

CHATURVEDI & CO.

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MOTHERSON CONSULTANCIES SERVICE LIMITED

Report on the Audit of the Financial Statements

Opinion

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

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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 during the course of our audit or otherwise appears to be materially misstated.

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



Other Offices: * Kolkata * Mumbai * Chennai * Bangalore

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



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

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

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

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, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



h) In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Company is in accordance with the provisions of Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

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 does not have any pending litigations which would impact its financial.
- ii. The Company has made provision, as required under the applicable law or accounting standards. 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 as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- iv(b). The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- iv(c). Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The Company has not declared and paid any dividend during the year hence compliance with Section 123 of the Act is not required.

New Delhi
03 May, 2023



For CHATURVEDI & CO.
Chartered Accountants
Firm Registration No. 302137E


RAJEEV RANJAN KUMAR
Partner
Membership No. 513678
UDIN

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of MOTHERSON CONSULTANCIES SERVICE LIMITED of even date)

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified during the year by the management in accordance with a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) There is no immovable property held by the Company.

(d) There is no Revaluation of its Property, Plant and Equipment's or Intangible assets or both during the year.
(e) There is no proceedings have been initiated or are pending against the company for holding any Benami Property under the Benami Transactions (Prohibition Act)1988.
- ii. The nature of business of the Company does not require it to have any inventory. Accordingly, the provisions of Para 3 (ii) of the Order are not applicable to the Company.
- iii. According the information and explanations given to us, the Company has not granted any loan, secured or unsecured to companies, firms, or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of Para 3 (iii)(a) to Para 3 (iii)(c) of the Order are not applicable to the Company.
- iv. According the information and explanations given to us, the Company has not granted any loan, made any investment and provided any guarantee or security in respect of which provisions of Sections 185 and 186 of the Act are applicable. Accordingly, the provisions of Para 3 (iv) of the Order are not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the rules framed there under during the year. Accordingly, the provisions of Para 3 (v) of the Order are not applicable to the Company.
- vi. Central Government has not prescribed the maintenance of cost record under sub-section (1) of Section 148 of the Act. Accordingly, the provisions of Para 3 (vi) of the Order are not applicable to the Company.
- vii. (a) According to information and explanations given to us and the records of the Company examined by us, the Company is regular in depositing undisputed statutory dues in respect of goods and service tax, provident fund, employee's state insurance, income tax, sale tax, Service tax, Duty of custom, duty of excise, value added tax, cess and any other material statutory dues applicable to it with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, there were no outstanding dues in respect of statutory dues in respect of provident fund, employee's state insurance, income tax, goods and service tax, cess and any other material statutory dues which as at March 31, 2023 have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us, the Company has no any transaction which are not recorded in books of accounts or disclosed as income during the year in the Tax assessments under the income Tax Act, 1961.



- ix. According to the information and explanations given to us, the Company has no loans and other borrowing outstanding during the year. Accordingly, the provision of para 3(ix) b, 3(ix)c, 3(ix)d, 3(ix)e, 3(ix)f are not applicable to company.
- x. a. According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans have been applied for the purposes for which raised.
b. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of Para 3 (xii) of the Order are not applicable to the Company.
- xi. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees have been noticed or reported during the year.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions of Para 3 (xii) of the Order are not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. The company has its own internal audit system. Management itself conducted internal audit on timely basis.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.
- xvii. According to the information and explanations given to us and based on our examination of the records of the company, company has not occurred any cash losses during the financial year and the immediate financial year.
- xviii. There is no change in the statutory auditors of the company. So, the provisions of 3(xviii) are not applicable to us.
- xix. According to the information and explanations given to us and based on our examination of the records of the Company on the basis of:
1. The financial ratios
 2. Ageing and expected dates of realization of financial assets
 3. Payments of financial liabilities,
 4. Other information accompanying the financial statements
 5. Our knowledge of board of directors and management plans,
- a. There is no material uncertainty exists as on date of audit report i.e. 01/05/2023.
- b. The company is capable of meeting its liabilities existing at the date of balance sheet as an when they fall due within period of 1 year from the balance sheet date.



xx. According to the information and explanations given to us and based on our examination of the records of the Company, since company is not fall under the provisions of section 135, so the company is not liable to transfer any amount to fund specified in Schedule VII.

New Delhi
04 May, 2023



For CHATURVEDI & CO.
Chartered Accountants
Firm Registration No. 302137E

A handwritten signature in blue ink, appearing to read "Rajeev", written over the printed name.

RAJEEV RANJAN KUMAR
Partner
Membership No. 513678

Annexure B referred to in Independent Auditor's Report of even date to the members of MOTHERSON CONSULTANCIES SERVICE LIMITED ("the Company") on the financial statements for the year ended March 31, 2023

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

We have audited the internal financial controls over financial reporting of MOTHERSON CONSULTANCIES SERVICE 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 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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



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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

New Delhi
04 May, 2023



For CHATURVEDI & CO.
Chartered Accountant
Firm Registration No. 302137E


Rajeey Ranjan Kumar
Partner
Membership No. 513678

Balance sheet as on March 31, 2023

(Figures in INR '000 unless stated otherwise)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3	130	141
Right of use assets	3	5,989	6,116
Intangible assets	4		
Financial assets			
i. Other financial assets	6	11,006	1,735
ii. Loans	12	53	181
Deferred tax assets (net)	7	2,667	8,652
Other non current assets	9	7	19
Total non-current assets		19,852	16,844
Current assets			
Financial assets			
i. Trade receivables	5	10,892	5,776
ii. Cash and cash equivalents	10	5,460	14,630
iii. Other bank balances	11	95,225	60,225
iv. Loans	12	128	129
v. Other financial assets	6	10,197	2,876
Other current assets	13	133	61
Total current assets		1,22,035	83,697
Total assets		1,41,887	1,00,541
EQUITY AND LIABILITIES			
Equity			
Equity share capital	14	26,000	26,000
Other equity	15	98,079	53,224
Total equity		1,24,079	79,224
Liabilities			
Non current Financial liabilities			
i. Lease liabilities	16	5,598	5,369
ii. Provisions	21	2,628	4,708
Total non-current liabilities		8,226	10,077
Current liabilities			
Financial Liabilities			
i. Trade payables			
Total outstanding dues of micro enterprises and small enterprises	19	56	118
Total outstanding dues of creditors other than micro enterprises and small enterprises	19	139	7
ii. Lease liabilities	17	772	867
iii. Other financial liabilities	18	1,813	2,809
Provisions	21	46	86
Current tax liability (Net)	8	4,879	5,498
Other current liabilities	20	1,877	1,855
Total current liabilities		9,582	11,240
Total liabilities		17,808	21,317
Total equity and liabilities		1,41,887	1,00,541

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For CHATURVEDI & CO.

