,533 with an interest rate of 6.00%.

8. EXPLORATION AND EVALUATION ASSETS

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Lease assets	**625,000,000**	**3.41**	625,000,000	3.30
License/ permit	**903,705,760**	**4.93**	903,705,760	4.77
Overheads	**135,200,000**	**0.74**	135,200,000	0.71
Travelling	**90,898,300**	**0.50**	90,898,300	0.48
Exploration	**23,800,000**	**0.13**	23,800,000	0.13
Others	**101,300,000**	**0.55**	101,300,000	0.54
Total	**1,879,904,060**	**10.26**	1,879,904,060	9.93

Exploration and evaluation assets represent the expenses incurred during the exploration stage of the mining concession.

9 Taxes Payable

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Withholding tax art 21	**3,565,062**	**0.02**	4,595,172	0.02
Withholding tax art 23	**24,517,350**	**0.13**	-	-
Withholding tax art 4(2)	**2,777,778**	**0.02**	-	-
Total	**30,860,190**	**0.17**	4,595,172	0.02

10. DUE TO RELATED PARTIES

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Global Power Projects Singapore Pte. Ltd.	**11,688,133,000**	**63.80**	7,534,034,640	39.80
Bajaj Hindusthan(Singapore) Pte Ltd.	**15,974,987,810**	**87.20**	14,490,317,268	76.55
Total	**27,663,120,810**	**151.00**	22,024,351,908	116.36

As of December 31, 2022, the company has a due to related parties, Global Power Projects Singapore Pte, Ltd amounted to US$743,000 Bajaj Hindusthan (Singapore) Pte, Ltd, amounted to US$1,015,510.

The loans has no interest and no maturity limit.

11 Accrued expenses

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Professional fee	**6,370,000**	**0.03**	55,734,808	0.29
Management services	**117,982,500**	**0.64**	643,935,000	3.40
Social security & employment	**-**	**-**	2,840,483	0.02
Others	**-**	**-**	38,22,443	0.02
Total	**124,352,500**	**0.68**	706,332,734	3.73

12 Share Capital

Based on Notarial Deed of Suwanda, SH., Mkn, Number 27 dated June 15, 2020 the composition of shareholder and percentage of ownership of the Company as of December 31, 2022 and 2021 are as follow:

Name of Share Holders	**2022**			
	Stock	**% of ownership**	**Nominal value (in indonesia Rupiah)**	**Amount (in indonesia Rupiah)**
Bajaj Hindusthan(Singapore) Pte. Ltd.	**49,940**	**99.88**	**100,000**	**4,994,000,000**
Global Power Projects Singapore Pte. Ltd.	**60**	**0.12**	**100,000**	**6,000,000**
	50,000	**100.00**		**5,000,000,000**

Name of Share Holders	**2022**			
	Stock	**% of ownership**	**Nominal value (in indonesia Rupiah)**	**Amount in INR (₹ Million)**
Bajaj Hindusthan(Singapore) Pte. Ltd.	**49,940**	**99.88**	**100,000**	**27.26**
Global Power Projects Singapore Pte. Ltd.	**60**	**0.12**	**100,000**	**0.03**
	50,000	**100.00**		**27.29**

Name of Share Holders	2021			
	Stock	% of ownership	Nominal value (in indonesia Rupiah)	Amount (in indonesia Rupiah)
Bajaj Hindusthan(Singapore) Pte. Ltd.	49,940	99.88	100,000	4,994,000,000
Global Power Projects Singapore Pte. Ltd.	60	0.12	100,000	6,000,000
	50,000	100.00		5,000,000,000

Name of Share Holders	2021			
	Stock	% of ownership	Nominal value (in indonesia Rupiah)	Amount in INR (₹ Million)
Bajaj Hindusthan(Singapore) Pte. Ltd.	49,940	99.88	100,000	26.38
Global Power Projects Singapore Pte. Ltd.	60	0.12	100,000	0.03
	50,000	100.00		26.42

13 Operating expenses

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Management services	**1,342,350,000**	**7.33**	1,290,750,000	6.82
Salaries	**318,616,992**	**1.74**	318,616,992	1.68
Travelling	**8,522,102**	**0.05**	5,313,800	0.03
General expense	**25,732,152**	**0.14**	24,783,940	0.13
Professional services	**21,577,838**	**0.12**	35,000,000	0.18
Office rental	**21,562,500**	**0.12**	20,000,000	0.11
Internet, electricity and office phone	**13,325,514**	**0.07**	13,282,150	0.07
Depreciation	**32,052,167**	**0.17**	32,445,360	0.17
Others	**546,946,610**	**2.99**	408,206,890	2.16
Total	**2,330,685,875**	**12.72**	2,148,399,132	11.35

14 Other Income (Expenses)

	2022		2021	
	Amount in Indonesia Rupiah	**Amount in INR (₹ Million)**	Amount in Indonesia Rupiah	Amount in INR (₹ Million)
Gain/(loss) foreign exchange	**(2,460,103,190)**	**(13.43)**	(236,551,334)	(1.25)
Interest income	**1,563,740**	**0.01**	778,771	0.00
Other Income	**22,734,808**	**0.12**	-	-
Bank charges	**(8,740,229)**	**(0.05)**	(4,174,140)	(0.02)
	(2,444,544,871)	**(13.34)**	(239,946,703)	(1.27)

15. FINANCIAL RISK MANAGEMENT

The Company principal financial assets comprise cash on hand, banks and due from related party. The Company also has various financial liabilities such as due to related party and accrued expenses.

The Company policy is not to undertake hedging transactions for its financial instruments.

The main risks arising from the Company's financial instruments are foreign currency risk and liquidity risk, The Director reviews and approves policies for managing each of these risks, which are described in more details as follows:

Fair value and cash flow interest rate risk

Currently, the Company does not have a formal hedging policy for interest rate exposures.

As of December 31, 2022 and 2021, the Company does not have financial liabilities that are exposed to interest rate risk.

The Company is exposed to the effect of foreign currency exchange rate fluctuation mainly because of significant amount of cash in banks placed and liabilities from related parties in currencies other than the Rupiah. The Company's net opens foreign currency exposure as of 31 December, 2022 and 2021 is as follows:

	2022		2021	
	Amount in USD/Original Currency USD	**Amount in Equivalent in Indonesia Rupiah)**	Amount in USD/Original Currency USD	Amount in Equivalent in Indonesia Rupiah
Financial Risk Management				
Cash in Bank	**3,822**	**60,127,500**	1,177	16,790,766
Liabilities from related parties	**1,758,510**	**27,663,120,810**	1,543,510	22,024,351,908
Total	**1,762,332**	**27,723,248,310**	1,544,687	22,041,142,674

The conversion rate used by the Company for each US Dollar was Rp15,731 and Rp14,269 on December 31, 2022 and 2021, respectively.

Foreign Currency Sensitivity Analysis

The following table details the Company's sensitivity to the increase and decrease in the Rupiah against the U.S. Dollar as of December 31, 2022 and 2021, with other variables held constant to the Company's income before tax. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for the corresponding percentage change in foreign currency rates. A positive number below indicates an increase in loss before tax where the Rupiah weakens against U.S. Dollar. For a strengthening of the Rupiah against U.S. Dollar, there would be a compareable impact on the loss, and the balances below would be negative.

	2022		2021	
	Changes in Currency Rate	**Effect on profit or loss before tax)**	Changes in Currency Rate	Effect on profit or loss before tax
U.S.Dollor	**±3.29%**	**912,094,750**	±3.47%	764,827,651

Liquidity risk

The Company manages its liquidity profile to be able to finance its capital expenditures and service its maturing debts by maintaining sufficient cash and bank, and the availability of funding through an adequate amount of committed credit facilities.

The Company regularly evaluates its projected and actual cash flow information and continuously assesses conditions in the financial markets for opportunities.

16. TRANSACTIONS WITH RELATED PARTIES

Significant transactions with related parties are as follows:

	Amount in Indonesia Rupiah		Percentage to Total Assets	
	2022	2021	**2022**	2021
a. **Due from Related Parties**				
PT Batu Bumi Persada	**487,800,477**	238,851,099	**11.20**	5.90

	Amount in Indonesia Rupiah		Percentage to Total Assets	
	2022	2021	**2022**	2021
b. **Due to Related Parties**				
Global Power Projects Singapore Pte. Ltd	**11,688,133,000**	7,534,034,640	**57.43**	33.14
Bajaj Hindusthan (Singapore) Pte. Ltd	**15,974,987,810**	14,490,317,268	**42.02**	63.74
Total Due to Related Parties	**27,663,120,810**	22,024,351,908	**99.44**	96.88

Related parties	**Relationship with the group**	**transactions**
Global Power Projects Singapore Pte. Ltd	Holding Company	Due to Related Parties
Bajaj Hindusthan (Singapore) Pte. Ltd	Holding Company	Due to Related Parties
PT Batu Bumi Persada	Entity under common control	Due from Related Parties

17. MANAGEMENT PLAN

Company has obtained the necessary statutory permissions to start mining activities located in South Barito, Central Kalimantan. However, seeing the unstable coal prices make the Company plan not to conduct commercial coal mining operations in 2022. Management will continue to monitor market dynamics and will start commercial production if coal prices have improved. As long as the Company has not yet commenced its commercial production activities, Shareholders will support the Company's operations using additional capital or loans. Once the Company starts production when the coal price is stable, the Company will repay the funds received previously, starting income from production.

18. APPROVAL OF FINANCIAL STATEMENTS

The accompanying financial statements have been approved by the Management Company to be issued on January 30, 2023.

BOARD's REPORT

To,

The Members

PHENIL SUGARS LIMITED

Your Directors have pleasure in presenting their 20th Annual Report together with Audited Financial Statements for the year ended March 31st, 2023:

Particulars	Current Year 2022-2023 (Rs. in lakhs)	Previous Year 2021-2022 (Rs. in lakhs)
Total Income	3.00	5.56
Total Expenses	6445.71	3899.05
Profit before Tax	(6442.71)	(3893.49)
Tax Expenses		
For the current year	-	-
For the prior years	-	-
Deferred Tax	(990.33)	(303.99)
Total Tax Expenses	-	-
Profit after Tax	**(5452.38)**	**(3589.50)**
Balance brought forward	(9187.93)	(5598.43)
Appropriations	-	-
Transfer to General Reserve	-	-
Balance carried to Balance Sheet	**(14640.31)**	**(9187.93)**

FINANCIAL PERFORMANCE

Your Company has earned net revenue of Rs. Nil from sale of Sugar and Rs. Nil from sale of by-products (viz. Molasses) for the year ended March 31, 2023 as compared to net revenue of Rs. nil crore from sale of Sugar and Rs. nil crore from sale of by-products (Molasses and Press Mud) in the previous year.

Total expenses (including depreciation & amortization and finance costs) incurred during the year was at Rs 64.46 crore Previous year Rs. 38.99 crore. The profit/(Loss) after tax was at Rs. (54.52) crore, as compared to Rs. (35.90) crore reported in the previous year.

DIVIDEND

Due to huge losses, your Directors are unable to recommend any dividend on the equity shares for the year under review.

AMOUNT THE COMPANY PROPOSES TO CARRY TO ANY RESERVES

For the year ended 31st March 2023, the Company is not having any profit, therefore unable to transfer any sum to reserve.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposits under the provisions of Section 73 of the Companies Act, 2013 and the rules made there under, for the time being in force.

EXTRACT OF ANNUAL RETURN

This is for the information of the members, the requirement to attached extract of annual return in form MGT-9 has been omitted vide the Companies (Management and Administration) Amendment Rules, 2021 dated 05.03.2021, therefore your Company has not attached the extract of the annual return in Form MGT-9 with the Board's report for the F.Y. 2022-23.

HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

During the year under review, the Board of Directors of the Company in their Board Meeting held on March 24th, 2023, converted the 3,50,03,927 preference shares of Rs. 100/- each held by Bajaj Hindusthan Sugar Limited (BHSL) into 35,00,39,270 equity shares of Rs. 10/- each and have issued and allotted aforesaid equity shares of the Company and by virtue of this, the aforesaid preference shares held by BHSL have been redeemed and cancelled, pursuant to the aforesaid allotment of equity shares to BHSL by the Company, the Company became the subsidiary Company of BHSL w.e.f. March 24th, 2023.

And, further your Company neither have any subsidiary Company nor have any associate Company.

MATERIAL EVENTS THAT HAVE OCCURRED AFTER THE BALANCE SHEET DATE

There have been no material changes and commitments affecting financial position of the Company that have occurred between the balance sheet date and date of this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 (if any) are given in the notes to the Financial Statements.

IMPACTING ON GOING CONCERN STATUS AND COMPANY'S OPERATIONS

During the year under review, there have been no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and Company's operation in future.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The details of transactions entered into with the Related Parties (if any) are given in notes to the audited financial statements for the year ended 31st March 2023 and it is appended in prescribed Form AOC-2 as "Annexure 1".

DECLARATION FROM INDEPENDENT DIRECTOR

The Company has received necessary declaration from each independent director(s) under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6), code for independent directors of the Companies Act, 2013.

DETAILS OF MONEY ACCEPTED FROM DIRECTOR

During the year under review, the Company has not accepted money in the form of unsecured loan from the director or relative of the director of the Company.

SECRETARIAL STANDRADS

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

DIRECTORS AND KEY MANEGERIAL PERSONNEL

Retirement by rotation

In terms of the Articles of Association of the Company, Mr. Pradeep Kumar Srivastava (DIN: 06537188), Director retires at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board recommends his re-appointment.

Appointment of Mr. Abrar Ahad (DIN: 10094180) and Mrs. Shalu Laxmanraj Bhandari (DIN: 009012556) as an Independent Directors (ID)

During the year under review, based on the recommendations of the Nomination and Remuneration Committee ('NRC') the Board of Directors of the Company ('Board') appointed Mr. Abrar Ahad (DIN: 10094180) and Mrs. Shalu Laxmanraj Bhandari (DIN: 009012556), as an Additional Directors in the category of Independent Directors of the Company, not liable to retire by rotation, for a term of five years i.e. from March 31st, 2023 to March 30th, 2028 (both days inclusive), subject to approval of the Members.

In the opinion of the Board, the Independent Directors, appointed during the year under review, are the persons of integrity and fulfills the criteria specified in the Act, Rules for appointment as Independent Director and they are independent of the management of the Company.

Appointment of Mr. Pratap Kumar Srivastava (DIN: 09641363) and Mr. Ambrish Singh (DIN: 10094141) as an Independent Directors (ID)

During the period under review, based on the recommendations of the Nomination and Remuneration Committee ('NRC') the Board of Directors of the Company ('Board') appointed Mr. Pratap Kumar Srivastava (DIN: 09641363) and Mr. Ambrish Singh (DIN: 10094141), as an Additional Directors in the category of Independent Directors of the Company, not liable to retire by rotation, for a term of five years i.e. from April 14th, 2023 to April 13th, 2028 (both days inclusive), subject to approval of the Members.

In the opinion of the Board, the Independent Directors, appointed during the year under review, are the persons of integrity and fulfills the criteria specified in the Act, Rules for appointment as Independent Director and they are independent of the management of the Company.

Resignation of Mr. Manish Sharma (DIN: 09375119) as an Independent Director of the Company

During the year under review, Mr. Manish Sharma (DIN: 09375119), Independent Director was resigned from the Board of the Company w.e.f. March 31st, 2023.

The Board places on record its appreciation for the services rendered by Mr. Manish Sharma (DIN: 09375119) during his tenure as Independent Director of the Company.

Appointment of Mr. Siddha Narayan Shukla as Chief Financial Officer (CFO)

During the year under review, based on the recommendation of the Nomination and Remuneration Committee, as may be applicable, at its meeting held on March 31st, 2023, appointed Mr. Siddha Narayan Shukla as Chief Financial Officer in the category of Key Managerial Personnel ("KMP") of the Company.

Resignation of Mr. Pradeep Kumar Srivastava as Chief Financial Officer (CFO)

During the year under review, Mr. Pradeep Kumar Srivastava, Chief Financial Officer (CFO) of the Company, resigned from the Company w.e.f. March 31st, 2023.

The Board placed on record its appreciation for the valuable services rendered by Mr. Pradeep Kumar Srivastava to the Company.

Appointment of Company Secretary of the Company (CS)

During the period under review, based on the recommendation of the Nomination and Remuneration Committee, as may be applicable, at its meeting held on April 01st, 2023, appointed Mrs. Pranjali Gupta (M.No. A67377) as Company Secretary in the category of Key Managerial Personnel ("KMP") of the Company..