Chartered Accountants

Firm Registration No. 302137E

Rajeev Ranjan Kumar
Partner

M. No. 513F78

Manish Kumar Goyal
Director
DIN No. 00256796Parthasarathy Srinivasan
Director
DIN No. 01039931Place : NOIDA
Date: 04/05/2023Pankaj Aggarwal
Chief Operating OfficerMrityunjay Kumar Rao
Finance Head

Statement of profit and loss for the year ended March 31, 2023

(Figures in INR '000 unless stated otherwise)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue			
Revenue from operations	22	87,271	68,815
Other income	23	4,331	2,194
Total income		91,602	71,009
Expenses			
Employee benefit expenses	24	16,797	24,994
Depreciation and amortization expense	27	1,162	760
Other expenses	26	7,837	6,970
Finance costs	25	926	192
Total expenses		26,722	32,916
Profit before tax		64,880	38,093
Tax expenses			
-MAT		-	-
-MAT credit entitlement		-	-
-Deferred tax		529	65
-Current tax expense		17,730	10,807
-MAT credit reversal		-	-
Total tax expense		18,259	10,872
Profit for the year		46,621	27,221
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurements of post-employment benefit obligations	21	(1,382)	850
Deferred / Current tax on remeasurements of post-employment benefit obligations		(384)	(353)
Other comprehensive income for the year, net of tax		(1,766)	497
Total comprehensive income for the year		44,855	27,718
Earnings per share:	29		
Nominal value per share: Rs. 10/- (Previous year : Re 10/-)			
Basic		17.93	10.47
Diluted		17.93	10.47

As per our report of even date attached

For CHATURVEDI & CO.

Chartered Accountants

Firm Registration No. 302137E

Rajeev Ramjan Kumar

Partner

M. No. 513678



FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Manish Kumar Goyal

Director,

DIN No. 00256796

Parthasarathy Srinivasan

Director

DIN No. 01039931

Place : NOIDA

Date: 04/05/2023



Pankaj Aggarwal

Chief Operating Officer

Mrityunjay Kumar Rao

Finance Head

A. Equity share capital	Note No.	Amount
As at March 31, 2021		26,000
Changes in Equity Share capital due to prior period errors		-
Restated balance at the beginning of the current reporting period	14	-
Changes in equity share capital during the current year		-
As at March 31, 2022		26,000
Changes in Equity Share capital due to prior period errors		-
Restated balance at the beginning of the current reporting period	14	-
Changes in equity share capital during the current year		-
As at March 31, 2023		26,000

B. Other equity		Reserves and surplus	
		Retained earnings	Total
Balance at March 31, 2021		25,506	25,506
Profit for the year	15	27,221	27,221
Other comprehensive income		497	497
Total comprehensive income for the year		53,224	53,224
Balance at March 31, 2022		53,224	53,224
Profit for the year	15	46,621	46,621
Other comprehensive income		(1,766)	(1,766)
Total comprehensive income for the year		44,855	44,855
Balance at March 31, 2023		98,079	98,079

The above statement of changes in equity should be read in conjunction with the accompanying notes

As per our report of even date attached

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

For CHATURVEDI & CO.

Chartered Accountants

Firm Registration No. 302137E

Rajeev Ranjan Kumar

Partner

M. No. 513678



Manish Kumar Goyal

Director

DIN No. 00256796

Parthasarathy Srinivasan

Director

DIN No. 01039931

Place : NOIDA

Date: 04/05/2023

Pankaj Aggarwal

Chief Operating Officer

Mrityunjay Kumar Rao

Finance Head



Particulars	For the year ended	
	March 31, 2023	March 31, 2022
A. Cash flow from operating activities:		
Net profit before tax	64,880	38,093
Adjustments for:		
Depreciation & Amortisation	1,162	760
Gain on disposal of property, plant & equipment (net)	648	-
Profit on sale of Property, plant and equipment	-	-
Interest income	(4,324)	(2,184)
Operating profit before working capital changes	62,366	36,670
Change in working Capital:		
Increase/(Decrease) in Trade Payables	73	(263)
Increase/(Decrease) in Short Term Provisions	(41)	5
Increase/(Decrease) in Long Term Provisions	(3,461)	342
Increase/(Decrease) in Other Current Liabilities	(574)	(305)
Increase/(Decrease) in Other Long Term Liabilities	(269)	5,257
(Increase)/Decrease in Trade Receivables	(5,116)	(2,273)
(Increase)/Decrease in other non current assets	13	(18)
(Increase)/Decrease in Long Term Loans and Advances	(9,271)	(579)
(Increase)/Decrease in Short Term Loans and Advances	(7,264)	(2,207)
Cash generated from operations	36,456	36,628
- Taxes paid (net of refund)	(13,278)	(6,571)
Net cash generated from operations	23,178	30,057
B. Cash flow from Investing activities:		
Payments for property, plant & equipment	(1,672)	(5,907)
Proceeds from sale of property, plant & equipment	-	-
Interest received	4,324	2,184
Proceeds from maturity/ (Investment) in deposits of with remaining maturity of more than 3 months	(35,000)	(30,000)
Net cash used in investing activities	(32,348)	(33,723)
Net Increase/(Decrease) in Cash & Cash Equivalents	(9,171)	(3,666)
Net Cash and Cash equivalents at the beginning of the year	14,630	18,296
Cash and cash equivalents as at current year closing	5,460	14,630
Cash and cash equivalents comprise of the following (Note 11)		
Balances with banks	5,460	14,630
Cash and cash equivalents as per Balance Sheet	5,460	14,630

Notes:

i) The above Cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

ii) Figures in brackets indicate Cash Outflow.