Resignation of Company Secretary of the Company (CS)

During the year under review, Mr. Neeraj Khari (Mem. No. ACS-63204), Company Secretary of the Company, resigned from the office of Company Secretaryship w.e.f. March 31st, 2023.

The Board places on record its appreciation for the services rendered by Mr. Neeraj Khari (Mem. No. ACS-63204), Company Secretary of the Company during his tenure as Company Secretary with the Company.

CAPITAL/ FINANCE

As on 31st March, 2023, the issued, subscribed and paid up share capital of your Company stood at Rs. 371,52,76,560/-, comprising 35,71,42,656 Equity shares of Rs. 10/- each and 14,38,500 6% Redeemable Non-Cummulative Non-Convertible Preference shares of Rs. 100/- each.

During the year under review, the Zero coupon optionally convertible debentures (ZCOCD's) of Rs. 370.48 cr. held by Bajaj Hindusthan Sugar Limited (BHSL) were secured by way of pledging the equity shares of individual promoter of the Company i.e. 84.71% of the equity share capital of the Company dated 05.01.2023.

The above referred Zero Coupon Optionally Convertible Secured Debentures are further secured on first charge basis, by way of mortgage / hypothecation over all immovable and movable property plant and equipment (both present and future) of Govind Nagar Sugar unit of the Company, and first charge by way of hypothecation over all current assets (both present & future) of Govind Nagar Sugar unit of the Company dated 16.02.2023.

Further during the year under review, the Company has allotted ZCOCD's amounting to Rs. 197.05 cr. to different parties. The above mentioned ZCOCDs would be redeemed by the Company as per the terms & conditions of the allotment of the ZCOCD's from time to time.

The Company has fully repaid all the outstanding credit facilities / financial assistance already availed from Punjab National Bank, Gorakhpur Branch. Your Company has not availed any further credit facilities / financial assistance from any Financial Institution(s) and/or Bank(s) during the financial year.

CHANGE IN REGISTERED OFFICE OF THE COMPANY

During the year under review, your company has changed its registered office within local limits of the Same City/ Town/ Village w.e.f. March 24th, 2023 i.e. from D-248, 03rd, Floor, Street No. 10, Office No. 307, Laxmi Nagar, Delhi-110092 to 33, 2nd Floor, Above Indian Bank, Pratap Vihar, Mayur Vihar Phase-1, Delhi-110091.

INTERNAL FINANCIAL CONTROLS

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

DETAILS OF BOARD MEETINGS

During the financial year 2022-2023, the Board of Directors met 12 (Twelve) times on 06.06.2022, 28.08.2022, 07.10.2022, 07.12.2022, 20.12.2022, 09.01.2023, 06.02.2023, 13.02.2023, 03.03.2023, 23.03.2023, 24.03.2023 and 31.03.2023. The gap between any two meetings has been less than 120 days.

Details of the Board of Directors and Attendance Record of Directors during the financial year ended March 31, 2023 is as under:

Name	DIN	Board Meeting entitled to attend	Board Meeting attended
Mr. Pradeep Kumar Srivastava	06537188	12	12
Mr. Vinod Kumar Singh	07393298	12	12
Mr. Manish Sharma	09375119	12	12
Mrs. Shivangi Pandey	09433735	12	12
Mrs. Shalu Laxmanraj Bhandari	00012556	0	0
Mr Abrar Ahad	10094180	0	0

COMMITTEES OF BOARD

During the period under review, the details of composition of the various Committees of the Board of Directors are as under:-

(A) Audit Committee was reconstituted on 14.04.2023 in pursuance to the provisions of Section 177 of the Companies Act, 2013 with following details:

Sl. No.	Name	Chairperson/ Members
1	Mr. Abrar Ahad	Chairperson
2	Mr. Vinod Kumar Singh	Member
3	Mrs. Shalu Laxman Bhandari	Member

During the year, the Committee met on 28.08.2022.

(B) Vigil Mechanism Committee was reconstituted on 14.04.2023 in pursuance to provisions of Section 177 (9) of the Companies Act, 2013 with following details:

Sl. No.	Name	Chairperson/ Members
1	Mr. Abrar Ahad	Chairperson

Sl. No.	Name	Chairperson/ Members
2	Mr. Vinod Kumar Singh	Member
3	*Mr. Ambrish Singh	Member

*Mr. Ambrish Singh was appointed as Additional Director in the Board of the Company w.e.f. 14.04.2023.

During the year, No committee meetings was held.

(C) Nomination & Remuneration Committee was reconstituted on 14.04.2023 in pursuance to the provisions of Section 178 of the Companies Act, 2013 with following details:

Sl. No.	Name	Chairperson/ Members
1	Mr. Abrar Ahad	Chairperson
2	Mr. Vinod Kumar Singh	Member
3	*Mr. Ambrish Singh	Member

*Mr. Ambrish Singh was appointed as Additional Director in the Board of the Company w.e.f. 14.04.2023.

During the year, the Committee had met on 31.03.2023.

(D) Investor's Complaint's/ Grievance Committee was reconstituted on 14.04.2023 as per the applicable provisions of the Companies Act, 2013 with following details:

Sl. No.	Name	Chairperson/ Members
1	Mr. Abrar Ahad	Chairperson
2	Mr. Vinod Kumar Singh	Member
3	*Mr. Ambrish Singh	Member

*Mr. Ambrish Singh was appointed as Additional Director in the Board of the Company w.e.f. 14.04.2023.

During the year, No committee meetings was held.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors 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 at the end of the financial year and of the 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; and

(e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

SECRETARIAL AUDITORS AND THEIR REPORT

Mr. Amit Kansal, Practising Company Secretary (Peer Review Number: 2137/2022), was appointed as Secretarial Auditors of your Company to conduct a Secretarial Audit of records and documents of the Company for F.Y. 2022-2023.

The Secretarial Audit Report confirms that the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances. The Secretarial Audit Report is provided in "Annexure-2" to this Report. The Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks or disclaimers.

AUDITORS AND AUDITORS' REPORT

Pursuant to provisions of Section 139 of the Companies Act, 2013 and rules framed thereunder, Members of the Company already appointed M/s. Pawan Lakhotia & Co., Chartered Accountants (ICAI Firm Registration Number 125581W), A/1, Satyam Bldg., Opp. SBI, Agashi Road, Virar (West), Dist. Thane -401303, as statutory auditors of the Company for a period of 5 (five) year i.e. from the conclusion of its 17th AGM held in 2020 till the conclusion of the 6th consecutive AGM (i.e. 22nd AGM of the Company) to be held in the year 2025.

Ministry of Corporate Affairs vide its notification dated May 07th, 2018 omitted the requirement to ratify the appointment of Statutory Auditors of the Company in every annual general meeting.

The Statutory Auditor's report does not contain any qualifications, reservations, adverse remarks or disclaimers.

The Statutory Auditors of the Company have not reported any fraud to the Audit Committee of Directors as specified under section 143(12) of the Act, during the year under review

MANAGERIAL REMUNERATION

A) Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

S. No.	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for financial year 2022-23 (in Rs.)	% increase in Remuneration in the financial year 2022-23	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	*Mr. Pradeep Kumar Srivastava, Whole Time Director	8,47,425	##	3.47	NA
2	Mr. Abrar Ahad, Non-Executive Independent Director	-	-	-	-
3	Mrs. Shalu Laxmanraj Bhandari, Non-Executive Independent Women Director	-	-	-	-
4	Mrs. Shivangi Pandey, Non-Executive Independent Women Director	-	-	-	-
5.	Mr. Vinod Kumar Singh, Non-Executive Independent Director	-	-	-	-
6.	Mr. Siddha Narayan Shukla, Chief Financial Officer	-	-	-	-
7.	**Mr. Neeraj Khari, (Company Secretary)	3,59,970	9.17	1.47	
8.	***Mrs. Pranjali Gupta, Company Secretary	-	-	-	-

Its not comparable due to short period in the previous year.

* Mr. Pradeep Kumar Srivastava has been resigned as Chief Financial Officer and continued as Whole Time Director of the Company w.e.f. March 31st, 2023.

** Mr. Neeraj Khari has been resigned as Company Secretary w.e.f. 31.03.2023.

*** Mrs. Pranjali Gupta has been appointed as Company Secretary w.e.f. April 01st, 2023.

HUMAN RESOURCES

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. From time to time some training program(s) that provide focused people attention are/would be called up. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

POLICIES

Policy for determining material subsidiary

As the Company is a public unlisted Company and it is not governed by the provisions of the Listing Agreement, so the policy for determining material subsidiary is not applicable and/or relevant for the Company.

Policy on Appointment and Remuneration and other aspects of Directors and KMP

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes independence of director and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Shareholders may inspect the same at the registered office of the Company during business hours on any working day.

The detailed Nomination and Remuneration Policy of the Company is attached with this Board's Report as **"Annexure-3".**

Related Party Transaction Policy

Policy on dealing with Related Party Transactions as approved by the Board and as a public unlisted Company it is not mandatorily required to upload the same on the Company's website.

Risk Management Policy

The Company has a Risk Management Policy to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business.

Vigil Mechanism/ Whistle Blower Policy

The Company has a Vigil mechanism/Whistle Blower policy in accordance with Section 177(9) of the Companies Act, 2013. However the Company is a public unlisted Company and it is not governed by the provisions of the Listing Agreement so it not mandatory for the Company to upload on the website of the Company.

Corporate Social Responsibility (CSR) Policy

The Provisions related to Corporate Social Responsibility are not applicable on the Company.

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

In view of the nature of activities which are being carried on by the Company, Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, respectively are not applicable to the Company.

During the year under review, there was no foreign exchange earnings and outgo.

ANTI SEXUAL HARASSMENT POLICY

The Company has in place an Anti-Sexual Harassment Policy in line with requirements of Sexual Harassment of workmen at workplace (Prevention, Prohibition and Redressal) Act, 2013. An internal Committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed of during the current financial year.

Number of Complaints received : NIL

Number of Complaints disposed of : NA

BOARD EVALUATION

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance and that of its Committees as well as performance of the Directors individually. Feedback was sought by way of a structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the Directors.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors. The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairman of the Company was also carried out by the Independent Directors, taking into account the views of the Executive Director and Non-Executive Directors. The Directors expressed their satisfaction with the evaluation process.

COST AUDITORS

The provisions regarding maintenance of cost accounting records and cost audit are not applicable to the Company, therefore a disclosure, as to whether maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not required by the Company and accordingly such accounts and records are not made and maintained.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the statutory auditors nor the secretarial auditors has reported to the audit committee, under Section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

PARTICULARS OF EMPLOYEES

As required under the provision of Section 197 of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of employees of the Company is not given, as there were no employees drawing remuneration beyond the prescribed limit under the above referred provisions.

TRANSFER OF UNCLAIMED/UNPAID AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, ('Rules'), the dividend which remains unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company and shares on which dividend are unclaimed or unpaid for a consecutive period of seven years or more are liable to be transferred to IEPF. No such instance is recorded during the year under review.

DETAILS OF APPLICATION / ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Neither any application is made nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

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

As Company has not done any one time settlement during the year under review hence no disclosure is required.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation of the assistance and support extended by customers, financial institutions, banks, vendors, Government and other associated (as the case may be) with the activities of the Company. Your Directors acknowledge with gratitude the encouragement and support by our valued shareholders.

For and on behalf of the Board of Directors of Phenil Sugars Limited

	Sd/-	**Sd/-**
	Pradeep Kumar Srivastava	**Abrar Ahad**
Place: Delhi	(Whole Time Director)	(Director)
Dated: June 07th, 2023	DIN: 06537188	DIN: 10094180

Annexure-1
FORM AOC 2

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

Details of contracts or arrangements or transactions not at arm's length basis : NIL

S. No	Particulars	Description
1.	Name(s) of the related party and nature of relationship	
2.	Nature of contracts/arrangements/transactions	
3.	Duration of the contracts / arrangements/transactions	
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	
5.	Justification for entering into such contracts or arrangements or transactions	
6.	date(s) of approval by the Board	
7.	Amount paid as advances, if any:	
8.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

Details of material contracts or arrangement or transactions at arm's length basis : NIL

S. No	Particulars	Description
1.	Name(s) of the related party and nature of relationship	
2.	Nature of contracts/arrangements/transactions	
3.	Duration of the contracts / arrangements/transactions	
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	
5.	Date(s) of approval by the Board, if any	
6.	Amount paid as advances, if any	

For and on behalf of the Board of Directors of Phenil Sugars Limited

	Sd/-	**Sd/-**
	Pradeep Kumar Srivastava	**Abrar Ahad**
Place: Delhi	(Whole Time Director)	(Director)
Dated: June 07th, 2023	DIN: 06537188	DIN: 10094180

Annexure-2 :
FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

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

To,
The Members,
M/s PHENIL SUGARS LIMITED
33 2nd Floor, (Above Indian Bank),
Pratap Nagar, Mayur Vihar Phase-1,
Delhi-110091

We have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by M/s Phenil Sugars Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of M/s Phenil Sugars Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Phenil Sugars Limited ("the Company") for the financial year ended on March 31, 2023, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; ***(Not applicable as the company is an unlisted company***)

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; ***(Not applicable as the company is an unlisted company)***

(iv) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable as the company is an unlisted company.

(v) And other applicable laws in Sugar Industry are:
  a. Sugar Cess Act, 1982,
  b. Levy Sugar Price Equalisation Fund Act, 1976,
  c. Food Safety and Standards Act, 2006,
  d. Essential Commodities Act, 1955,
  e. Sugar Development Fund Act, 1982,
  f. Export (Quality Control and Inspection) Act, 1963,
  g. Agricultural and Processed Food Products Export Act, 1986.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

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

We further report that:

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. (During the year under review there was no instance recorded in the minutes where any director has dissented to any particular resolution)

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the year under review, the Company have following Specific Event/Actions:

(i) The Company secured Zero coupon optionally convertible debentures (ZCOCD's) of Rs. 370.48 cr. held by Bajaj Hindusthan Sugar Limited (BHSL) by way of pledging the equity shares of individual promoter of the Company i.e. 84.71% of the equity share capital of the Company dated 05.01.2023.

(ii) The above referred Zero Coupon Optionally Convertible Secured Debentures are further secured on first charge basis, by way of mortgage / hypothecation over all immovable and movable property plant and equipment (both present and future) of Govind Nagar Sugar unit of the Company, and first charge by way of hypothecation over all current assets (both present & future) of Govind Nagar Sugar unit of the Company dated 16.02.2023.

(iii) The Board of Directors of the Company in their Board Meeting held on March 24th, 2023, converted the preference shares held by BHSL into equity shares and have issued and allotted equity shares of the Company and by virtue of this, the aforementioned preference shares held by BHSL have been redeemed and cancelled, pursuant to the aforesaid allotment of shares to BHSL by the Company, the Company become the subsidiary Company of BHSL w.e.f. March 24th, 2023.

(iv) The Company has allotted ZCOCD's amounting to Rs. 197.05 cr. to different parties. The above mentioned ZCOCDs would be redeemed by the Company as per the terms & conditions of the allotment of the ZCOCD's from time to time.

Place : Noida
Date: 07.06.2023

Signature: **SD/-**
Name of Company Secretary in Practice:
CS AMIT KANSAL
Mem No.: F8914
C P No.: 10283
UDIN: F008914E000465183
Peer Review No. : 2137/2022

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE-I' and forms an integral part of this report.

ANNEXURE-'I'

To,

The Members,
M/s PHENIL SUGARS LIMITED
33 2nd Floor, (Above Indian Bank),
Pratap Nagar, Mayur Vihar Phase-1,

Delhi-110091

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and occurring of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place : Noida
Date: 07.06.2023

Signature: **SD/-**
Name of Company Secretary in Practice:
CS AMIT KANSAL
Mem No.: F8914
C P No.: 10283
UDIN: F008914E000465183
Peer Review No. : 2137/2022

Annexure-3

NOMINATION AND REMUNERATION POLICY

PREAMBLE

Pursuant to Section 178 of the Companies Act, 2013, the Board of Directors of such other class or classes of Companies shall constitute the Nomination and Remuneration Committee. In order to align with the provisions of the Companies Act, 2013, the Board on May 23rd, 2014 constitute the "Nomination and Remuneration Committee" with three non-executive directors. This Committee and the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto.

OBJECTIVE

The Key Objectives of the Committee would be:

➢ To formulate criteria for determining qualifications, positive attributes and independence for appointment of a Director (Executive /Non-Executive).

➢ To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

➢ To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.

➢ To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

➢ To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.

➢ To devise a policy on Board diversity;

➢ To develop a succession plan for the Board and to regularly review the plan;

➢ To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

➢ To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

DEFINITIONS

"Remuneration" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

"Key Managerial Personnel" means:

i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;

ii) Chief Financial Officer;

iii) Company Secretary; and

iv) such other officer as may be prescribed.

"Senior Managerial Personnel" mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

"Company" means "Phenil Sugars Limited."

"Nomination and Remuneration Committee" shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013.

FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

VOTING

a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

COMMITTEE MEMBERS' INTERESTS

a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

GENERAL

This policy is divided into 2 (Two) parts:-

1. Criteria for Determining Qualifications, positive attributes and Independence of a Director.
2. Remuneration Policy for Directors, KMP & other Employees.

PART-A

CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF A DIRECTOR

(Pursuant to Section 178 (3) of the Companies Act 2013)

INTRODUCTION

The Board shall comprise of individuals who have demonstrated significant achievements in business, education, professions, financial sector and public service. They must have the requisite intelligence, education and experience to make a significant contribution to the deliberations of the Board of Directors.

I. QUALIFICATION CRITERIA

The Nomination and Remuneration Committee of the Board (the "Committee") is responsible for evaluating the qualifications of each director candidate and of those directors who are to be nominated for election by shareholders at each annual general meeting, and for recommending duly qualified director nominees to the full Board for election.

The overall ability and experience of individual candidates should determine their suitability. The qualification criteria set forth herein to describe the qualities and characteristics are desired for the Board as a whole and for Board members individually.

A. Director Qualification Review Procedure

The Board shall determine the director's qualifications to serve on the Board, upon the recommendation of the Committee, prior to nominating said director for election at the Company's next annual general meeting.

In addition, with respect to each director candidate considered for election to the Board between annual meetings, prior to such election, the Committee shall evaluate each director candidate and recommend to the Board any duly qualified director candidates for recommendation by the Board. The Director candidate shall be evaluated by the Committee as per the criteria set forth herein.

B. General Director Qualification Criteria

The Board has not established specific minimum age, education, years of business experience or specific types of skills for Board members, but, in general, expects a candidate to have extensive experience and proven record of professional success, leadership and the highest level of personal and professional ethics, integrity and values. In its evaluation, the Committee shall consider the Board size and composition of the Board according to the following guidelines: –

With respect to Board composition as a whole and the Board Committees, the required number of directors who qualify as "independent" pursuant to applicable rules and the Independence Standards as per the provisions of Companies Act, 2013 (as may be amended from time to time) shall be maintained.

C. Additional Review Criteria

The Committee shall also consider the personal qualities of each director candidate to be able to make a substantial active contribution to Board deliberations. The director candidate must be willing to commit, as well as have, sufficient time available to discharge the duties of Board membership.

The director candidate should be able to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company. The Committee shall also consider its policies with respect to retirement age, change in employment status, as well as all other relevant facts and circumstances in making its recommendations to the Board.

II. CRITERIA FOR BOARD MEMBERSHIP

Directors

The Company shall take into account the following points:

- Director must have relevant experience in Finance/ Law/ Management/ Sales/Marketing/ Administration/ Research/ Corporate Governance/ Technical Operations or the other disciplines related to company's business.
- Director should possess the highest personal and professional ethics, integrity and values.
- Director must be willing to devote sufficient time and energy in carrying out their duties and responsibilities.
- Any person to be appointed as Director shall not possess the disqualifications contained in Section 164 (1) of the Companies Act, 2013 viz.:-
- He/she shall not be less than 21 years of age.
- He/she shall not be of unsound mind nor stand so declared by a competent court.
- He/she shall not be an undischarged insolvent.
- He/she has not applied to be adjudicated as an insolvent and his/her application is pending.
- He/she has not been convicted of an offense, whether involving moral turpitude or otherwise and sentenced in respect thereof to imprisonment for not less than six months and a period of five years has not elapsed from the date of expiry of the sentence.

***Independent* Director**

An Independent Director shall also meet all criteria specified in Section 149(7) of the Companies Act, 2013 and rules made thereunder. Further, the Independent Director shall adhere to the Code of Ethics for Independent Directors adopted by the Company.

III. INDEPENDENCE STANDARDS

The following would be the independence review procedure and criteria to assist the Committee evaluate the independence of Directors for recommending to the Board for appointment. A Director is independent if the Board affirmatively determines that the Director does not have a direct or indirect material relationship with the Company, including its affiliates or any member of senior management.

"Affiliate" shall mean any company or other entity that controls, is controlled by, or is under common control with the Company. Also, the candidate shall be evaluated based on the criteria provided under the applicable laws including Companies Act, 2013 read with Rules thereon.

IV. INDEPENDENCE REVIEW PROCEDURES

1. Annual Review

The director's independence for the independent director will be determined by the Board on an annual basis upon the declarations made by such Directors as per the provisions of the Companies Act, 2013 read with Rules thereon.

2. Individual Director Independence Determinations

If a director nominee is considered for appointment to the Board between annual general meetings, a determination of independence, upon the recommendation of the Committee, shall be made by the Board prior to such appointment. All determinations of independence shall be made on a case-by-case basis for each director after consideration of all the relevant facts and circumstances and the standards set forth herein. The Board reserves the right to determine that any director is not independent even if he or she satisfies the criteria set forth by the provisions of the Companies Act, 2013 read with Rules thereon.

3. Notice of Change of Independent Status

Each director has an affirmative obligation to inform the Board of any change in circumstances that may put his or her independence at issue.

PART-B

REMUNERATION POLICY FOR DIRECTORS, KMP & OTHER EMPLOYEES

(Pursuant to Section 178 (4) of the Companies Act 2013)

NON-EXECUTIVE DIRECTORS (NEDs)

The Non-Executive / Independent Director may receive sitting fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time. But currently no sitting fee is being paid to any of Non-Executive Directors for attending the meetings of the Board and / or committee thereof by them. However, the same may be paid in pursuance to the provisions of the Articles of Association and/or the Companies Act, 2013.

MANAGING DIRECTOR AND KEY MANAGERIAL PERSONNEL & OTHER EMPLOYEES

The objective of the policy is directed towards having a compensation structure that will reward and retain talents.

- The Remuneration to Managing Director shall take into account the Company's overall performance, MD's contribution for the same & trends in the industry in general, in a manner which will ensure and support a high performance culture.
- Pursuant to the provisions of the Companies Act 2013, Managerial Personnel, KMP, Senior Management and an employee may be entitled to any Employee Stock Options (ESOPs) of the Company as and when decided by the Board and Shareholders.
- The Remuneration to others will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and Senior Management will involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.
- The above criteria and policy are subject to review by the Nomination & Remuneration committee & the Board of Directors of the Company.

REMUNERATION POLICY

The Nomination & Remuneration Committee is fully empowered to determine/ approve and revise, subject to necessary approvals, the remuneration of managerial personnel including Whole-time Director and Managing Directors after taking into account the financial position of the Company, trend in the industry, qualifications, experience, past performance and past remuneration, etc.

Nomination and Remuneration Committee shall recommend the remuneration, including the commission based on the net profits of the Company for the Non-Executive Directors. Such commission will be approved by the Board and shareholders in accordance with the provisions of the Act. Prior approval of shareholders will be obtained wherever applicable in case of remuneration to non-executive directors.

The Company pays remuneration by way of salary, perquisites and allowances (fixed component) and variable pay to Managing/Whole-time/Executive Directors. Salary is paid within the range approved by the Shareholders of the Company. Annual increments effective April 1 onwards each year, as recommended by the Nomination and Remuneration Committee, and is approved by the Board. Within the prescribed ceiling, the perquisites package is approved by the Nomination and Remuneration Committee.

The remuneration paid to Managing/Whole-time/Executive Directors is determined keeping in view the industry benchmark and the relative performance of the Company to the industry performance. Perquisites and retirement benefits are paid according to the Company policy as applicable to all employees.

Independent Non-Executive Directors are appointed for their professional expertise in their individual capacity as Independent professionals. No sitting fee is being paid to any of Non-Executive Directors for attending the meetings of the Board and / or committee thereof by them.

AMENDMENT TO THE POLICY

The Board of Directors on its own and / or as per the recommendations of Nomination and Remuneration Committee can amend this Policy, as and when deemed fit. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), Clarification, circular(s) etc.

DISCLOSURE

The details of this Policy and the evaluation criteria as applicable shall be disclosed in the Annual Report as part of Board's Report therein or alternatively the same may be put up on the Company's website and reference drawn thereto in the Annual Report.

DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF PHENIL SUGARS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **PHENIL SUGARS LIMITED** (the "Company"), which comprise the Balance Sheet as at March 31, 2023, 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 a summary of significant 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 standalone 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, 2023 and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) 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 Standalone 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 standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe thatthe audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report.

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act) with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control 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 with reference to standalone financial statements 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. 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 A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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 with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note 33 to the financial statements.
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There has been no delay in transferring amounts, required to be transferred to Investor Education and Protection Fund by the Company.
      iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

          (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

          (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.
      v. As stated The Company has not declared or paid dividend during the year hence reporting of compliances of section 123 is not applicable.
      vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Pawan Lakhotia & Co.
Chartered Accountants
F.R.N. 125581W

Sd/-
Pawan Lakhotia
Proprietor
M. No. 117023

Place: Delhi
Date: May 25, 2023
UDIN : 23117023BGYJVT8809

ANNEXURE 'A' 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 Phenil Sugars 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, right-of-use assets and intangible assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant detailsof right-of-use assets.

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

(b) The Company has a program of physical verification of property, plant and equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment and right-of-use assets were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has revalued its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) As explained to us, the inventory has been physically verified by the Management during the year. In our opinion the frequency of verification, coverage and procedure of such verification by the management is appropriate. No material discrepancies were noticed on such physical verification

(b) The company has been sanctioned working capital term loan limits in excess of Rs. 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets. The company has filed statements as per the bank requirements.

iii. The Company had not made any investments or provided any guarantee or securities or granted any loans or advnaces in the nature of loans, secured or unsecured to companies, firms, limited liability partnership. Therefore Clause 3(iii)(a) to 3(iii)(f) is not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Act, for the business activities carried out by the Company. Hence reporting under clause 3(vi) of the order is not applicable.

vii. In respect of statutory dues:

(a) According to information and explanation given to us and on the basis of our examination of the records of the company, amount deducted/accrued in the books of account in respect of undisputed statutory dues provident fund, employees state insurance, income tax, goods and service tax, duty of customs and other material statutory dues have been regularly deposited during the year by the company with the appropriate authorities except provident fund aggregating to Rs. 87,59,221/- pertains to April 2022 to March 2023 for of the company is not deposited as on date of signing of the report.

According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, goods and service tax, duty of customs and other material statutory dues in arrears as at March 31, 2023 except provident fund aggregating to Rs. 4,50,95,679/-pertains to September 2017 to March 2023 of the company is not deposited as on date of signing of the report for a period of more than six months from the date they become payable.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes are given below:

Sr. No.	Name of Statute	Nature of the dues	Period to which amount relates	Demand Amount	Paid Amount	Forum where dispute is pending
1	Central Excise Act, 1944	Excise Duty	2006-07 to 2007-08	18240	7011	Commissioner of Central Excise (Appeals) Lucknow
2	Central Excise Act, 1944	Excise Duty	2007-08 to 2008-09	435073	Nil	Asstt. Comm of Central Excise, division Faizabad
3	Central Excise Act, 1944	Excise Duty	Various years from 2003-04 to 2009-10	174268	285493	CESTAT (Tribunal), New Delhi
4	Central Excise Act, 1944	Excise Duty	2004-05	30000	Nil	High Court of Allahabad
5	Central Excise Act, 1944	Excise Duty	2005-06 and 2008-09	1763265	Nil	Joint Commissioner of Central Excise
6	Central Excise Act, 1944	Excise Duty	2011-2012	135601	Nil	The Supt Central Excise Basti
7	Central Excise Act, 1944	Excise Duty	Jan 2017 to June 2017	71481	Nil	The Supt Central Excise Basti

Sr. No.	Name of Statute	Nature of the dues	Period to which amount relates	Demand Amount	Paid Amount	Forum where dispute is pending
8	Central Excise Act, 1944	Excise Duty	2014-15 to 2016-17	625069	Nil	The Supt Central Excise Basti
9	Service Tax Act	Service Tax	2012-13	13482	Nil	The Supt Central Excise Basti & Service Tax
10	Service Tax Act	Service Tax	2006-07	4723018	177114	Addl. Comm. Central Excise & Service Tax, Lucknow
11	Income Tax Act, 1961	Income Tax	AY 2003-2004 & 2004-05	81575715	71293972	Income Tax Appellate Tribunal
12	Income Tax Act, 1961	Income Tax	AY 2005-2006	18040396	12662187	Assistant Commissioner of Income Tax
13	Income Tax Act, 1961	Income Tax	AY 2000-2001 to 2002-2003	18114744	16393401	Commissioner of Income Tax (Appeals)

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. (a) The Company has not been defaulted any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

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

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short- term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) 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) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x. (a) In our opinion and according to the information and explanation given to us, the company has utilized the money raised by way of initial public offer or further public offer (including debt instruments) during the year for the purposes for which they were raised.

(b) In our opinion and according to the information and explanation given to us, the company has utilized the money raised by way of any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year for the purposes for which they were raised.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

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

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 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)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company during the year.

xix. 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The Company has been incurred losses in current and well as previous years, hence, report under clause 3(xx)(a) and clause (xx)(b) of the order is not applicable for the year.

xxi. The Company is not have any subsidiary, hence reporting under clause 3(xxi) of them order is not applicable for the year.

For Pawan Lakhotia & Co.
Chartered Accountants
F.R.N. 125581W

Sd/-
Pawan Lakhotia
Proprietor
M. No. 117023

Place: Delhi

Date: May 25, 2023

Annexure B to the Independent Auditor's Report

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

We have audited the internal financial controls with reference to financial statements of PHENIL SUGARS LIMITED (the "Company") as of March 31, 2023 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 with reference to standalone financial statements 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements 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 with reference to standalone financial statements 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 with reference to Standalone Financial Statements

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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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 with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls OverFinancial Reporting issued by the ICAI.

For Pawan Lakhotia & Co.
Chartered Accountants
F.R.N. 125581W

Sd/-

Pawan Lakhotia
Proprietor
M. No. 117023

Place: Delhi

BALANCE SHEET AS AT MARCH 31, 2023

(In ₹ Lakh)

Particulars	Note No.	'As at March 31, 2023	'As at March 31, 2022	'As at April 01, 2021
ASSETS :				
Non-current assets				
Property, plant and equipment	6	**1,19,930.91**	1,20,888.01	1,21,845.10
Capital work-in-progress	6	**-**	13.12	13.12
Financial assets				
Investments	7	**-**	-	-
Other financial assets	8	**36.41**	60.60	58.34
Other non-current assets	9	**20.94**	19.88	19.88
Total non-current assets		**1,19,988.26**	1,20,981.61	1,21,936.44
Current assets				
Inventories	10	**500.65**	500.65	500.65
Financial assets				
Trade receivables	11	**-**	47.38	47.38
Cash and cash equivalents	12	**21.32**	12.89	15.14
Current tax assets (net)	13	**1,469.61**	1,469.41	1,469.15
Other current assets	14	**292.60**	337.78	461.80
Total current assets		**2,284.18**	2,368.11	2,494.12
Total assets		**1,22,272.44**	1,23,349.72	1,24,430.56
EQUITY AND LIABILITIES :				
Equity				
Equity share capital	15	**35,714.27**	710.34	710.34
Other equity	16	**16,705.35**	6,509.39	10,032.69
Total equity		**52,419.62**	7,219.73	10,743.03
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	17	**39,852.44**	74,621.63	75,486.90
Provisions	18	**409.29**	380.62	409.96
Deferred tax liabilities (net)	19	**20,148.11**	15,879.49	16,183.49
Total non-current liabilities		**60,409.84**	90,881.74	92,080.35
Current liabilities				
Financial liabilities				
Borrowings	20	**-**	15,395.09	12,535.18
Trade payables :-				
total outstanding dues of micro and small enterprises	21	**-**	18.76	19.50
total outstanding dues of other than micro and small enterprises	21	**4,608.84**	4,608.47	4,831.89
Other current liabilities	22	**4,779.41**	5,162.55	4,157.23
Provisions	23	**54.73**	63.38	63.38
Total current liabilities		**9,442.98**	25,248.25	21,607.18
Total equity and liabilities		**1,22,272.44**	1,23,349.72	1,24,430.56

The accompanying notes "1" to "48" form an integral part of the standalone financial statements.