For **CHATURVEDI & CO.**

Chartered Accountants

Firm Registration No. 302137E

Rajeev Ranjan Kumar
Partner

M. No. 513678



Place : NOIDA
Date: 04/05/2023



FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Manish Kumar Goyal
Director
DIN No. 00256796

Parthasarathy Srinivasan
Director
DIN No. 01039931

Pankaj Aggarwal
Chief Operating Officer

Mrityunjay Kumar Rao
Finance Head

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

1. Corporate Information

Motherson Consultancies Service Limited ("The Company") is a public limited company incorporated under the provisions of erstwhile Companies Act, 1956 and is a wholly owned subsidiary of Motherson Sumi Systems Limited. The company was originally incorporated on 9th December, 2004 with the name of Radha Rani Motors Private Limited. Which was subsequent changed to Genesis Automotive Private Limited on February 1, 2006. Further, the company has been converted into public limited company as Genesis Automotive Limited on February 2, 2010. The Company further changed its name from Genesis Automotive Limited to Motherson Climate System Limited on February 24, 2010 and further again changed its name from Motherson Climate System Limited to Motherson Consultancies Service Limited on December 2, 2013 with the additional object to provide consultancy on purchase portal. The address of its registered office is 2nd Floor, F-7, Block B1, Mohan Cooperative Industrial Estate, New Delhi - 110044 and corporate office at Plot No.1, Sector-127, Noida, Uttar Pradesh, India

2.1 Significant accounting policies

a) Basis of preparation

Compliance with Ind AS

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 from time to time).

"The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments) and
- Defined benefit pension plans – plan assets measured at fair value"

The financial statements are presented in INR and all values are rounded to the nearest thousand (INR, 000), except when otherwise indicated.

b) Current versus 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:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or



- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle."

c) Foreign currencies

(i) Functional and presentation currency

The Company's functional currency is Indian Rupee (INR) and the financial statements are presented in Indian Rupee (INR).

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. They are deferred in other comprehensive income if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation. A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing cost are presented in the Statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of profit and loss on a net basis within other income or other expenses.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments (other than investment in subsidiaries, joint ventures and associates) classified as FVOCI are recognised in other comprehensive income.

d) Revenue recognition and other income

The company recognises revenue from contracts with customers based on a five-step model as set out in IND AS 115

Step 1. Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of 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

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognise revenue when (or as) the company satisfies a performance obligation.



The company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met

- a. The company's performance does not create an asset with an alternate use to the company and the company has an enforceable right to payment for performance completed to date
- b. The company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.
- c. The customer simultaneously receives and consumes the benefits provided by the company's performance as the company performs.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

When the company satisfies a performance obligation by delivering the promised goods or services it creates a contract based asset on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty. The company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent.

Sale of services:

Revenues from the sale of services are recorded with respect to the stage of completion as of the reporting date in relation to the total service to be provided in the course of the transaction.

Interest Income

Interest is recognised using the effective interest rate (EIR) method, as income for the period in which it occurs. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of financial instrument (for example, prepayment, extension, charges, call and similar options) but does not consider expected credit losses.

Rental Income:

Rental income arising from investment properties given under operating leases is accounted for on a straight-line basis over the lease terms unless the receipts are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases and is included in other income in the statement of profit and loss.

Dividend:

Dividend income is recognised when the right to receive payment is established, which is generally when shareholders approve the dividend.

e) Income tax



The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in India. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are off set when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

f) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

As a Lessee

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities, as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the asset's useful life or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the Company will obtain ownership at the end of the lease term.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to



compensate for the lessor's expected inflationary cost increases.

As a Lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate the lessor for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their respective nature.

g) Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a 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 transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used. Impairment losses including impairment on inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

Intangible assets with indefinite useful lives are tested for impairment annually at the end of the financial year at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.



h) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand short term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

i) 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.

Financial assets

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.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

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

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. 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.

This category is the most relevant to the Company. 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 finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:



- a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b. The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income in statement of profit and loss using the EIR method.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

"If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L."

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 (i.e. removed from the Company's balance sheet) when:

- a. The rights to receive cash flows from the asset have expired, or
- b. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows 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, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

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 following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- b. Financial assets that are debt instruments and are measured as at FVTOCI
- c. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18
- d. Loan commitments which are not measured as at FVTPL
- e. Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade 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 lifetime 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.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR.

ECL impairment loss allowance (or reversal) recognized during the period 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.



The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability. Debt instruments measured at FVTOCI: For debt instruments measured at FVOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance that would arise if the asset was measured at amortised cost is recognised in other comprehensive income as the 'accumulated impairment amount'.

The Company does not have any purchased or originated credit-impaired (POCI) financial assets, i.e., financial assets which are credit impaired on purchase/ origination.

Financial liabilities

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 and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated Ind AS FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss



Loans and borrowings

This is the category most relevant to the Company. 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.

This category generally applies to borrowings and other payables.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

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 and loss.

Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non-derivative host contract – with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable, provided in the case of a non-financial variable that the variable is not specific to a party to the contract. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

If the hybrid contract contains a host that is a financial asset within the scope of Ind AS 109, the Company does not separate embedded derivatives. Rather, it applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in statement of profit and loss, unless designated as effective hedging instruments.



Offsetting of financial instruments

Financial assets and financial liabilities are off set 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.

j) Financial instruments

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. 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

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

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

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

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

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External values are involved for valuation of significant assets and liabilities, if any. At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.



- Disclosures for valuation methods, significant estimates and assumptions (note 2.2, 30 and 31)
- Quantitative disclosures of fair value measurement hierarchy (note 30)
- Financial instruments (including those carried at amortised cost)

k) Property, Plant and equipment

Property, Plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Capital work in progress are stated at cost, net of accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the items and the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at April 1, 2015 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

The cost of self-generated assets comprises of raw material, components, direct labour, other direct cost and related production overheads.

Depreciation methods and useful lives

Depreciation is calculated using the straight-line method over estimated useful lives of the assets:

Assets	Useful life
Office equipment	5 years
Vehicle	4 years
Computers	3 years

*Useful life of these assets are lower than the life prescribed under Schedule II to the Companies Act, 2013 and those has been determined based on an assessment performed by the management of expected usage of these assets. The assets residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

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

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Intangible Assets

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful



lives. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The amortization rates used are:

Assets	Useful life
Software	3 years

l) Provisions and contingent liabilities

Provisions

Provisions for legal claims, product warranties and make good obligations are recognised when the Company has a present (legal or constructive) obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

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.

Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

m) Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.



Provident Fund

Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. The company recognizes contribution payable to the provident fund scheme as expenditure in the statement of profit and loss, when an employee renders the related service.

Gratuity

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The gratuity plan in Company is funded through annual contributions to Life Insurance Corporation of India (LIC) under its Company's Gratuity Scheme whereas others are not funded.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Past-service costs are recognised immediately in income.

Compensated Absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in statement of profit or loss in the period in which they arise. Past-service costs are recognised immediately in income.

n) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

o) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to



participate in dividends relative to a fully paid equity share during the reporting period.

The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.2 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, 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.

Judgements

In the process of applying the Company's accounting policies, there are no significant judgements established by the management.

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. 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 change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Useful life of property, plant and equipment

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the assets.

(ii) Defined benefit plans

The cost of the defined benefit gratuity plan is determined using actuarial valuations. An actuarial valuation involves various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.



Further details about gratuity obligations are given in **Note 21**

(iii) Fair valuation of unlisted securities

When the fair value of unlisted securities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. **Refer Note 30** of the financials.

(iv) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.



3. Property plant and equipment

Particulars	Office equipments	Computers	Vehicles	Total	Right of use assets
Year ended March 31, 2022					
Gross carrying amount					
Deemed cost as at April 01, 2021	10	535	30	575	2,077
Additions	-	-	-	-	5,907
Disposals	-	-	-	-	-
Other adjustment	-	-	-	-	-
Closing gross carrying amount as at March 31, 2022	10	535	30	575	7,984
Accumulated depreciation					
Opening accumulated depreciation as at April 01, 2021	7	292	30	329	1,244
Depreciation charge during the year	2	104	-	106	624
Disposals	-	-	-	-	-
Impairment loss	-	-	-	-	-
Closing accumulated depreciation as at March 31, 2022	9	396	30	435	1,868
Net carrying amount as at March 31, 2022	1	139	-	141	6,116
Year ended March 31, 2023					
Gross carrying amount					
Opening gross carrying amount as at April 01, 2022	10	535	30	575	7,984
Additions	-	127	-	127	1,546
Disposals	-	(175)	(30)	(205)	(555)
Closing gross carrying amount as at March 31, 2023	10	487	-	497	8,974
Accumulated depreciation					
Opening accumulated depreciation as at April 01, 2022	9	396	30	435	1,868
Depreciation charge during the year	1	43	-	44	1,118
Disposals	-	(82)	(30)	(112)	-
Impairment loss	-	-	-	-	-
Closing accumulated depreciation as at March 31, 2023	10	357	-	367	2,985
Net carrying amount as at March 31, 2023	(0)	130	-	130	5,989



4. Intangible assets

Particulars	Software *
Year ended March 31, 2022	
Gross carrying amount	
Deemed cost as at April 01, 2021	807
Addition	-
Disposal	-
Other adjustment	-
Closing gross carrying amount as at March 31, 2022	807
Accumulated amortisation	
Opening accumulated amortisation as at April 01, 2021	777
Amortisation charge during the year	31
Disposals	-
Closing accumulated amortisation as at March 31, 2022	807
Net carrying amount as at March 31, 2022	-
Year ended March 31, 2023	
Gross carrying amount	
Opening gross carrying amount as at April 01, 2022	807
Addition	-
Closing gross carrying amount as at March 31, 2023	807
Accumulated amortisation	
Opening accumulated amortisation as at April 01, 2022	807
Amortisation charge during the year	-
Closing accumulated amortisation as at March 31, 2023	807
Net carrying amount as at March 31, 2023	-

* Represents purchased intangible assets



5. Trade receivables

	March 31, 2023		March 31, 2022	
	Current	Non-current	Current	Non-current
Receivables considered good - Unsecured	10,892	-	5,776	-
	10,892	-	5,776	-
Less: Allowances for credit loss	-	-	-	-
Total	10,892	-	5,776	-

Receivables from firms or private limited companies in which Director of the Company is also a partner or director or member

Trade receivables are non-interest bearing and are generally on terms of 30 days.

Aging as on March 31, 2023

Particulars	Less than 6 Months	6 Months-1 Years	1-2 Years	More than 2 Years	Total
(i) Undisputed Trade receivables – considered good	10,892	-	-	-	10,892
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-
Total	10,892	-	-	-	10,892

Aging as on March 31, 2022

Particulars	Less than 6 Months	6 Months-1 Years	1-2 Years	More than 2 Years	Total
(i) Undisputed Trade receivables – considered good	5,776	-	-	-	5,776
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-
Total	5,776	-	-	-	5,776



6. Other financial assets

	March 31, 2023		March 31, 2022	
	Current	Non-current	Current	Non-current
Unsecured, considered good				
Security Deposits (Unsecured, considered good)	1,320	701	75	1,735
Fixed deposit with Maturity more than 12 month	-	10,000	-	-
Accrued Interest on Fixed Deposit	6,388	305	2,801	-
Unbilled revenue	2,489	-	-	-
Total	10,197	11,006	2,876	1,735

7. Deferred tax assets (Net)

Year ended March 31, 2023

	As at April 01, 2022	Charge/ (credit) to Statement of Profit and Loss	Charge/(credit) to other comprehensive income	MAT credit utilised	As at March 31, 2023
Set-off of deferred tax assets pursuant to set-off provisions					
MAT credit	7,491	-	-	5,071	2,420
Property, Plant and Equipment	53	16	-	-	37
Provision for doubtful debts and advances	-	-	-	-	-
Impact on Actuarial gain loss	(236)	384	-	-	(620)
Cash and cash equivalents comprise of the following (Net)	-	-	-	-	-
Employee benefit provisions	1,334	590	-	-	744
Right to use assets	10	(77)	-	-	87
Total deferred tax assets	8,651	913	-	5,071	2,667
Less: Unrecognised deferred tax assets	-	-	-	-	-
Recognised deferred tax assets	8,651	913	-	5,071	2,667

Year ended March 31, 2022

	As at April 01, 2021	Charge/ (credit) to Statement of Profit and Loss	Charge/(credit) to other comprehensive income	MAT credit utilised	As at March 31, 2022
Set-off of deferred tax assets pursuant to set-off provisions					
MAT credit	11,823	-	-	4,332	7,491
Property, Plant and Equipment	(21)	(73)	-	-	53
Provision for doubtful debts and advances	-	-	-	-	-
Impact on Actuarial gain loss	116	352	-	-	(236)
Cash and cash equivalents comprise of the following (Net)	-	-	-	-	-
Employee benefit provisions	1,474	140	-	-	1,334
Right to use assets	8	(1)	-	-	10
Total deferred tax assets	13,401	417	-	4,332	8,651
Less: Unrecognised deferred tax assets	-	-	-	-	-
Recognised deferred tax assets	13,401	417	-	4,332	8,651

Note:

- Deferred tax assets and deferred tax liabilities have been offset to the extent they relate to the same governing taxation laws.
- In view of the Company's past financial performance and future profit projections, the Company expects that it shall generate sufficient future taxable income to fully recover the deferred tax assets.