As per our Report of even date

For and on behalf of the Board

For **Pawan Lakhotia & Co.**
Firm Registration No.FRN 125581W
Chartered Accountants

Pradeep Kumar Srivastava
Whole Time Director
DIN 06537188

Vinod Kumar Singh
Director
DIN 07393298

Pawan Lakhotia
Proprietor
Membership No.117023

Siddha Narayan Shukla
Chief Financial Officer
PAN : AOAPS7925N

Pranjali Gupta
Company Secretary
M. No. ACS A67377

Place : Delhi
Date : May 25, 2023

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2023

(In ₹ Lakh)

Particulars	Note No.	Year ended March 31,2023	Year ended March 31,2022
INCOME :			
Revenue from operations	24	**-**	1.25
Other income	25	**3.00**	4.31
Total Income		**3.00**	5.56
EXPENSES :			
Cost of materials consumed	26	**-**	-
Changes in Inventories of finished goods, stock-in-trade and work-in-progress	27	**-**	-
Employee benefits expense	28	**746.70**	756.90
Finance costs	29	**4,508.50**	2,044.00
Depreciation and amortisation expense	30	**957.10**	957.10
Other expenses	31	**233.41**	141.05
Total Expenses		**6,445.71**	3,899.05
Profit/(Loss) before tax		**(6,442.71)**	(3,893.49)
Tax expenses			
Current tax		**-**	-
Deferred tax	19	**(990.33)**	(303.99)
Total tax		**(990.33)**	(303.99)
Profit/(loss) for the year after tax		**(5,452.38)**	(3,589.50)
Other comprehensive income			
- Items that will not be reclassified to profit or loss	32	**11.92**	66.19
- Income tax relating to items that will not be reclassified to profit or loss	32		
- Items that will be reclassified to profit or loss	32	**-**	-
- Income tax on above	32	**-**	-
		11.92	66.19
Total comprehensive income		**(5,440.46)**	(3,523.31)
Earnings per equity share of face value of Rs.10/- each			
Basic and Diluted	34	**(36.90)**	(50.53)

The accompanying notes "1" to "48" form an integral part of the standalone financial statements.

As per our Report of even date

For and on behalf of the Board

For **Pawan Lakhotia & Co.**
Firm Registration No.FRN 125581W
Chartered Accountants

Pradeep Kumar Srivastava
Whole Time Director
DIN 06537188

Vinod Kumar Singh
Director
DIN 07393298

Pawan Lakhotia
Proprietor
Membership No.117023

Siddha Narayan Shukla
Chief Financial Officer
PAN : AOAPS7925N

Pranjali Gupta
Company Secretary
M. No. ACS A67377

Place : Delhi
Date : May 25, 2023

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(In ₹ Lakh)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
A. <u>Cash flow from operating activities:</u>		
Net profit/ (loss) before tax	**(6,442.71)**	(3,893.49)
Adjustment for:		
Depreciation and amortisation	**957.10**	957.10
Provision for doubtful Debts/ Bad Debts Written off	**40.58**	-
Provision for expenses written back	**(1.18)**	(2.88)
Finance costs	**4,508.50**	2,044.00
Interest income	**(1.82)**	(2.68)
	5,503.18	2,995.54
Operating profit/ (loss) before working capital changes	**(939.53)**	(897.95)
Adjustment for:		
Trade and other receivables	**75.11**	121.76
Trade and other payables	**(368.40)**	820.88
Cash generated from operations	**(1,232.82)**	44.69
Direct taxes	**(0.20)**	(0.26)
Net cash from/ (used in) operating activities	**(1,233.02)**	44.43
B. <u>Cash flow from investing activities:</u>		
Purchase of property, plant and equipment	**13.12**	0.00
Sale of property, plant and equipment	**-**	-
Rental Income	**-**	-
Interest received	**1.82**	2.68
Net cash from/ (used in) investing activities	**14.94**	2.68
C. <u>Cash flow from financing activities:</u>		
Repayment of long term borrowings	**(1,587.58)**	(865.27)
Proceeds from short term borrowings	**4,310.91**	2,762.58
Interest paid	**(1,496.81)**	(1,946.67)
Net cash from/ (used in) financing activities	**1,226.51**	(49.36)
Net increase/(decrease) in cash and cash equivalents	**8.43**	(2.25)
Cash and cash equivalents (opening balance)	**12.89**	15.14
Cash and cash equivalents (closing balance) - refer note 12	**21.32**	12.89

Notes:-

1. The above cash flow statement has been prepared under the "Indirect Method" as per Indian Accounting Standard (Ind AS) 7.

2. Figures in brackets indicate cash outflow and without brackets indicate cash inflow.
3. Disclosure of change in liabilities arising from financing, including both change from cash flow and non cash changes are given below:

(In ₹ Lakh)

Particulars	As at March 31, 2022	Cash flows*	Non-cash flows	As at March 31, 2023
Borrowings	90,016.72	2,723.32	(52,887.60)	39,852.44
Interest on borrowings	-	(1,496.81)	1,496.81	-

Particulars	As at April 01, 2021	Cash flows*	Non-cash flows"	As at March 31, 2022
Borrowings	88,022.08	1,897.31	97.33	90,016.72
Interest on borrowings	-	(1,946.67)	1,946.67	-

The accompanying notes “1” to "48" form an integral part of the standalone financial statements.

As per our Report of even date
For **Pawan Lakhotia & Co.**
Firm Registration No.FRN 125581W
Chartered Accountants

Pawan Lakhotia
Proprietor
Membership No.117023

Place : Delhi
Date : May 25, 2023

For and on behalf of the Board

Pradeep Kumar Srivastava
Whole Time Director
DIN 06537188

Vinod Kumar Singh
Director
DIN 07393298

Siddha Narayan Shukla
Chief Financial Officer
PAN : AOAPS7925N

Pranjali Gupta
Company Secretary
M. No. ACS A67377

STATEMENT OF CHANGE IN EQUITY

A. Equity share capital (In ₹ Lakh)

Particulars	Amount
Equity share capital as at April 1, 2021	710.34
Change during the year	-
Equity share capital as at March 31, 2022	710.34

Particulars	Amount
Equity share capital as at April 1, 2022	710.34
Change during the year	35,003.93
Equity share capital as at March 31, 2023	35,714.27

B. Other equity (In ₹ Lakh)

Particulars	Equity comp-onent of compound financial instrument	Reserve and surplus				Item of other comprehensive income	
		Retained earnings	Securities premium	General reserve	Reserve for molasses storage tanks	Actuarial gain / (loss)on employee benefit plans through OCI	Total
As at April 01, 2021	414.59	(5,598.44)	900.00	14,271.14	45.40	-	10,032.69
Profit for the period	-	(3,589.49)	-	-	-	-	(3,589.49)
Other comprehensive income for the year	-	-	-	-	-	66.19	66.19
As at March 31, 2022	414.59	(9,187.93)	900.00	14,271.14	45.40	66.19	6,509.39
Profit for the period	-	(5,452.38)	-	-	-	-	(5,452.38)
Other comprehensive income for the year	-	-	-	-	-	11.92	11.92
Equity component of compound financial instrument	15,636.42						15,636.42
As at March 31, 2023	16,051.01	(14,640.31)	900.00	14,271.14	45.40	78.11	16,705.35

Note:-

Equity component of compound financial Instrument:- This represent equity component of Zero Coupon Optionally Convertible Secured Debentures Rs. 100/- each, Zero Coupon Optionally Convertible Unsecured Debentures Rs. 100/- each and 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each. The liability component for the same is reflected as borrowing under non current financial liabilities refer note no.17.

As per our Report of even date
For **Pawan Lakhotia & Co.**
Firm Registration No.FRN 125581W
Chartered Accountants

Pawan Lakhotia
Proprietor
Membership No.117023

Place : Delhi
Date : May 25, 2023

For and on behalf of the Board

Pradeep Kumar Srivastava
Whole Time Director
DIN 06537188

Vinod Kumar Singh
Director
DIN 07393298

Siddha Narayan Shukla
Chief Financial Officer
PAN : AOAPS7925N

Pranjali Gupta
Company Secretary
M. No. ACS A67377

Notes forming part of financial statements

1 Corporate information

Phenil Sugar Limited ('the Company') is a public limited company incorporated in India under the provisions of the Companies Act. The registered office of the Company is situated at 2nd floor, (Above Indian Bank), Pratap Nagar, Mayur Vihar Phase-1, Delhi-110091, and it's principal place of business is at Govind Nagar Sugar, Sangrampur, Walterganj, Basti, Uttar Pradesh - 272182. The Company is engaged in manufacturing and selling of sugar, molasses and other by products. The Standalone financial statements of the Company are for the year ended 31st March, 2023 and are prepared in Indian Rupees being the functional currency. The values in Indian Rupees are rounded to Lacs, except otherwise indicated.

2 Accounting policies

(i) Basis of preparation and presentation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for

i) Certain financial assets and liabilities measured at fair value,
ii) Defined benefit plans - plan assets measured at fair value.

The financial statements of the Company have been prepared to comply with the Indian Accounting Standards (‘Ind AS’) notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) read with section 133 of the Companies Act, 2013 ("the Act"). Upto the year ended March 31, 2022, the Company has prepared its financial statements in accordance with the requirement of Indian GAAP, Which includes standards notified under the Companies (Accounting Standards) Rules, 2006 and considered as "Previous GAAP". These financial statements are the Compnay's first Ind AS compliant financial statements and are covered by Ind AS 101 - first time adoption of Indian Accounting Standards. The date of transition to Ind AS is April 1, 2021. Refer Note 4 for the details of first time adoption exemptions availed by the Company and reconciliation of the reserves on transition date and the loss for the previous year as per Ind AS and previous GAAP (Refer note no. 45).

(ii) Current and non-current classification

The company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

i) expected to be realised or intended to be sold or consumed in normal operating cycle,
ii) held primarily for the purpose of trading,
iii) expected to be realised within twelve months after the reporting period,
iv) cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, or
v) carrying current portion of non current financial assets.

All other assets are classified as non-current.

A liability is current when:

i) it is expected to be settled in normal operating cycle;

ii) it is held primarily for the purpose of trading ;

iii) it is due to be settled within twelve months after the reporting period,

iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, or

v) it includes current portion of non current financial liabilities.

All other liabilities are classified as non-current.

(iii) Operating cycle

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the schedule III to the Act. Based on the nature of services and time between the acquisition of assets for providing of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current / non-current classification of assets and liabilities.

(iv) Property, plant and equipment (if any):

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, taxes and duties if any, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use. In case of land, the Company has opted to state fair value as deemed cost on the date of transition to Ind AS, when significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major refurbishment 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 statement of profit and loss as incurred. Expenditure during construction period incurred on the projects under implementation are treated as pre-operative expenses pending allocation to the assets, and are included under ""Capital Work in Progress"". These expenses are apportioned to property, plant and equipment on commencement of commercial production. Capital Work in Progress is stated at the amount incurred up to the date of Balance Sheet. Depreciation on property, plant and equipment is provided on straight line method and based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except, leasehold and improvements which are amortized over the lower of estimated useful life or lease period; on assets acquired under finance lease depreciation is provided over the lease term. Depreciation on assets added, sold or discarded during the year is provided on pro rata basis. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Gains or losses arising from de-recognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is de-recognised.

(v) Leases

Assets taken on lease are accounted as right-of use (ROU) assets and the corresponding lease liability is accounted at the lease commencement date. Initially the ROU asset is measured at cost which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying assets or the site on which it is located, less any lease incentives received. The lease liability is initially measured at the present value of the lease payments, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or a rate, or a change in the estimate of the guaranteed residual value, or a change in the assessment of purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the ROU asset has been reduced to zero. The ROU asset is measured by applying cost model i.e. ROU asset at cost less accumulated depreciation and cumulative impairment, if any. The ROU asset is depreciated using the straight-line method from the commencement date to the end of the lease term or useful life of the underlying asset whichever is earlier. Carrying amount of lease liability is increased by interest on lease liability and reduced by lease payments made. Lease payments associated with following leases are recognised as expense on straight-line basis:

(i) Low value leases; and

(ii) Leases which are short-term.

Assets given on lease are classified either as operating lease or as finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Initially asset held under finance lease is recognised in balance sheet and presented as a receivable at an amount equal to the net investment in the lease. Finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the Company's net investment in the lease. A lease which is not classified as a finance lease is an operating lease. The Company recognises lease payments in case of assets given on operating leases as income on a straight-line basis. The Company presents underlying assets subject to operating lease in its balance sheet under the respective class of asset.

(vi) Intangible assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation / depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use. Gains or losses arising from de-recognition of an intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognised in the statement of profit and loss when the asset is derecognised. Computer softwares are amortised over a period of 5 years. The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date

(vii) Research & Development Expenditure:

Revenue expenditure on Research is expensed out in the statement of profit and loss for the year. Development costs of products are charged to the statement of profit and loss unless a product's technological and commercial feasibility has been established, in which case such expenditure is capitalised. Capital expenditure on research and development is shown as an addition to property, plant and equipment.

(viii) Borrowing Cost:

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the profit and loss statement in the period in which they are incurred.

(ix) Inventories:

i) Stock of raw materials is valued at cost or net realisable value whichever is lower. Cost is arrived at on FIFO Basis.

ii) Stock of materials-in-process and finished goods are valued at cost or net realisable value whichever is lower.

iii) Stores, spares and packing materials are valued at cost. Cost is arrived at on weighted average basis.

iv) Obsolete stores and spares when identified and technically determined, are valued at estimated realisable value.

v) By-products have been valued at estimated realisable value.

vi) Trial run inventories are valued at cost or estimated realisable value whichever is lower.

(x) Earnings per share (EPS):

Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year. 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 should be adjusted for the effects of all dilutive potential equity shares.

(xi) Impairment of non-financial Assets:

The carrying amount of any property, plant and equipment and intangible assets with finite lives are reviewed at each balance sheet date, if there is any indication of impairment based on internal / external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's (CGU) net selling price and its value in use. An impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

(xii) Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. 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.

(xiii) Employee benefits:

i) Short term employee benefits:

Short term employee benefits are recognised as expenditure at the undiscounted value in the statement of profit and loss of the year in which the related service is rendered.

ii) Post-employment benefits:

Defined contribution plans: Company's contribution to the superannuation scheme, provident fund scheme and pension under employees' pension scheme etc. are recognised during the year in which the related service is rendered. Monthly contributions are made to a trust administered by the trustees. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate. Defined benefit plans - gratuity: The present value of the obligation is determined based on an actuarial valuation, using the projected unit credit method. Actuarial gains and losses in respect of post-employment benefits are charged to the Other Comprehensive Income (OCI). The amount funded by the Company administered by the trust under the aforesaid Policy, is reduced from the gross obligation under the defined benefit plan, to recognise the obligation on a net basis.

iii) The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

iv) Compensation to employees under Voluntary Retirement Scheme (VRS) is charged to statement of profit and loss in the year of accrual.

v) The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. The Code would impact the contributions by the Company towards Provident Fund and Gratuity. However, the date on which the Code will come into effect has not been notified. The Company will evaluate the impact and will give appropriate impact in the financial statements in the period in which, the Code becomes effective.

(xiv) Taxation

i) Provision for current tax is made with reference to taxable income computed for the accounting period for which the financial statements are prepared by applying the tax rates and laws that are enacted or substantively enacted at the Balance sheet date. The tax is recognised in statement of profit and loss, except to the extent that it related to items recognised in the other comprehensive income (OCI) or in other equity. In this case, the tax is also recognised in other comprehensive income and other equity.

ii) Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period. Deferred tax asset on unabsorbed depreciation and carried forward losses is recognised only to the extent of deferred tax liability.

iii) Credit of Minimum Alternate Tax (MAT) is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss account and shown as MAT credit entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(xv) Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying financial institution repayable on demand or maturing within three months from the date of acquisition and which are subject to an insignificant risk of change in value.

(xvi) Foreign Currencies

i) Foreign currency transactions are recorded at the rates of exchange prevailing on the date of transaction. Monetary foreign currency assets and liabilities outstanding at the close of the financial year are revalued at the exchange rates prevailing on the balance sheet date. Exchange differences arising on account of fluctuation in the rate of exchange is recognised in the statement of profit and loss. However, in respect of long term foreign currency monetary items taken prior to 1st April, 2021 being the date of transition to Ind AS, the exchange difference relating to acquisition of capital assets, has been adjusted to the capital assets.

ii) Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or statement of profit and loss are also recognised in OCI or statement of profit and loss, respectively).

(xvii) Revenue recognition

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 taxes or duties collected on behalf of the government.

Revenue is recognised only if following condition are satisfied:

- The Company has transferred risks and rewards incidental to ownership to the customer;
- The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- It is probable that the economic benefit associated with the transaction will flow to the Company; and
- it can be reliably measured and it is reasonable to expect ultimate collection

Export incentives accrued under foreign trade policy are accounted for in the year of export.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset’s net carrying amount on initial recognition.

Dividend income is recognised when the right to receive payment is established.

(xviii) Government grants

The Government grants such as capital subsidies under Sugar Promotion Policy, 2004, interest free or concessional interest rate loans and subsidies related to sugar cane purchased are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to statement of profit and loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to the financial liabilities.

(xix) Financial Instruments

i) Financial assets

A Initial recognition

The Company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement. Financial instruments are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial instruments are recognised initially at fair value plus transactions costs that are directly attributable to the acquisition or issue of the financial instrument, except for financial assets at fair value through statement of profit and loss, which are initially measured at fair value, excluding transaction costs (which is recognised in statement of profit and loss).

B Subsequent measurement

a) Financial assets carried at amortised cost (AC)

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

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

A financial asset is subsequently measured at fair value through other comprehensive income 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 statement of profit and loss (FVTPL)

Equity instruments

All equity investments in scope of Ind-AS 109 are measured at fair value either as at FVTOCI or FVTPL. The Company makes such election on instrument-by-instrument basis.

For equity instruments measured as at FVTOCI, all fair value changes on the instrument, excluding dividends, are recognized in the OCI. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss (P&L).

Investment in subsidiaries and associates

Investment in subsidiaries and associates are carried at cost.

d) Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

1. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance"
2. Financial assets that are debt instruments and are measured as at FVTOCI

3. Lease receivables
4. Trade receivables or any contractual right to receive cash or another financial asset.
5. Loan commitments which are not measured as at FVTPL
6. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or contract revenue receivables; and all lease receivables

The application of simplified approach does not require the Company to track changes in credit risk rather; it recognises impairment loss allowance based on 12 months ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ii) Financial liabilities

A Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings and payables, net of directly attributable cost. Fees of recurring nature are directly recognised in statement of profit and loss as finance cost.

B Subsequent measurement:

Financial liabilities are subsequently 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.

a) Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method. Gains and losses are recognized in statement of profit and loss when liabilities are derecognized. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance cost in the statement of profit and loss.

b) Compound Financial Instruments

At the issue date the fair value of the liability component of a compound instrument is estimated using the market interest rate for a similar non-convertible instrument. This amount is recorded as a liability at amortised cost using the effective interest method until extinguished upon conversion or at the instrument's redemption date. The equity component is determined as the difference of the amount of the liability component from the fair value of the instrument. This is recognised in equity, net of income tax effects, and is not subsequently re-measured.

iii) De-recognition 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 de-recognition 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.

iv) Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realization on future date.

v) Derivative financial instruments

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to statement of profit or loss when the hedge item effects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

(xx) Non-current assets held for sale/ distribution to owners and discontinued operations:

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less cost to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the assets (or disposal group) to fair value less cost to sell. A gain is recognised for any subsequent increases in fair value less cost to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition. Non-current assets (including that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised. Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

3 Critical estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

i) Depreciation and useful lives of property plant and equipment

Property, plant and equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is adjusted if there are significant changes from previous estimates.

ii) Recoverability of trade receivable:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

iii) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

iv) 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 CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transaction are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

v) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on history, existing market conditions as well as forward looking estimates at the end of each reporting period.

vi) Fair value measurement of financial instruments:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

vii) Estimation uncertainty relating to the global health pandemic on COVID-19

In assessing the recoverability of receivables including unbilled receivables, contract assets and contract costs, intangible assets, and certain investments, the Company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts wherever applicable on the basis of assessment and materiality. The Company has performed sensitivity analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

viii) Recognition of Minimum Alternative Tax (MAT) credit as an asset:

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period; in the year in which the MAT credit becomes eligible to be recognised as an asset. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

ix) Material uncertainty about going concern:

In preparing financial statements, management has made an assessment of Company's ability to continue as a going concern. Financial statements are prepared on a going concern basis. The Management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. Further details on going concern are disclosed in note no.40.

4 First time adoption of Ind AS:

The Company has adopted Ind AS with effect from April 1, 2022 with comparatives being restated. Accordingly, the impact of transition has been provided in the Opening Reserves as at April 1, 2021 ("transition date"). The financial statement prepared as per previous GAAP for the year ended March 31, 2022 has been restated to realign with the accounting policies and other accounting principles adopted for Ind AS.

i) Exemptions from retrospective application:

The Company has applied the exemption as provided in Ind AS 101 on non-application of Ind AS 103, "Business Combinations" to business combinations consummated prior to transition date. The Company has also applied the exemption for past business combinations to acquisitions of investments in associates consummated prior to the Transition Date.

ii) Fair value as deemed cost exemption

Under the previous GAAP (erstwhile Indian GAAP), property, plant and equipment, were carried in the balance sheet at historical cost. The Company has elected to regard those values of property as deemed cost as at transition date except for Land , Plant & Machinery and Building which are stated at fair value as on the date of transition to Ind AS.

iii) Leases exemption

The Company do not have any arrangements containing a lease as defined under Appendix C of Ind AS 17. Determining whether an arrangement contains a lease, as of the transition date and hence this exemption is not applicable.

iv) Long-term foreign currency monetary items

The Company has elected to continue the policy adopted for accounting for exchange differences arising from translation of long-term foreign currency monetary items.

v) Estimates exception

Upon an assessment of the estimates made under Indian GAAP, the Company has concluded that there was no necessity to revise the estimates under Ind-AS except where estimates were required by Ind AS and not required by Indian GAAP.

vi) De-recognition of financial assets and liabilities exception

Financial assets and liabilities derecognised before transition date are not re-recognised under Ind AS.

5 Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below:

Ind AS 16 – Property Plant and equipment - The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets – The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022, although early adoption is permitted. The Company has evaluated the amendment and the impact is not expected to be material.

6 (a) Property, Plant and Equipment

(In ₹ Lakh)

	Land Freehold	Land Leasehold	Buildings	Plant & machinery	Furniture, fixtures & Office equipment	Vehicles	Total	Capital Work in Progress	Grand Total
Gross Block									
Balance as at 1st April, 2021	1,06,636.30	3.95	2,857.19	13,054.33	170.74	44.17	1,22,766.68	13.12	1,22,779.80
Additions	-	-	-	-	-	-	-	-	-
Disposals & Adjustments	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2022	1,06,636.30	3.95	2,857.19	13,054.33	170.74	44.17	1,22,766.68	13.12	1,22,779.80
Additions	-	-	-	-	-	-	-	-	-
Disposals & Adjustments	-	-	-	-	-	-	-	13.12	13.12
Balance as at 31st March, 2023	**1,06,636.30**	**3.95**	**2,857.19**	**13,054.33**	**170.74**	**44.17**	**1,22,766.68**	**-**	**1,22,766.68**
Accumulated Depreciation									
Balance as at 1st April, 2021	-	-	678.83	45.47	155.59	41.68	921.57	-	921.57
Additions	-	-	73.36	882.36	1.31	0.07	957.10	-	957.10
Disposals & Adjustments	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2022	-	-	752.20	927.82	156.90	41.75	1,878.67	-	1,878.67
Additions	-	-	73.36	882.36	1.31	0.07	957.10	-	957.10
Disposals & Adjustments	-	-	-	-	-	-	-		-
Balance as at 31st March, 2023	**-**	**-**	**825.56**	**1,810.18**	**158.21**	**41.82**	**2,835.77**	**-**	**2,835.77**
Net Block									
Balance as at 1st April, 2021	1,06,636.30	3.95	2,178.36	13,008.86	15.15	2.49	1,21,845.10	13.12	1,21,858.23
Balance as at 31st March, 2022	1,06,636.30	3.95	2,104.99	12,126.51	13.84	2.42	1,20,888.01	13.12	1,20,901.13
Balance as at 31st March, 2023	**1,06,636.30**	**3.95**	**2,031.63**	**11,244.15**	**12.53**	**2.35**	**1,19,930.91**	**-**	**1,19,930.91**

6 (b) Capital Work-in-Progress (CWIP)

Ageing of Capital Work-in-Progress

(In ₹ Lakh)

As at March 31, 2023

Particulars	**< 1 year**	**1 - 2 year**	**2 - 3 year**	**> 3 year**	**Total**
Effluent Quality Monitroing System	-	-	-	-	-
	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**
As at March 31, 2022					
Particulars	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Effluent Quality Monitroing System	-	-	-	13.12	13.12
	-	-	-	-	-
Total	**-**	**-**	**-**	**13.12**	**13.12**
As at April 01, 2021					
Particulars	< 1 year	1 - 2 year	2 - 3 year	> 3 year	Total
Effluent Quality Monitroing System	-	-	-	13.12	13.12
	-	-	-	-	-
Total	**-**	**-**	**-**	**13.12**	**13.12**

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
7	**Non-current investments**			
	Trade investments			
	Investment classified at FVTOCI			
	In Equity Shares of Other companies			
	Unquoted, fully paid up			
	100,000 (100,000) Shares of M/s Vinayak Exports Ltd. of Rs. 10/- each.	**8.00**	8.00	8.00
	71,500 (71,500) Shares of M/s Eastern Medikit Ltd. of Rs. 10/- each.	**7.15**	7.15	7.15
	12,000 (12,000) Shares of M/s Frazer & Haws International Pvt. Ltd. of Rs. 10/- each.	**1.20**	1.20	1.20
	103,500 (103,500) Shares of M/s Agni Medi Pharma Ltd. of Rs. 10/- each.	**10.35**	10.35	10.35
	Less: Provision for diminution in value of investments	**(26.70)**	(26.70)	(26.70)
		-	-	-
	Total Trade Investments	**-**	**-**	**-**
8	**Other non-current financial assets**			
	(Unsecured considered good)			
	Fixed deposits*	**36.41**	60.60	58.34
		36.41	60.60	58.34
	* Earmarked Rs.15.21 Lakh (Rs. 46.74 Lakh) for specific purposes.			
9	**Other non-current assets**			
	(Unsecured considered good unless otherwise stated)			
	Security deposits - Good	**20.94**	19.88	19.88
		-	-	-
		20.94	19.88	19.88
10	**Inventories**			
	(At cost or net realisable value whichever is lower, unless otherwise stated)			
	Stores, spares & packing materials (at cost)	**407.47**	407.47	407.47
	Finished goods	**55.34**	55.34	55.34
	By-products (at estimated realizable value)	**37.84**	37.84	37.84
	Work-in-process	**-**	-	-
		500.65	500.65	500.65
11	**Trade receivables**			
	(Unsecured considered good unless otherwise stated)			
	Considered good*	**-**	47.38	47.38
	Less: Allowance for expected credit loss	**-**	-	-
	Total Trade receivables Considered good	**-**	47.38	47.38
	Considered doubtful	**48.82**	8.24	8.24
	Less: Allowance for credit impairment	**(48.82)**	(8.24)	(8.24)
		-	-	-
		-	47.38	47.38
	Debtors are subject to confirmation of balances.			

11.01 Trade Receivables ageing schedule

As at March 31, 2023 (In ₹ Lakh)

Particulars	**Outstanding for following periods from due date of payment**					
	< 6 months	**6 months - 1 years**	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) Undisputed Trade receivables - considered good	-	-	-	-	-	-
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	48.82	48.82
Total	**-**	**-**	**-**	**-**	**48.82**	**48.82**
Less: Allowance for credit loss/ credit impaired	-	-	-	-	(48.82)	(48.82)
Total	**-**	**-**	**-**	**-**	**-**	**-**

As at March 31, 2022 (In ₹ Lakh)

Particulars	Outstanding for following periods from due date of payment					
	< 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	> 3 years	Total
(i) Undisputed Trade receivables - considered good	-	-	-	-	47.38	47.38
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	8.24	8.24
Total	**-**	**-**	**-**	**-**	**55.62**	**55.62**
Less: Allowance for credit loss/ credit impaired	-	-	-	-	(8.24)	(8.24)
Total	**-**	**-**	**-**	**-**	**47.38**	**47.38**

As at April 01, 2021 (In ₹ Lakh)

Particulars	Outstanding for following periods from due date of payment					
	< 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	> 3 years	Total
(i) Undisputed Trade receivables - considered good	-	-	-	-	47.38	47.38
(ii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	8.24	8.24
Total	**-**	**-**	**-**	**-**	**55.62**	**55.62**
Less: Allowance for credit loss/ credit impaired	-	-	-	-	(8.24)	(8.24)
Total	**-**	**-**	**-**	**-**	**47.38**	**47.38**

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
12	**Cash and cash equivalents**			
	Balance with banks :			
	Current account	**21.00**	12.60	14.79
	Cheques, draft on hand	**-**	0.04	0.04
	Cash on hand	**0.32**	0.25	0.31
		21.32	12.89	15.14
13	**Current tax assets (net)**			
	Advance income tax (net of provisions)			
	At the start of year	**1,469.41**	1,469.15	1,468.89
	Addition during the year	**0.20**	0.26	0.26
	Others	**-**	-	-
	At the end of year	**1,469.61**	1,469.41	1,469.15
14	**Other current assets**			
	(Unsecured considered good)			
	Claims/ refund recoverable in cash or in kind or for value to be received	**148.40**	132.25	124.90
	Other Receivable#	**-**	42.65	42.65
	Other advances* - Good	**144.20**	162.88	294.25
	- Doubtful	**18.67**	18.67	18.67
		311.27	356.45	480.47
	Less: Provision for doubtful advances	**(18.67)**	(18.67)	(18.67)
		292.60	337.78	461.80

*Includes advances given to suppliers, vendors and employees and other advances recoverable in cash or in kind.

Other receivable represents amount receivable from bank towards SEFASU Loan

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
15	**Share capital**			
	Authorised:			
	36,30,50,000 (1,05,00,070) Equity Shares of Rs. 10/- each	**36,305.00**	1,050.01	1,050.01
	16,00,000 (3,68,54,993) Preference Shares of Rs. 100/- each	**1,600.00**	36,854.99	36,854.99
		37,905.00	37,905.00	37,905.00
	Issued			
	35,71,42,656 (71,03,386) Equity Shares of Rs. 10/- each, fully paid-up	**35,714.27**	710.34	710.34
	14,38,500 (Nil) 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each fully paid up	**1,438.50**		
	Nil (3,64,42,427) 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each fully paid up	**-**	36,442.43	36,442.43
		37,152.77	37,152.77	37,152.77
	Subscribed and Paid up:			
	35,71,42,656 (71,03,386) Equity Shares of Rs. 10/- each, fully paid-up	**35,714.27**	710.34	710.34
	14,38,500 (Nil) 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each fully paid up	**1,438.50**	-	-
	Nil (3,64,42,427) 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each fully paid up	**-**	36,442.43	36,442.43
	Less: - 14,38,500 (Nil) 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each fully paid up shown as Compound Financial Instruments as per Ind AS - 32 (Refer Note - 17)	**(1,438.50)**	-	-
	Less: - Nil (3,64,42,427) 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each fully paid up shown as Compound Financial Instruments as per Ind AS - 32 (Refer Note - 17)	**-**	(36,442.43)	(36,442.43)
		35,714.27	710.34	710.34

(i) Details of shares allotted without payment being received in cash during five years immediately preceding the Balance Sheet date are given below:

3,64,42,427 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each have been converted into 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each dated 13.02.2023.

35,00,39,270 Equity shares of Rs. 10/- each have been issued for consideration other than cash to Bajaj Hindusthan Sugar Limited on conversion of 3,50,03,927 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each dated 24.03.2023.