8. Current tax liability (Net)

	March 31, 2023	March 31, 2022
Current Tax liabilities		
Provision for tax	(28,094)	(15,435)
Income tax assets		
Advance tax & TDS receivable	23,215	9,938
Total	(4,879)	(5,498)

9. Other non-current assets

	March 31, 2023	March 31, 2022
(Unsecured, considered good, unless otherwise stated)		
Prepaid expenses	7	19
Total	7	19

10. Cash and cash equivalents *

	March 31, 2023	March 31, 2022
Balances with banks:		
- in current accounts	5,460	14,630
- Cash in hand	-	-
Total	5,460	14,630

* There are no repatriation restrictions with regards to cash and cash equivalents as at the end of the reporting period and prior periods.

11. Other bank balances

	March 31, 2023	March 31, 2022
- Deposits maturity more than 3 less than 12 months	95,000	60,000
- Others*	225	225
Total	95,225	60,225

* Pledged with government authorities

12. Loans

	March 31, 2023	March 31, 2022
Loans to employees		
Current	128	129
Non Current	53	181
Total	181	310

13. Other current assets

	March 31, 2023	March 31, 2022
(Unsecured, considered good, unless otherwise stated)		
Advances recoverable	16	17
Prepaid expenses	118	44
Balances with government authorities	-	-
Less: Allowance for Doubtful Advances	-	-
Total	133	61

March 31, 2023

March 31, 2022

There is no advances to a private limited company in which Director of the Company is also a Director



14. Share capital

	March 31, 2023	March 31, 2022
Authorised:	50,000	50,000
50,00,000 Equity Share of Rs. 10/- each		
(March 31, 2023 :- 50,00,000, April 01, 2022: 50,00,000 Equity Share of Rs. 10/- each)		
Issued, Subscribed and Paid up:		
26,00,000 Equity Share of Rs. 10/- each		
(March 31, 2023 :- 26,00,000, April 01, 2022: 26,00,000 Equity Share of Rs. 10/- each)	26,000	26,000
Total	26,000	26,000

A. Movement in equity share capital

	Numbers	Amount
As at March 31, 2021	26,00,000	26,000
Issued during the year	-	-
As at March 31, 2022	26,00,000	26,000
Issued during the year	-	-
As at March 31, 2023	26,00,000	26,000

B. Rights, preferences and restrictions attached to shares

Equity Shares:

The Company has only one class of equity shares having a face value of Rs. 10 per share and each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their share holding.

C. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company.

March 31, 2023		
Equity shares:	Nos.	%
Motherson Sumi System Limited (the Holding Company) and its nominees. (w.e.f January 21,2022)	26,00,000	100%
March 31, 2022		
Equity shares:	Nos.	%
Motherson Sumi System Limited (the Holding Company) and its nominees. (w.e.f January 21,2022)	26,00,000	100%

D. Details of shares held by Promoters

Equity shares:

Shares held by promoters at the end of the year				% Change during the year
S.No.	Promoter Name	No. of Shares	% of Total Shares	
1	Motherson Sumi System Limited	26,00,000	100%	Nil

SAMIL (Ultimate holding company of MST BV) has been merged with MSSL w.e.f 21 Jan, 2022

15. Reserves and surplus

	March 31, 2023	March 31, 2022
Retained earnings	98,079	53,224
Total reserves and surplus	98,079	53,224
(i) Retained earnings other comprehensive income		
	March 31, 2023	March 31, 2022
Opening balance	53,224	25,506
Additions during the year	46,621	27,221
Remeasurements of post-employment benefit obligation, net of tax	(1,766)	497
Closing balance	98,079	53,224

16. Lease liabilities

	March 31, 2023	March 31, 2022
Finance lease liabilities	5,598	5,369
	5,598	5,369



17. Lease liabilities

	March 31, 2023	March 31, 2022
Current		
Current maturities of finance lease obligations	772	867
Total	772	867

18. Other financial liabilities

	March 31, 2023	March 31, 2022
Current		
Security deposit received	776	1,275
Employee benefits payable	984	1,485
Other payable	53	50
Total	1,813	2,809

19. Trade payables

	March 31, 2023	March 31, 2022
Total outstanding dues of micro enterprises and small enterprises	56	118
Total outstanding dues of creditors other than micro enterprises and small enterprises	139	7
Total	194	125

Aging as on March 31, 2023

Particulars	Less than 6 Months	6 Months-1 Years	More than 1 Years	Total
MSME	56	-	-	56
Others	139	-	-	139
Disputed Dues MSME	-	-	-	-
Disputed Dues Others	-	-	-	-
Total	194	-	-	194

Note : The information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSME Act") has been determined to the extent such parties have been identified on the basis of information available with the Company. As at **March 31, 2023**, no amounts have fallen due for payment to suppliers who have been registered under the MSME Act.

Aging as on March 31, 2022

Particulars	Less than 6 Months	6 Months-1 Years	More than 1 Years	Total
MSME	118	-	-	118
Others	7	-	-	7
Disputed Dues MSME	-	-	-	-
Disputed Dues Others	-	-	-	-
Total	125	-	-	125

Note : The information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006 ("MSME Act") has been determined to the extent such parties have been identified on the basis of information available with the Company. As at **March 31, 2022**, no amounts have fallen due for payment to suppliers who have been registered under the MSME Act.