(ii) The reconciliation of the number of Equity shares outstanding at the beginning and at the end of the reporting year:-

Particulars	As at March 31, 2023 No. of Shares	As at March 31, 2022 No. of Shares	As at April 01, 2021 No. of Shares
Equity Shares (with voting rights) at the beginning of the year	**71,03,386**	71,03,386	71,03,386
Issued during the year	**35,00,39,270**	-	-
Equity Shares at the end of the year	**35,71,42,656**	71,03,386	71,03,386

(iii) The reconciliation of the number of 6% Redeemable non cumulative convertible Preference shares outstanding at the beginning and at the end of the reporting year:-

Particulars	As at March 31, 2023 No. of Shares	As at March 31, 2022 No. of Shares	As at April 01, 2021 No. of Shares
Preference Shares at the beginning of the year	**3,64,42,427**	3,64,42,427	3,64,42,427
Issued during the year	**-**	-	-
Converted into Equity Shares during the year	**3,50,03,927**		
Preference Shares at the end of the year	**14,38,500**	3,64,42,427	3,64,42,427

(iv) The details of Equity Shareholders holding more than 5% shares:-

S. No.	Name of Shareholders	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
		No. of Shares	% held	No. of Shares	% held	No. of Shares	% held
1.	Life Insurance Corporation Of India	**3,87,730**	**0.11%**	3,87,730	5.46%	3,87,730	5.46%
2.	Pradeep Kumar Srivastava	**60,17,154**	**1.68%**	60,17,154	84.71%	60,17,154	84.71%
3.	Bajaj Hindusthan Sugar Limited	**35,00,39,270**	**98.01%**				

(v) The details of 6% Redeemable non cumulative convertible Preference shareholders holding more than 5% shares:-

S. No.	Name of Shareholders	As at March 31, 2023		As at March 31, 2022		As at April 01, 2021	
		No. of Shares	% held	No. of Shares	% held	No. of Shares	% held
1.	Lambodar Stocks Private Limited	**14,38,500**	**100.00%**	14,38,500	3.95%		
2.	Bajaj Hindusthan Sugar Limited			3,50,03,927	96.05%	3,50,03,927	96.05%

1 Terms/ rights of equity shares:-

(i) The company has only one class of equity shares having a par value of Rs. 10/-. Each holder of equity shares is entitle to one vote irrespective of their share holdings.

(ii) The Company declares and pay dividends in Indian rupees. The dividend (if any) proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(iii) In the event of liquidation of the company, the holders of Equity shares will be entitled to received all the remaining assets of the company, after settlement of liabilities and distribution of all Preferential amounts. The distribution will be in proportion to the number of Equity shares held by the share holders. All the Equity Shares rank paripassu.

2 Terms/ rights of preference shares:-

S. No.	Nature of Terms & Condition	Description
1	Instrument	6% Redeemable non cumulative convertible Preference shares
2	Tenure	20 Year (from the date of original allotment)
3	Face Value	Rs. 100/- each
4	Premium	Nil
5	Voting Rights	Nil
6	Conversion Option	Subject to the permissible law(s), the said Preference shares would be converted including the following parameters:-
		The Preference shares are convertible into such number of "Equity Shares" or "Debentures" at any time after allotment at the option of the Preference holder, at book value or upon such valuation as derived in accordance with the applicable laws including the Companies Act and other applicable laws/ regulations/ guidelines, if any as arrived at on the time of conversion, in one or more tranches, subject to a maximum period of 20 years
7	Dividend	Payable in cash there is adequate profit in the Company
8	In case of Loss	Dividend payable - Nil and will not be accumulate
9	Put and Call Option	At any time but within the stipulated period.
		Provided that in case no option is exercised by the preference shareholders(s) within the stipulated period thereof, the same shall be compulsorily convertible above referred clause no. (8).
		The preference shareholder(s) has the right to transfer/sell of the said preference shares either to the promoter(s) of the issuing Company and/or to any other party upon such terms & conditions as may be agreed between the preference shareholder and said parties subject to the terms & conditions of the said preference share at any point of time.
10	Redemption	At any time in one or more trenches but before the expiry of the stipulated period thereof.
		No Premium shall be payable on Redemption of preference share and the preference share shall be redeemed at par.
		The holders of preference share who opt for redemption shall made a request along with requisite documents to the company against payment of the amount due on redemption.
11	Variation of Right	Permitted either with the prior written consent(s) of the preference shareholder(s) or requisite approval in their class meeting(s), in compliance of the applicable law(s).

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
16	**Other equity**			
	Securities premium			
	Opening Balance	**900.00**	900.00	
	Closing balance	**900.00**	900.00	900.00
	Equity Component of Compound Financial Instrument			
	Opening balance	**414.59**	414.59	-
	Change during the year	**15,636.42**	-	414.59
	Closing balance	**16,051.01**	414.59	414.59
	General reserve			
	Opening balance	**14,271.14**	14,271.14	
	Closing balance	**14,271.14**	14,271.14	14,271.14
	Reserve for molasses storage tanks			
	Opening balance	**45.40**	45.40	
	Closing balance	**45.40**	45.40	45.40
	Change during the year	**-**	-	-
	Actuarial gain / (loss) on employee benefit plans through OCI			
	Opening balance	**66.19**	-	-
	Change during the year	**11.92**	66.19	-
	Closing balance	**78.11**	66.19	-
	Statement of profit and loss (retained earnings)			
	Opening balance	**(9,187.93)**	(5,598.44)	
	Profit/(loss) for the year	**(5,452.38)**	(3,589.49)	
	Closing balance	**(14,640.31)**	(9,187.93)	(5,598.44)
		16,705.35	6,509.39	10,032.69

Nature and description of reserve:

- Securities Premium: The amount received in excess of face value of the equity shares is recognised in Securities Premium.
- Molasses Storage Reserve Fund is created as per provisions under Molasses Control (Regulation of Fund and Erection of Storage Facilities) Order,1976.
- Retained Earnings: Remaining portion of profits earned or accumulated losses by the Company till date after appropriations.

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
17	**Non-current borrowings**			
	(At FVTPL)			
	From banks			
	Secured Term Loan	**-**	1,587.58	2,550.18
	From others - Liability Component of Financial Instrument			
i)	3,70,48,321 (NIL) Zero Coupon Optionally Convertible Secured Debentures of Rs. 100/- each	**26,835.54**		
ii)	NIL (3,70,48,321) Zero Coupon Optionally Convertible Unsecured Debentures of Rs. 100/- each	**-**	37,048.32	37,048.32
iii)	153,62,895 (Nil) Zero Coupon Optionally Convertible Unsecured Debentures of Rs. 100/- each	**9,268.22**	-	-
iv)	43,43,100 (Nil) Zero Coupon Optionally Convertible Unsecured Debentures of Rs. 100/- each	**2,658.83**	-	-
v)	Unsecured Preference shares		-	-
	14,38,500 (Nil) 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each	**1,089.85**		
vi)	Unsecured Preference shares	**-**		
	Nil (3,64,42,427) 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each		35,985.73	35,888.40
		39,852.44	74,621.63	75,486.90

17.1 Details of securities

A) Zero Coupon Optionally Convertible Secured Debentures

a) The Company has issued Zero Coupon Optionally Convertible Secured Debentures of Rs. 100/- each. As per Ind AS 32 these are classified as compound financial instrument which is bifurcated into Rs. 24,174.12 Lakh as borrowing and Rs.12,874.20 Lakh as Equity by discounting the original amount of Rs. 37,048.32 lakh @ 11.01% P.A. for a tenure of 5 year. The unwinding of discount in subsequent period on loan component is recognised in the statement of Profit & Loss and added to liability component of financial instrument.

b) The Zero coupon optionally convertible debentures (ZCOCD's) was secured by way of pledging the equity shares of individual promoter of the Company i.e. 84.71% of the equity share capital of the Company dated 05.01.2023.

c) **Term & Condition of Debentures**

(i) The debenture shall rank pari passu inter se without any preference of priority of any one over other or others of them.

(ii) No interest is payable on debenture application moneys or debentures.

(iii) **Put and Call option :**

This option shall be exercisable after six months and before eighty four months in one or more trenches.

(iv) Redemption :

The repayment of Zero coupon optionally convertible unsecured/secured debentures (ZCOCD's) issued by the company has been rolled over to 24th March 2027 with the consent of 100 percent debenture holders and by undertaking necessary procedure in terms of law, in one or more tranches.

(iv) **Redemption Value :**

It shall be at premium of 10% of the face value

(i) In case of put option no interest/premium shall be payable

(ii) In case of call option, premium shall be payable in proportion of time period of tenure expired upto the date of call option.

(iii) The premium, if any, payable on redemption must have been provided out of the profits of the Company's Securities premium amount before the Debentures are redeemed.

(iv The holders of debentures who opt for redemption shall surrender their respective Debentures Certificate(s) to the company against payment of the amount due on redemption.

(v) **Conversion option**

Any time with debenture holder(s)

B) Zero Coupon Optionally Convertible Unsecured Debentures

a) The Company has issued Zero Coupon Optionally Convertible Unsecured Debentures of Rs. 100/- each. As per Ind AS 32 these are classified as compound financial instrument which is bifurcated into Rs. 8,021.17 Lakh as borrowing and Rs.11,684.83 Lakh as Equity by discounting the original amount of Rs. 19,706.00 lakh @ 11.01% P.A. for a tenure of 5 year. The unwinding of discount in subsequent period on loan component is recognised in the statement of Profit & Loss and added to liability component of financial instrument.

Note:-

S. No.	Nature of Terms & Condition	Description
1	Instrument	Zero Coupon Optionally Convertible Unsecured Debentures (ZCOCDs)
2	Tenure	11 months with an option of renewal/roll-over in compliance of point no. 10 of the said terms & conditions maximum upto 06.10.2032.
3	Face Value	Rs. 100/- each
4	Issue Premium / Discount	Nil
5	Interest	No interest is payable on debenture application money or debenture.
6	Conversion Option	Subject to the permissible law(s), the said ZCOCDs would be converted including the following parameters:-
		The ZCOCDs are convertible into the Zero Coupon Optionally Convertible Preference Shares of Rs. 100/- each at any time after allotment at the option of the Debenture holder, at book value or valuation which is to be derived as per the applicable laws including the Companies Act and other applicable laws/ regulations/ guidelines, if any as arrived at on the time of conversion, in one or more tranches, subject to a maximum period of 10 years (including the renewal option if availed in compliance of point no. 10 of the said terms & conditions).
7	Ranking	The ZCOCDs shall rank pari-passu, inter se, without any preference of priority of any one over the other or others of them.
8	Put and Call Option	At any time after the allotment, but within the stipulated period including renewal/roll over as the case may be.
		Provided that in case no option is exercised by the debentures holders(s) within the stipulated period including renewal / roll over period (if any) thereof, the same shall be compulsorily convertible into Zero Coupon Optionally Convertible Preference Shares of Rs. 100/- each upon the expiry of the stipulated period including renewal/roll over (if any) thereof.
		The debenture holder(s) has the right to transfer/sell of the said debentures either to the promoter(s) of the issuing Company and/or to any other party upon such terms & conditions as may be agreed between the said parties subject to the terms & conditions of the said debentures at any point of time.

9	Redemption	At any time after the allotment in one or more trenches but before the expiry of the stipulated period including renewal / roll over (if any) thereof.
		No Premium shall be payable on Redemption of ZCOCDs and the ZCOCDs shall be redeemed at par.
		The holders of debentures who opt for redemption shall surrender their respective Debenture Certificate(s) to the company against payment of the amount due on redemption.
10	Renewal/ Roll Over	Permitted with the prior approval of the Debenture-holder(s). However such stipulated period including roll over/renewal shall not exceeds 06.10.2032.
11	Variation of Right	Permitted either with the prior written consent(s) of the debenture holder(s) or requisite approval in their class meeting(s), in compliance of the applicable law(s).
12	In case of winding up	The debenture holders of the said debentures shall be entitled to a preferential right of return of the amount payable on redemption but shall not have any further right or claim over the surplus assets of the company.

C) 6% Redeemable non cumulative convertible Preference shares

a) The Company has issued 6% Redeemable non cumulative convertible Preference shares of Rs. 100/- each. As per Ind AS 32 these are classified as compound financial instrument which is bifurcated into Rs. 554.02 Lakh as borrowing and Rs.884.48 Lakh as Equity by discounting the original amount of Rs. 1,438.50 lakh @ 11.01% P.A. for a tenure of 5 year. The unwinding of discount in subsequent period on loan component is recognised in the statement of Profit & Loss and added to liability component of financial instrument.

Note:-

S. No.	Nature of Terms & Condition	Description
1	Instrument	6% Redeemable non cumulative convertible Preference shares
2	Tenure	20 Year (from the date of original allotment)
3	Face Value	Rs. 100/- each
4	Premium	Nil
5	Voting Rights	Nil
6	Conversion Option	Subject to the permissible law(s), the said Preference shares would be converted including the following parameters:-
		The Preference shares are convertible into such number of "Equity Shares" or "Debentures" at any time after allotment at the option of the Preference holder, at book value or upon such valuation as derived in accordance with the applicable laws including the Companies Act and other applicable laws/ regulations/ guidelines, if any as arrived at on the time of conversion, in one or more tranches, subject to a maximum period of 20 years
7	Dividend	Payable in cash there is adequate profit in the Company
8	In case of Loss	Dividend payable - Nil and will not be accumulate
9	Put and Call Option	At any time but within the stipulated period.
		Provided that in case no option is exercised by the preference shareholders(s) within the stipulated period thereof, the same shall be compulsorily convertible above referred clause no. (8).
		The preference shareholder(s) has the right to transfer/sell of the said preference shares either to the promoter(s) of the issuing Company and/or to any other party upon such terms & conditions as may be agreed between the preference shareholder and said parties subject to the terms & conditions of the said preference share at any point of time.
10	Redemption	At any time in one or more trenches but before the expiry of the stipulated period thereof.
		No Premium shall be payable on Redemption of preference share and the preference share shall be redeemed at par.
		The holders of preference share who opt for redemption shall made a request along with requisite documents to the company against payment of the amount due on redemption.
11	Variation of Right	Permitted either with the prior written consent(s) of the preference shareholder(s) or requisite approval in their class meeting(s), in compliance of the applicable law(s).

		As at March 31, 2023 (In ` Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
18	**Non-current provisions**			
	Provisions for employee benefits			
	Gratuity	**397.42**	369.70	397.77
	Leave encashment	**11.87**	10.92	12.19
		409.29	380.62	409.96

19	**Deferred tax statements:**	As at March 31, 2022	During the Year	**As at March 31, 2023**
	Deferred tax liabilities			
	Fair valuation of Debenture	-	4,528.16	**4,528.16**
	Fair valuation of Preference share	114.94	(27.19)	**87.75**
	Fair valuation of property, plant and equipment	17,369.34	(330.02)	**17,039.32**
		17,484.28	4,170.95	**21,655.23**
	Deferred tax assets:			
	Property, plant and equipment	1,604.79	(97.67)	**1,507.12**
		1,604.79	(97.67)	**1,507.12**
	Deferred tax liabilities/ (assets) (net)	15,879.49	4,268.62	**20,148.11**

Deferred tax statements:	As at April 01, 2021	During the Year	As at March 31, 2022
Deferred tax liabilities			
Fair valuation of Preference share	139.43	(24.49)	114.94
Fair valuation of property, plant and equipment	17,746.51	(377.17)	17,369.34
	17,885.94	(401.66)	17,484.28
Deferred tax assets:			
Property, plant and equipment	1,702.46	(97.67)	1,604.79
	1,702.46	(97.67)	1,604.79
Deferred tax liabilities/ (assets) (net)	16,183.48	(303.99)	15,879.49

* Pursuant to the Taxation Laws (Amendment) Act, 2019, domestic companies have an option to pay corporate income tax at a concessional rate of 25.17% including surcharge and cess (new tax rate), subject to certain conditions, w.e.f. financial year commencing from April 1, 2019 and thereafter. If the said option is chosen, the Company will be exempted from the provisions of Minimum Alternate Tax under section 115JB of Income Tax Act 1961; however the Company will have to forego certain prescribed incentives/ deductions. The Company choose such option for any year starting from FY 2019-20 or any subsequent year. However, once the said option of paying tax under the new tax rate is chosen, the Company cannot withdraw and go back to the old rates of tax. As at March 31, 2023, the Company has made an evaluation of the impact of the aforesaid option and decided to opt for the new tax rate for financial year 2022-23. Accordingly, the Company will be governed under the new tax regime.

19(a) Tax expense recognised in the Statement of Profit and Loss and OCI (In ₹ Lakh)

	Year ended March 31, 2023	**Year ended March 31, 2022**
Current tax		
Current year	**-**	-
Total Current Tax	**-**	-
Deferred tax		
Origination and reversal of temporary difference through profit and loss	**990.33**	303.99
Origination and reversal of temporary difference through other comprehensive income	**-**	-
Total deferred income tax expense/(credit)	**990.33**	303.99
Tax relating to earlier year	**-**	-
Total income tax expense/(credit)	**(990.33)**	(303.99)

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
20	**Current borrowings**			
	From banks			
	Secured			
	Current maturities of long term borrowings	**-**	1,637.45	1,669.28
	Funded Interest Term Loan (FITL)	**-**	81.84	359.43
		-	1,719.29	2,028.71
	Loan from others			
	Unsecured- Inter-Corporate Loans	**-**	13,675.80	10,506.47
		-	13,675.80	10,506.47
		-	15,395.09	12,535.18
21	**Trade payables**			
	Micro and small enterprises	**-**	18.76	19.50
	Others	**4,608.84**	4,608.47	4,831.89
		4,608.84	4,627.23	4,851.39

	As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	As at April 01, 2021 (In ₹ Lakh)
The details of amount outstanding to Micro and Small Enterprises based on available information with the company are as under :			
Particulars			
The amounts remaining unpaid to micro and small suppliers as at the end of the year			
— Principal	**-**	18.76	19.50
— Interest	**-**	-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	**-**	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year.	**-**	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**-**	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	**-**	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	**-**	-	-

21.01 Trade Payables ageing schedule

As at March 31, 2023 (In ₹ Lakh)

Particulars	**Outstanding for following periods from due date of payment**				
	< 1 year	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) MSME	-	-	-	-	-
(ii) Others	134.96	228.18	0.42	4,226.61	4,590.17
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	18.67	18.67
Total	**134.96**	**228.18**	**0.42**	**4,245.28**	**4,608.84**

As at March 31, 2022 (In ₹ Lakh)

Particulars	**Outstanding for following periods from due date of payment**				
	< 1 year	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) MSME	-	-	-	18.76	18.76
(ii) Others	46.90	4.18	4.04	4,534.67	4,589.79
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	18.67	18.67
Total	46.90	4.18	4.04	4,572.10	4,627.22

As at April 01, 2021 (In ₹ Lakh)

Particulars	**Outstanding for following periods from due date of payment**				
	< 1 year	**1 - 2 years**	**2 - 3 years**	**> 3 years**	**Total**
(i) MSME	-	-	-	19.50	19.50
(ii) Others	11.68	45.18	51.54	4,704.82	4,813.22
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	18.67	18.67
Total	11.68	45.18	51.54	4,742.99	4,851.39

		As at March 31, 2023 (In ₹ Lakh)	As at March 31, 2022 (In ₹ Lakh)	'As at April 01, 2021 (In ₹ Lakh)
22	**Other current liabilities**			
	Other payables	**4,725.11**	5,108.25	4,102.93
	Deposits from agents/ customers/vendors	**54.30**	54.30	54.30
		4,779.41	5,162.55	4,157.23
23	**Current provisions**			
	Provisions for employee benefits			
	Gratuity	**53.00**	62.47	62.47
	Leave encashment	**1.73**	0.91	0.91
		54.73	63.38	63.38

		Year ended March 31, 2023 (In ₹ Lakh)	Year ended March 31, 2022 (In ₹ Lakh)
24	**Revenue from operations**		
	Sale of products	-	-
	Other operating revenues	-	1.25
		-	1.25
25	**Other income**		
	Profit on sale of property plant and equipment	-	-
	Other non-operating income	**1.18**	1.63
	Interest income	**1.82**	2.68
		3.00	4.31
26	**Cost of materials consumed**		
	Opening stock	-	-
	Purchases	-	-
		-	-
	Less: Closing stock	-	-
	Cost of raw material consumed	-	-
27	**Changes in Inventories of finished goods, by-products and work-in-progress**		
	Opening stock		
	Finished goods	**55.34**	55.34
	By-products	**37.84**	37.84
	Work-in-process	-	-
		93.18	93.18
	Less: Closing stock		
	Finished goods	**55.34**	55.34
	By-products	**37.84**	37.84
	Work-in-process	-	-
		93.18	93.18
28	**Employee benefits expense**		
	Salaries & wages	**569.51**	579.76
	Gratuity expenses (refer note 28.1)	**75.65**	82.87
	Contributions to provident and other funds	**101.54**	94.24
	Employee's welfare expenses	-	0.03
		746.70	756.90

28.1 Defined benefit plan

Liability for employee benefits (Gratuity) has been determined by an actuary, appointed for the purpose, in conformity with the principles set out in the Ind AS19 the details of which are as hereunder:

(In ₹ Lakh)

Funded scheme - gratuity **Particulars**	**Year ended March 31, 2023**	Year ended March 31, 2022
Liability to be recognised in balance sheet		
Present value of funded obligations	**450.42**	432.17
Fair value of plan assets	-	-
Net liability / (asset)	**450.42**	432.17
Current (refer note 23)	**53.00**	62.47
Non-current (refer note 18)	**397.42**	369.70
Change in Plan Assets (reconciliation of opening & closing balances)		
Fair value of plan assets at the beginning	**-**	-
Expected return on plan assets	**-**	-
Actuarial gain / (losses)	**-**	-
Contributions	**27.07**	19.74
Benefits paid	**(27.07)**	(19.74)
Fair value of plan assets at the end	**-**	-
Actual return on plan assets		
Change in obligation (reconciliation of opening and closing balances)		
Defined benefit obligation at the beginning	**432.16**	460.24
Current service cost	**26.56**	26.10
Interest cost	**30.68**	31.76
Actuarial losses / (gain)	**(11.92)**	(66.19)
Benefits paid	**(27.07)**	(19.74)
Closing obligation	**450.41**	432.17
Expenditure to be recognised during the year		
Current service cost	**26.56**	26.10
Interest cost	**30.68**	31.76
Expected return on plan assets	**-**	-
Total expenses recognised in the statement of profit and loss	**57.24**	57.86
In Other comprehensive income		
Actuarial (Gain) / Loss - Plan liabilities	**(11.92)**	(66.19)
Actuarial (Gain) / Loss - Return On Plan Assets	**-**	-
Net (Income)/ Expense For the period Recognized in OCI	**(11.92)**	(66.19)
Assumptions		
Discount rate (per annum)	**7.40%**	7.10%
Expected rate of return on assets (per annum)	**0.00%**	0.00%
Salary escalation rate (per annum)	**6.00%**	6.00%
Sensitivity		
Under base scenario	**450.42**	432.17
Salary escalation (up by 1%)	**486.46**	467.83
Salary escalation (down by 1%)	**418.14**	401.43
Withdrawal rates (up by 1%)	**453.38**	435.03
Withdrawal rates (down by 1%)	**447.15**	430.29
Discount rates (up by 1%)	**420.27**	403.85
Discount rates (down by 1%)	**484.55**	465.64

This is a defined benefit plan and statutory liability of the Company. The Company has to pay the Gratuity to the employees as per the provisions of The Payment of Gratuity Act 1972 irrespective of the availability of the funds with the Gratuity Fund.

The Gratuity Liability is computed on actuarial valuation basis done at year end using the Project Unit Credit Method is provided for in the books of account and is based on a detailed working done by a certified Actuary. Past service cost is recognized immediately to the extent that the benefits are already vested.

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

The Company manages Gratuity obligation through Trust. The Company arranges the fund based on the actuarial valuation and requirement of the Trust.

The expected contributions for Defined Benefit Plan for the next financial year will be in line with FY 2022-23.

These gratuity plan typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yield at the end of reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Provident fund

The Company's contribution are made to a Employee Provident Fund Trust. The interest rate payable by the trust to the beneficiaries is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return on the investments of the trust and the notified interest rate.

28.2 Defined contribution plan

The Company's contribution to defined contribution plan is as below:

Particulars	**Year ended March 31, 2023 (In ₹ Lakh)**	Year ended March 31, 2022 (In ₹ Lakh)
Pension fund	**13.74**	16.65
Employees deposit link insurance	**0.20**	0.39
Total	**13.94**	17.04

		Year ended March 31, 2023 (In ₹ Lakh)	Year ended March 31, 2022 (In ₹ Lakh)
29	**Finance costs**		
	Interest expense on:		
	On Term Loans	**322.26**	514.58
	ICD loans	**1,098.47**	1,334.09
	Notional interest on Compound Financial Instrument	**3,011.69**	97.33
	Others	**73.25**	94.82
	Other borrowing costs	**2.83**	3.18
		4,508.50	2,044.00
30	**Depreciation and amortisation expense**		
	Depreciation on property plant and equipment	**957.10**	957.10
	Depreciation on right of use assets	**-**	-
		957.10	957.10

		Year ended March 31, 2023 (In ₹ Lakh)	Year ended March 31, 2022 (In ₹ Lakh)
31	**Other expenses**		
	Power and fuel	**66.10**	-
	Rates and taxes	**1.84**	24.99
	Repairs :		
	Machinery	**13.12**	57.00
	Others	**0.05**	-
		13.17	57.00
	Payment to auditors (refer note 31.1)	**1.00**	1.00
	Insurance	**41.82**	13.98
	Provision for doubtful debts	**40.58**	-
	Miscellaneous expenses	**68.90**	44.08
		233.41	141.05
31.1	**Payment to auditors**		
	For Statutory audit fees	**1.00**	1.00
		1.00	1.00
32	**Other Comprehensive income**		
	Actuarial gain / (loss) on employee benefit plans	**11.92**	66.19
	Gain / (loss) on Investment through FVOCI	**-**	-
	Less: tax on Gain / (loss) on Investment through FVOCI	**-**	-
		11.92	66.19

		Year ended March 31, 2023 (In ₹ Lakh)	Year ended March 31, 2022 (In ₹ Lakh)
33	**Contingent liabilities and commitments**		
(I)	Contingent liabilities		
(a)	In respect of disputed demands/claims against the Company not acknowledged as debts:		
(i)	Central excise matters	**69.81**	69.33
(ii)	Income Tax matters	**220.18**	173.81
(iii)	Other claims	**218.62**	221.95
		508.61	465.09
(II)	Commitments		
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).	**-**	-
34	**Earnings per share**		
(i)	Net profit/ (loss) after tax as per statement of profit and loss	**(5,452.38)**	(3,589.50)
(ii)	Weighted average number of equity shares used as denominator for calculating basic EPS (Lakh)	**147.75**	71.03
(iii)	Weighted average number of equity shares used as denominator for calculating diluted EPS (Lakh)	**147.75**	71.03
(iv)	Basic earnings per share	**(36.90)**	(50.53)
(v)	Diluted earnings per share	**(36.90)**	(50.53)
(vi)	Face value per equity share	**Re.10/-**	Re.10/-

35 **The disclosures in respect of Related Parties as required under Ind AS 24 'Related Party Disclosures' is stated herein below.**

a) Details of related parties :-

	Name of related parties	Description of relationship
A.	**Directors and their relatives**	
1.	Mr. Pradeep Kumar Srivastava	Whole Time Director (w.e.f. 31.03.2023), Whole Time Director & CFO (w.e.f 01.11.2021 to 31.03.2023) & Director (Till 01.11.2021)
2.	Mr. Vinod Kumar Singh	Director (w.e.f 01.11.2021 to 31.03.2023) & Whole Time director & CFO (Till 01.11.2021)
3.	Mr. Sanjay Chowdhary	Director (Till 01.12.2021)
4.	Mr. Manish Sharma	Additional Director (w.e.f 01.12.2021 to 31.03.2023)
5.	Mrs. Shivangi Pandey	Director (w.e.f 01.12.2021)
6.	Mrs. Pranjali Gupta	Director (Till 01.12.2021)
7.	Mr. Neeraj Khari	Company Secretary (Till 31.03.2023)
8.	Mrs. Shalu Laxmanraj Bhandari	Director (w.e.f 31.03.2023)
9.	Mr. Abrar Ahmad	Director (w.e.f 31.03.2023)
10	Mr. Siddha Narayan Shukla	Chife Financial Officer (w.e.f 31.03.2023)
B.	**Holding company**	
1	Bajaj Hindusthan Sugar Limited	Holding Company w.e.f. 24.03.2023
C	**Enterprises over which key management personnel and their relatives are able to exercise significant influence**	
1	Lambodar Stocks Private Limited	

b) Details of related party transactions: (In ₹ Lakh)

Transactions	Holding Company	Key Management Personnel	Enterprises described in (C) above	Total
I. Transactions during the year				
Zero Coupon Optionally Convertible Unsecured Debentures at Par	**15,362.90**			**15,362.90**
	(-)			(-)
Remuneration				
Mr. Pradeep Kumar Srivastava		**8.47**		**8.47**
		(3.28)		(3.28)
Mr. Neeraj Khari		**3.83**		**3.83**
		(3.73)		(3.73)

II. Amounts outstanding at Balance Sheet date
Payable

Bajaj Hindusthan Sugar Limited				-
Zero Coupon Optionally Convertible Secured Debentures at Par	**37,048.32**			**37,048.32**
	(-)			(-)
Zero Coupon Optionally Convertible Unsecured Debentures at Par	**15,362.90**			**15,362.90**
	(-)			(-)
Lambodar Stocks Private Limited				-
6% Redeemable non cumulative convertible Preference shares at Par			**1,438.50**	**1,438.50**
			(-)	(-)

Notes:

1 Related party relationship is as identified by the Company based on the available information.

2 No amount has been written off or written back during the year in respect of debts due from or to related parties.

36 **Financial Risk Management**

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risks which the entity is exposed to and how it mitigates that risk.

A Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk from trade receivables loan given, advances and deposits with banks. To manage this, the Company periodically assesses the financial reliability of customers, taking into account loan given factors such as credit track record in the market and past dealings with the company for extension of credit to customers.

The Company monitors the payment track record of the customers. Outstanding customer receivables are regularly monitored. Concentrations of credit risk are limited as a result of the company's large and diverse customer base. The Company has also taken advances and security deposits from its customers / agents, which mitigate the credit risk to an extent. The ageing of trade receivable is given below:

(In ₹ Lakh)

	Upto 6 months	More than 6 month	Total
As at March 31, 2023	**-**	**48.82**	**48.82**
As at March 31, 2022	-	55.62	55.62
As at March 31, 2021	-	55.62	55.62

Following table summarises the change in loss allowances measured using life time expected credit loss model. No significant changes in the estimation techniques or assumption were made during the period.

Particulars	(In ₹ Lakh)
As at April 01, 2021	8.24
Provided during the year	-
Amounts written off	-
As at March 31, 2022	8.24
Provided during the year	40.58
Reversal of provision	-
As at March 31, 2023	**48.82**

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the comparative banks with which loan/ term deposits are maintained. Generally, term deposits are maintained with banks with which company has also availed borrowings.

B Liquidity risk

Liquidity risk is the risk that a company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs. The table below provides undiscounted cash flows towards financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date. (In ₹ Lakh)

Particulars	**As at March 31, 2023**				
	Carrying amount	**On demand**	**0-12 months**	**More than 12 months**	**Total**
Borrowings	**39,852.44**	**-**	**-**	**39,852.44**	**39,852.44**
Trade payables	**4,608.84**	**4,608.84**	**-**	**-**	**4,608.84**
Total	**44,461.28**	**4,608.84**	**-**	**39,852.44**	**44,461.28**

Particulars	As at March 31, 2022				
	Carrying amount	On demand	0-12 months	More than 12 months	Total
Borrowings	90,016.72	-	15,395.09	74,621.63	90,016.72
Trade payables	4,627.23	4,627.23	-	-	4,627.23
Total	94,643.95	4,627.23	15,395.09	74,621.63	94,643.95

Particulars	As at March 31, 2021				
	Carrying amount	On demand	0-12 months	More than 12 months	Total
Borrowings	88,022.08	-	12,535.18	75,486.90	88,022.08
Trade payables	4,851.39	4,851.39	-	-	4,851.39
Total	92,873.47	4,851.39	12,535.18	75,486.90	92,873.47

C Market risk

The Company is exposed to the risk of movements in interest rates, inventory price and foreign currency exchange rates that affects its assets, liabilities and future transactions.

i) Interest rate risk

The Company has borrowed funds at fixed rate of interest. Therefore exposure to interest rate risk is very insignificant.

ii) Inventory Price risk

The Company is exposed to the movement in price of principal finished product i.e. sugar. Prices of the sugar cane is fixed by government. Generally, sugar production is carried out during sugar cane harvesting period from November to April. Sugar is sold throughout the year which exposes the sugar inventory to the movement in the price. The Company monitors the sugar prices on daily basis and formulates the sales strategy to achieve maximum realisation.

iii) Foreign exchange risk

The Company has no outstanding exposure in foreign currency at the end of the reporting period. Therefore exposure to foreign currency risk is very insignificant.