20. Other current liabilities

	March 31, 2023	March 31, 2022
Statutory dues	1,877	1,855
Advances received from customers	0	0
	1,877	1,855



21. Provisions

	March 31, 2023		March 31, 2022	
	Current	Non current	Current	Non current
Employee benefit obligations				
Gratuity	37	2,084	63	3,257
Compensated absences	9	544	23	1,451
Total	46	2,628	86	4,708

The long term defined employee benefits and contribution schemes of the Company are as under:

A. Defined Benefit Schemes

Gratuity

The Company operates a gratuity plan administered through Life Insurance Corporation of India (LIC) under its Group Gratuity Scheme. Every employee is entitled to a benefit equivalent to fifteen days' salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service. The Company pays contribution to Life Insurance Corporation of India to fund its plan.

The reconciliation of opening and closing balances of the present value of the defined benefit obligations are as below:

(i) Present Value of Defined Benefit Obligation

	0	For the year ended	
		March 31, 2023	March 31, 2022
Obligations at year beginning		3,320	3,648
Service Cost - Current		345	251
Interest expense		240	247
Amount recognised in profit or loss		584	498
Remeasurements			
Actuarial (gain) / loss from change in demographic assumption *		-	-
Actuarial (gain) / loss from change in financial assumption		(40)	(169)
Experience (gains)/losses		1,422	(681)
Amount recognised in other comprehensive income		1,382	(850)
Payment from plan:			
Benefit payments		-	(819)
Contributions:			
Addition due to transfer of employee		(3,165)	843
Obligations at year end		2,121	3,320

(ii) Assets and Liabilities recognized in the Balance Sheet

	For the year ended	
	March 31, 2023	March 31, 2022
Present Value of the defined benefit obligations	2,121	3,320
Amount recognized as Liability	2,121	3,320

	For the year ended	
	March 31, 2023	March 31, 2022
Service Cost - Current	345	251
Interest Cost	240	247
Actuarial (gain) / loss	1,382	(850)
Net defined benefit obligations cost	1,966	(352)

(iii) Actuarial assumptions:

	For the year ended	
	March 31, 2023	March 31, 2022
Discount Rate per annum	7.44%	7.22%
Future salary increases	8.00%	8.00%
Expected return on plan asset	NA	NA

Note: Estimate of future increases considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.



(iv) Expected Contribution to the Fund in the next year

	For the year ended	
	March 31, 2023	March 31, 2022
Gratuity	610	723
	610	723

(v) Sensitivity Analysis

The sensitivity of defined benefit obligation to changes in the weighted principal assumptions is:

	Change in		Impact	Increase in		Impact	Decrease in Assumption	
	March 31, 2023	March 31, 2022		March 31, 2023	March 31, 2022		March 31, 2023	March 31, 2022
Discount Rate per annum	0.50%	0.50%	Decrease by	154	184	Increase by	(142)	(170)
Future salary increases	1.0%	1.0%	Increase by	156	204	Decrease by	(189)	(202)

The above sensitivity analysis is based on a change in assumption while holding all the other assumptions constant. In practice, this is unlikely to occur, and change in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in balance sheet.

(vi) Risk exposure

The gratuity scheme is a final salary Defined Benefit Plan that provides for lump sum payment made on exit either by way of retirement, death, disability, voluntary withdrawal. The benefits are defined on the basis of final salary and the period of service and paid as lump sum at exit. The plan design means the risk commonly affecting the liabilities and the financial results are expected to be:

(a) **Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds, if bond yield fall, the defined benefit obligation will tend to increase.

(b) **Salary inflation risk:** Higher than expected increases in salary will increase the defined benefit obligation.

(c) **Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to long career employee.

(vii) Defined benefit liability and employer contributions

Weighted average duration of the defined benefit obligation is 15.85 years (March 31, 2023: 16.57 years, April 01, 2022: 15.12 years)

Expected benefit payments are as follows:

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
March 31, 2023 Defined benefit obligation	37	39	111	1,935	2,121
March 31, 2022 Defined benefit obligation	63	62	187	3,007	3,320
March 31, 2021 Defined benefit obligation	55	621	161	2,811	3,648

B. Defined Contribution Schemes

The Company deposits an amount determined at a fixed percentage of basic pay every month to the State administered Provident Amount recognised in the Statement of Profit & Loss is as follows (Refer note 21):

	For the year ended	
	March 31, 2023	March 31, 2022
Provident fund paid to the authorities	964	1,585
	964	1,585



22. Revenue from operations

	For the year ended	
	March 31, 2023	March 31, 2022
Sale of services	87,271	68,815
	87,271	68,815
Total	87,271	68,815
Geographical markets		
India	87,271	68,815
Outside India	-	-
Total revenue from contracts with customers	87,271	68,815
Timing of revenue recognition		
Services transferred over time	87,271	68,815
Total revenue from contracts with customers	87,271	68,815

Contract balance only comprise Trade receivables, refer note 5 for closing balance of trade receivables

23. Other income

	For the year ended	
	March 31, 2023	March 31, 2022
Interest income from financial assets at amortised cost	4,324	2,184
Gain on disposal of property, plant and equipment	-	-
Interest on loan to employees	7	10
Management consultancies service	-	-
Total	4,331	2,194

24. Employee benefit expenses

	For the year ended	
	March 31, 2023	March 31, 2022
Salary, wages & bonus	15,296	22,880
Contribution to provident & other Fund	964	1,585
Staff Welfare	193	31
Gratuity (Refer note 18)	345	498
Total	16,797	24,994

25. Finance Cost

	For the year ended	
	March 31, 2023	March 31, 2022
Interest expenses	926	192
	926	192

26. Other expenses

	For the year ended	
	March 31, 2023	March 31, 2022
Electricity, water and fuel	146	139
Repairs and maintenance:		
Machinery	45	34
Others	514	410
Security Charges	57	114
Postage & Telegram	150	31
Printing & Stationery	3	4
Software Charges	1,951	1,604
Misc. Expenses	152	78
Lease rent (operating leases)	201	342
Rent	235	667
Rates & taxes	96	156
Insurance	138	100
Travelling	1,141	920
Legal & professional expenses	2,926	2,295
Audit Fees (Refer note (a) below)	81	76
Total	7,837	6,970



(a): Payment to auditors:

	For the year ended	
	March 31, 2023	March 31, 2022
As Auditor:		
Audit fees (including limited review)	81	76
Total	81	76

27. Depreciation and amortization Expense

	For the year ended	
	March 31, 2023	March 31, 2022
Depreciation on Property, plant and equipment	44	106
Amortization on Intangible assets		31
Depreciation on Right of use assets	1,118	624
Total	1,162	760