37 Fair value of financial assets and financial liabilities

Financial instruments measured at fair value can be divided into three levels for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices);

Level 3 – Inputs for the asset or liability that are not based on observable market data.

Following methods and assumptions are used to estimate the fair values:

a) Fair value of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities and short term borrowings carried at amortised cost is not materially different from it's carrying cost largely due to short term maturities of these financial assets and liabilities.

b) Financial instruments with fixed and variable interest rate fall within level 2 of the fair value hierarchy and are evaluated by Company based on parameters such as interest rate, credit rating or assessed credit worthiness.

c) Non-listed shares and other securities fall within level 3 of the fair value hierarchy. Valuation is based on the net asset method.

d) Fair value of the borrowing items fall within level 2 of the fair value hierarchy and is calculated on the basis of discounted future cash flows.

e) Ind AS 101 allow Company to fair value Property, Plant and Equipment on transition. Company has fair valued certain land at fair value as deemed cost and the fair valuation is based on replacement cost approach falling within level 2 hierarchy.

Set out below is a comparison by class of the carrying amounts and fair value of the Company's financial instruments that are recognised in the financial statements.

(In ₹ Lakh)

Particulars	**As at March 31, 2023**			
	Carrying amount	**Level 1**	**Level 2**	**Level 3**
Financial Assets at amortised cost				
Trade receivables	-	-	-	-
Cash and cash equivalents	21.32	-	-	-
Other financial assets	36.41	-	-	-
Total	**57.73**	**-**	**-**	**-**
Financial liabilities				
Borrowings – non current -At FVTPL	39,852.44	-	-	39,852.44
Borrowing – current	-	-	-	-
Trade payables- at amortised cost	4,608.84	-	-	-
Total	**44,461.28**	**-**	**-**	**39,852.44**

(In ₹ Lakh)

Particulars	As at March 31, 2022			
	Carrying amount	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Trade receivables	47.38	-	-	-
Cash and cash equivalents	12.89	-	-	-
Other financial assets	60.60	-	-	-
Total	120.87	-	-	-
Financial liabilities				
Borrowings – non current -At FVTPL	74,621.63	-	-	74,621.63
Borrowing – current	15,395.09	-	-	-
Trade payables- at amortised cost	4,627.23	-	-	-
Total	94,643.95	-	-	74,621.63

(In ₹ Lakh)

Particulars	As at March 31, 2021			
	Carrying amount	Level 1	Level 2	Level 3
Financial Assets at amortised cost				
Trade receivables	47.38	-	-	-
Cash and cash equivalents	15.14	-	-	-
Other financial assets	58.34	-	-	-
Total	120.86	-	-	-
Financial liabilities				
Borrowings – non current -At FVTPL	75,486.90	-	-	75,486.90
Borrowing – current- at amortised cost	12,535.18	-	-	-
Trade payables- at amortised cost	4,851.39	-	-	-
Total	92,873.47	-	-	75,486.90

During the year ended March 31, 2023 & March 31, 2022 there was no transfers between level 2 and level 3 fair value hierarchy.

38 The company has not entered into any transactions with the companies struck off under 248 of the Companies Act 2013 or under section 560 of Companies Act 1956, and does not carry any balance/(s) outstanding to or from any such entity, except for balance in following company by way of equity investments which had been already provided in earlier years as the company i.e. M/s Eastern Medikit Ltd is under liquidation

39 Deferred taxation :

Deferred tax asset not recognized on carried forward losses and unabsorbed depreciation as there is no virtual certainty of profit in near future supported by convincing evidence .

40 During the current year and in earlier years, the Company incurred losses resulting in a reduction of its net worth. The losses were mainly attributable to high employee costs, finance costs, depreciation, and amortization expenses. At the year end, the Company has outstanding towards sugarcane dues, employees' dues statutory dues etc. Neither the Sugar Units of the Company, at Basti and Govind Nagar, were in operation during the entire reporting year nor in the previous year. However, during the recent past, there is substantial appreciation in the value of assets (mainly land) of PSL's units at Basti and Govind Nagar due to its proximity to Ayodhya (Uttar Pradesh), which has developed into a world class tourist destination. During FY23, Bajaj Hindusthan Sugar Limited (BHSL) exercised its right of conversion to convert the preference shares of PSL into equity share capital of PSL. As a result, BHSL received 35,00,39,270 equity shares of Rs.10 each fully paid up, representing 98.01% of the total equity share capital (post conversion) of PSL and consequently PSL became a subsidiary of BHSL effective from March 24, 2023.

On PSL becoming subsidiary of Bajaj Hindusthan Sugar Limited (BHSL, a listed entity) IND AS provisions were applicable on PSL and accordingly they had to prepare their accounts as per applicable Ind AS's and Ind AS 101 – First time adoption of First-time Adoption of Indian Accounting Standards. With the recent development in the proximity of its units and on adoption of Ind AS and on fair valuation of its Property Plant & Equipment (PPE), financial instruments etc. by independent valuer, the net worth of the company became positive.

The Company is examining the possibilities of revival of its Sugar operations, options of putting its assets to its best use to generate revenue, cashflow, reduce overheads, finance and other cost and also expect to harness the benefits of progressive and favourable Government's policies and initiatives in various areas. Accordingly, the financial statements are presented on a going concern basis, which contemplates realization of assets and settlement of liabilities in the ordinary course of business.

41 The Company is covered under section 135(1) of the Companies Act 2013. The average net profits of the Company during the three immediately preceding year is negative, accordingly CSR spending as mentioned in Section 135(5) is not applicable to the Company for the year 2022-2023.

42 Capital Management

There has not been any change in its objectives, policies and processes for managing capital from previous year. The Company is not subject to any externally imposed capital requirements.

(In ₹ Lakh)

	March 31, 2023	**March 31, 2022**	**Change in %**
Total equity attributable to equity shareholders	52,419.62	7,219.73	626.06
Borrowings	39,852.44	90,016.72	(55.73)
Total Capital (equity + debts)	92,272.06	97,236.45	(5.11)
Total equity attributable to equity shareholders as percentage of Total Capital	57%	7%	
Total Borrowing as percentage of Total Capital	43%	93%	

43 Ratios

The following are analytical ratios for the year ended March 31, 2022 and March 31, 2021

Sr. No.	Ratio	Numerator	Denominator	March 31, 2023	March 31, 2022	% Variance	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	0.24	0.09	157.90%	This variance is on account of a large portion of current liabilities repaid during the current financial year.
2	Debt-Equtiy Ratio	Total Debt*	Shareholder's Equity	0.76	12.47	-93.90%	This variance is on account of a large portion of debt repaid & increase in equity instruments during the current financial year.
3	Debt-Service Coverage Ratio (DSCR)	Earnings available for debt service**	Debt repayment and interest payment during current year	(1.29)	(0.35)	267.42%	Net loss has increased during the year. Therefore debt service ration has significantly increased.
4	Return on Equtiy Ratio (ROE)	Net profit / (loss) after taxes	Average shareholder's equity	(18.28)	(39.97)	-54.25%	A large portion of debt being repaid, increase in equity instruments during the current financial year Therefore return on equity has significantly increased.
5	Inventory Turnover Ratio	Sales	Average inventory	N/a	N/a	N/a	
6	Trade Receivable Turnover Ratio	Sales	Average trade receivables	N/a	N/a	N/a	
7	Trade Payables Turnover Ratio	Purchase of materail, services and other expenses (as per P&L)	Average trade payables	0.05	0.03	69.83%	This variance is on account of reduction in trade payable during the year.
8	Net Capital Turnover Ratio	Sales	Average net working capital	N/a	N/a	N/a	
9	Net Profit Ratio	Net profit / (loss) before taxes	Sales	N/a	N/a	N/a	
10	Return on Capital Employed (ROCE)	Earning before interest and taxes (EBIT)	Capital employed***	-1.71%	-1.89%	-9.07%	
11	Return on Investment			N/a	N/a	N/a	

* Total Debt excludes lease liability

** Earnings available for debt service=Net profit before tax+Interest+Depreciation+Non cash adjustments+Loss on sales of assets

*** Capital employed=Total Assets - current liabilities

44 Reconciliation of balance sheet as at March 2022 and April 1, 2021 between IndAS and Previous GAAP.

(In ₹ Lakh)

Particulars	Notes	As at 31st March 2022			As at 1st April 2021		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Assets							
Non-current assets							
Property, plant and equipment	a	27,486.62	93,401.39	1,20,888.01	28,831.81	93,013.29	1,21,845.10
Capital work-in-progress		13.12	-	13.12	13.12	-	13.12
Other intangible assets		-	-	-	-	-	-
Other non-current financial assets		60.60	-	60.60	58.34	-	58.34
Other non-current assets		19.88	-	19.88	19.88	-	19.88
Sub total		27,580.22	93,401.39	1,20,981.61	28,923.15	93,013.29	1,21,936.44
Current assets							
Inventories		500.65	-	500.65	500.65	-	500.65
Trade receivables		47.38	-	47.38	47.38	-	47.38
Cash and cash equivalents		12.89	-	12.89	15.14	-	15.14
Current tax asset (net)		1,469.41	-	1,469.41	1,469.15	-	1,469.15
Other current assets		337.78	-	337.78	461.80	-	461.80
Sub total		2,368.11	-	2,368.11	2,494.12	-	2,494.12
Total assets		**29,948.33**	**93,401.39**	**1,23,349.72**	**31,417.27**	**93,013.29**	**1,24,430.56**
EQUITY AND LIABILITIES :							
Equity							
Equity share capital	b	37,152.77	(36,442.43)	710.34	37,152.77	(36,442.43)	710.34
Other equity	c	(71,469.20)	77,978.59	6,509.39	(67,351.14)	77,383.83	10,032.69
Sub total		(34,316.43)	41,536.16	7,219.73	(30,198.37)	40,941.40	10,743.03
Liabilities							
Non-current liabilities							
Financial liabilities							
Borrowings	b	38,635.89	35,985.74	74,621.63	39,598.50	35,888.40	75,486.90
Provisions		380.62	-	380.62	409.96	-	409.96
Deferred tax liabilities (net)	d	-	15,879.49	15,879.49	-	16,183.49	16,183.49
Sub total		39,016.51	51,865.23	90,881.74	40,008.46	52,071.89	92,080.35
Current liabilities							
Financial liabilities							
Borrowings		15,395.09	-	15,395.09	12,535.18	-	12,535.18
Trade payables - Micro and small		-	-		-	-	
enterprises		18.76	-	18.76	19.50	-	19.50
Trade payables - Others		4,608.47	-	4,608.47	4,831.89	-	4,831.89
Other current liabilities		5,162.55	-	5,162.55	4,157.23	-	4,157.23
Provisions		63.38	-	63.38	63.38	-	63.38
Sub total		25,248.25	-	25,248.25	21,607.18	-	21,607.18
Total Equity and Liabilities		**29,948.33**	**93,401.39**	**1,23,349.72**	**31,417.27**	**93,013.29**	**1,24,430.56**

a) Fair valuation as deemed cost for Property, Plant and Equipment:

The Company have considered fair value for property Plant and Equipment with impact of Rs. 93,013.29 Lakh in accordance with stipulations of Ind AS 101 with the resultant impact on the transition date being accounted for in the opening reserves."

b) Classification of Preference shares

Company hold 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each of Rs. 36,442.43 Lakh in Equity share capital Under previous gap, these were classified. Under IndAS, these are classified as compound financial instrument which is bifurcated into Rs. 35,880.40 Lakh as borrowing and Rs.554.02 Lakh as Equity component of compound financial instrument-As per IndAS 32 – Financial Instruments.

c) Other equity

Refer to note no. 45 , on other equity reconciliation.

d) Deferred tax liability

The impact of transition adjustments for computation of deferred taxes has resulted in charge to the Reserves, on the date of transition, with consequential impact to the Profit and Loss account for the subsequent periods."

f) Reclassifications

The amounts of the Previous gap stated above in the Balance Sheet as on March 31, 2021 and March 31, 2022 and Statement of Profit and Loss for the year ended March 31, 2022 are after considering the regrouping and reclassification of the line items as per IndAS financial statement.

45. Reconciliation of Reserve between IndAS and Previous GAAP (In ₹ Lakh)

Nature of adjustments	Notes	As at 1st April 2021
Equity		37,152.77
Other equity		(67,351.14)
Total		(30,198.37)
Add / (Less) - Effect of transition to Ind AS		
Classification of 6% Redeemable non cumulative convertible Preference shares	a)	(36,442.43)
Equity Component of Compound Financial Instrument	b)	554.03
Deferred tax	c)	(16,183.49)
Fair valuation as deemed cost for property, plant and equipment	d)	93,013.29
Net Impact of Ind AS adjustments		40,941.40
Equity		710.34
Other equity		10,032.69
Equity and other equity as per Ind AS		**10,743.03**

Notes:

a)&b) Classification of Preference shares

Company hold 6% Redeemable non cumulative non convertible Preference shares of Rs. 100/- each of Rs. 36,442.43 Lakh in Equity share capital Under previous gap, these were classified. Under IndAS, these are classified as compound financial instrument which is bifurcated into Rs. 35,880.40 Lakh as borrowing and Rs.554.02 Lakh as Equity component of compound financial instrument. As per IndAS 32 – Financial Instruments.

c) Deferred tax impact of fair valuation of plant, property and equipment and fair valuation of financial instruments, has resulted charge on reserve, on the date of transition, with consequential impact to the statement of profit and loss for the subsequent periods.

d) The Company has considered fair value for property , Plant and Equipment in accordance with stipulations of Ind-AS 101 with the resultant impact being accounted for in the reserves.

46 Reconciliation of the standalone statement of profit and loss as previously reported under IGAAP to Ind - AS

Effect of Ind AS adoption on the statement of profit and loss for the year ended 31st March, 2022

Rs. Crore

Particulars	**Note**	**Year ended 31st March 2022 Previous GAAP**	**Effect of transition to Ind AS**	**As per Ind-AS balance sheet**
INCOME				
Revenue from operations		1.25	-	1.25
Other income		4.31	-	4.31
		5.56	-	5.56
EXPENSES				
Cost of materials consumed		-	-	-
Changes in Inventories of finished goods, stock-in-trade and WIP		-	-	-
Employee benefits expense	a	690.72	66.18	756.90
Finance costs	b	1,946.67	97.33	2,044.00
Depreciation and amortisation expense	c	1,345.19	(388.09)	957.10
Other expenses		141.05	-	141.05
		4,123.63	(224.58)	3,899.05
Profit/(Loss) before tax		(4,118.07)	224.58	(3,893.49)
Tax expense				
Current tax		-	-	-
Deferred tax	d	-	(303.99)	(303.99)
Total tax		-	(303.99)	(303.99)
Profit/(Loss) for the year after tax		(4,118.07)	528.57	(3,589.50)
Other comprehensive income				
Items that will not be reclassified to profit or loss		-	66.19	66.19
Profit (Loss) and Other Comprehensive Income for the year)		(4,118.07)	594.76	(3,523.31)

Notes:

a) As per Ind AS 19 Employee benefits, actuarial gains and losses are recognised in other comprehensive income and not reclassified in profit and loss in subsequent year

b) As per Ind AS 32 financial instruments, notional interest Rs. 97.33 Lakh towards unwinding of discount on 6% Redeemable non cumulative convertible Preference shares.

c) The Company have considered fair value for property Plant and Equipment with impact in depreciation of Rs. 388.09 Lakh in accordance with stipulations of Ind AS 101 with the resultant impact on the transition date being accounted.

d) Deferred tax impact of fair valuation of property, plant and equipment has been charged to the statement of profit and loss.

c) Other comprehensive income includes actuarial gain/(loss) on valuation of defined benefits obligation.

47 The financial statements were approved for issue by the Board of Directors, at its meeting held on May 25, 2023.

48 Previous year figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosures.

As per our Report of even date

For **Pawan Lakhotia & Co.**
Firm Registration No.FRN 125581W
Chartered Accountants

Pawan Lakhotia
Proprietor
Membership No.117023

Place : Delhi
Date : May 25, 2023

For and on behalf of the Board

Pradeep Kumar Srivastava
Whole Time Director
DIN 06537188

Vinod Kumar Singh
Director
DIN 07393298

Siddha Narayan Shukla
Chief Financial Officer
PAN : AOAPS7925N

Pranjali Gupta
Company Secretary
M. No. ACS A67377

Bajaj Hindusthan Sugar Ltd.

REPORTS AND ACCOUNTS OF SUBSIDIARY COMPANIES 2022-23