28. Income tax expense

	For the year ended	
	March 31, 2023	March 31, 2022
(a) Income tax expense		
Current tax		
Current tax on profit for the year	17,730	10,807
Total current tax expense	17,730	10,807
Deferred tax (Refer note 7)		
Decrease / (increase) in deferred tax assets (net)	529	65
Total deferred tax expense / (benefit)	529	65
Income tax expense	18,259	10,872

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate

	For the year ended	
	March 31, 2023	March 31, 2022
Profit from continuing operations before income tax expense	64,880	38,093
Tax at India's tax rate of 27.82 % (March 31, 2021: 27.82 %)	18,050	10,597
Tax effect of amounts which are not deductible in calculating taxable income	(329)	200
Tax effect of amounts which are not allowed to be deducted (Permanent Disallowance)	10	9
Income tax for prior years	-	-
Brought forward tax losses	-	-
Others	529	65
Income tax expense	18,259	10,872

29. Earnings per share

	March 31, 2023	March 31, 2022
a) Basic		
Net profit after tax available for equity Shareholders	46,621	27,221
Weighted average number of equity shares used to compute basic earnings per	26,00,000	26,00,000
Basic earnings per share	17.93	10.47

(i) The Company does not have any potential equity shares and thus, weighted average number of shares for computation of basic EPS and diluted EPS remains same.



30. Fair value measurements

Financial instruments by category

	March 31, 2023			March 31, 2022		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial assets						
Trade receivables	-	-	10,892	-	-	5,776
Cash and cash equivalents	-	-	5,460	-	-	14,630
Other financial assets	-	-	21,203	-	-	4,611
Total financial assets	-	-	37,554	-	-	25,017
Financial Liabilities						
Borrowings	-	-	-	-	-	-
Trade payable	-	-	195	-	-	125
Other financial liabilities	-	-	1,813	-	-	2,809
Total financial liabilities	-	-	2,008	-	-	2,933

i. Fair value hierarchy

There are no financial assets and liabilities which are measured at fair value - recurring fair value measurements

Assets and liabilities which are measured at amortised cost for which fair values are disclosed

	March 31, 2023			March 31, 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Asset						
Other financial assets	-	-	11,006	-	-	1,735
Total financial Assets	-	-	11,006	-	-	1,735
Financial liabilities						
Other financial liabilities	-	-	-	-	-	-
Total financial liabilities	-	-	-	-	-	-

The carrying amounts of trade receivables, cash and bank balances, loans, other receivables, short term borrowings, security deposits received, trade payables, creditors for capital expenditure and other current financial assets and liabilities are considered to be the same as fair value due to their short term maturities.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

ii. Fair value of non current financial assets and liabilities measured at amortised cost

	March 31, 2023		March 31, 2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets				
Security Deposits	701	701	1,735	1,735
Other financial assets	10,305	10,305	-	-
	11,006	11,006	1,735	1,735

The fair value of non-current financial assets and financial liabilities carried at amortized cost is calculated using discounted cash flow method

iii. Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments.
- the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date.
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows.
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.



31. Financial risk management

The Company, act as provides consultancy services to group companies through purchase portal. Company is not exposed to only below market risks:

Market risk:**A Credit risk:**

The credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations towards the Company and arises principally from the Company's receivables from customers and deposits with banking institutions.

Trade receivables and other financial assets

The Company has developed guidelines for the management of credit risk from trade receivables. The Company's primary customers are Group companies which are engaged in providing Automobile part to major Indian automobile manufacturers (OEMs) with good credit ratings. Primary banking institutions are major Indian. In long term credit ratings these banking institutions are considered to be investment grade. Also, no impairment loss has been recorded in respect of fixed deposits that are with recognised commercial banks and are not past due.

B Liquidity risk:

The liquidity risk encompasses any risk that the Company cannot fully meet its financial obligations. To manage the liquidity risk, cash flow forecasting is performed in the operating divisions of the Company and aggregated by Company finance. The Company's finance monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its ability to raise funds from its holding company

(i) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities:

Year Ended March 31, 2023	Upto 1 year	1 to 5 years	More than 5 years	Total
Borrowings	-	-	-	-
Trade payables	195	-	-	195
Other financial liabilities	1,813	-	-	1,813
Total financial liabilities	2,008	-	-	2,008
Year Ended March 31, 2022	Upto 1 year	1 to 5 years	More than 5 years	Total
Borrowings	-	-	-	-
Trade payables	125	-	-	125
Other financial liabilities	2,809	-	-	2,809
Total financial liabilities	2,933	-	-	2,933

32. Capital management**(a) Risk management**

The Company's objectives when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. Consistent with others in the industry, the Company monitors NET Debt to EBITDA ratio i.e. Net debt (total borrowings net of cash and cash equivalents) divided by EBITDA (Profit before tax plus depreciation and amortization expense plus finance costs).

The Company's strategy is to ensure that the Net Debt to EBITDA is managed at an optimal level considering the above factors. The Net Debt to EBITDA ratios were as follows:

	March 31, 2023	March 31, 2022
Net Debt	NA	NA
EBITDA	NA	NA
Net Debt to EBITDA	NA	NA

* As company does not have borrowings as on **March 31, 2023** net debt to EBITDA is not applicable



Note :- 33 I. Related party disclosures

1 A person or a close member of that person's family is related to a reporting entity if that person:

(i) Has control or joint control of the reporting entity

Nil

(ii) Has significant influence over the reporting entity

Nil

(iii) Is a member of the Key Management Personnel of the reporting entity or of a parent of the reporting entity

Directors:

a Mr. Ravi Mathur

b Mr. Manish Kumar Goyal

c Mr. Parthasarathy Srinivasan

Other KMPs

Mr. Anil Bahl, COO till 30th Apr 2022

Mr. Pankaj Aggarwal COO from 1st Apr 2023

KMPs of SAMIL (Holding Company)

Mr. Pankaj Mital

Mr. Kunal Malani

Mr. Alok Goel

2 An entity is related to a reporting entity if any of the following conditions applies:

(i) The entity and the reporting entity are the members of same group (which means that each parent, subsidiary and fellow subsidiary is related to the others):

Holding Company:

Samvardhana Motherson International Limited (formerly known as Motherson Sumi Systems Limited)

Fellow subsidiaries:

- 1 MSSL Mauritius Holdings Limited
- 2 Motherson Electrical Wires Lanka Pvt. Ltd.
- 3 MSSL Mideast (FZE)
- 4 MSSL (S) Pte Ltd.
- 5 Motherson Innovations Tech Limited
- 6 Samvardhana Motherson Polymers Ltd.
- 7 MSSL (GB) Limited
- 8 Motherson Wiring System Ltd. (FZE)
- 9 MSSL GmbH
- 10 MSSL Tooling (FZE)
- 11 MSSL Advanced Polymers s.r.o
- 12 MSSL s.r.l Unipersonale
- 13 Motherson Techno Precision México, S.A. de C.V.#
- 14 MSSL Ireland Pvt. Ltd.
- 15 Global Environment Management (FZE)
- 16 MSSL Global RSA Module Engineering Limited
- 17 MSSL Japan Limited
- 18 MSSL México, S.A. De C.V.#
- 19 MSSL WH System (Thailand) Co., Ltd #
- 20 MSSL Korea WH Limited
- 21 MSSL Consolidated Inc., USA
- 22 MSSL Wiring System Inc., USA
- 23 Alphabet de Mexico, S.A. de C.V. #
- 24 Alphabet de Mexico de Monclova, S.A. de C.V. #
- 25 Alphabet de Saltillo, S.A. de C.V. #
- 26 MSSL Wirings Juarez S.A. de C.V.#
- 27 Motherson Air Travel Pvt. Ltd., Ireland



- 28 MSSL Estonia WH OÜ
- 29 Samvardhana Motherson Global Holdings Ltd.
- 30 Samvardhana Motherson Automotive Systems Group B.V.
- 31 Samvardhana Motherson Peguform GmbH
- 32 SMP Automotive Interiors (Beijing) Co. Ltd
- 33 SMP Deutschland GmbH
- 34 SMP Logistik Service GmbH
- 35 SMP Automotive Solutions Slovakia s.r.o
- 36 SMP Automotive Technology Iberica S.L
- 37 Samvardhana Motherson Peguform Barcelona S.L.U
- 38 SMP Automotive Technologies Teruel Sociedad Limitada
- 39 Samvardhana Motherson Peguform Automotive Technology Portugal S.A
- 40 SMP Automotive Systems Mexico S.A. de C.V.#
- 41 SMP Automotive Produtos Automotivos do Brasil Ltda.#
- 42 SMP Automotive Exterior GmbH
- 43 Samvardhana Motherson Innovative Autosystems B.V. & Co. KG
- 44 SM Real Estate GmbH
- 45 Motherson Innovations Lights GmbH & Co KG
- 46 Motherson Innovations Lights Verwaltungs GmbH
- 47 PKC Group Oy
- 48 PKC Wiring Systems Oy
- 49 PKC Group Poland Sp. z o.o.
- 50 PKC Wiring Systems Llc
- 51 PKC Group APAC Limited
- 52 PKC Group Canada Inc.
- 53 PKC Group USA Inc.
- 54 PKC Group Mexico S.A. de C.V.
- 55 Project del Holding S.a.r.l.
- 56 PK Cables do Brasil Ltda
- 57 PKC Eesti AS
- 58 TKV-sarjat Oy
- 59 PKC SEGU Systemelektrik GmbH
- 60 Groclin Luxembourg S.à r.l.
- 61 PKC Vehicle Technology (Suzhou) Co., Ltd.
- 62 AEES Inc.
- 63 PKC Group Lithuania UAB
- 64 PKC Group Poland Holding Sp. z o.o.
- 65 OOO AEK
- 66 Kabel-Technik-Polska Sp. z o.o.
- 67 AEES Power Systems Limited partnership
- 68 T.I.C.S. Corporation
- 69 Fortitude Industries Inc.
- 70 AEES Manufactura, S. De R.L de C.V. #
- 71 Cableados del Norte II, S. de R.L de C.V. #
- 72 Manufacturas de Componentes Electricos de Mexico S. de R.L de C.V. #
- 73 Arneses y Accesorios de México, S. de R.L de C.V. #
- 74 Asesoría Mexicana Empresarial, S. de R.L de C.V. #
- 75 Arneses de Ciudad Juarez, S. de R.L de C.V. #
- 76 PKC Group de Piedras Negras, S. de R.L. de C.V. #
- 77 PKC Group AEES Commercial S. de R.L de C.V. #
- 78 SMRC Automotive Holdings Netherlands B.V.
- 79 SMRC Automotives Techno Minority Holdings B.V.
- 80 SMRC Automotive Modules France SAS
- 81 Samvardhana Motherson Reydel Automotive Parts Holding Spain, S.L.U.
- 82 SMRC Automotive Interiors Spain.S.L.U.
- 83 SMRC Automotive Interior Modules Croatia d.o.o



- 84 Samvardhana Motherson Reydel Autotecc Morocco SAS
- 85 SMRC Automotive Technology RU LLC
- 86 SMRC Smart Interior Systems Germany GmbH
- 87 SMRC Automotive Solutions Slovakia s.r.o.
- 88 SMRC Automotive Holding South America B.V.
- 89 SMRC Automotive Modules South America Minority Holdings B.V.
- 90 SMRC Automotive Tech Argentina S.A.
- 91 SMRC Fabricação e Comércio de Produtos Automotivos do Brasil Ltda
- 92 SMRC Automotive Products India Limited
- 93 SMRC Automotive Smart Interior Tech (Thailand) Ltd.
- 94 SMRC Automotive Interiors Japan Ltd.
- 95 Shanghai SMRC Automotive Interiors Tech Consulting Co, Ltd.
- 96 PT SMRC Automotive Technology Indonesia
- 97 Motherson Rolling Stock Systems GB Ltd.
- 98 (liquidated effective on 26.01.2023)
- 99 Motherson PKC Harness Systems FZ-LLC
- 100 Wisetime Oy
- 101 SMP Automotive Interior Modules d.o.o. Čuprija, Serbia
- 102 Motherson Consultancies Service Limited
- 103 Samvardhana Motherson Finance Service Cyprus Limited
- 104 Samvardhana Motherson Holding (M) Private Limited
- 105 Samvardhana Motherson Auto Component Private Limited
- 106 MS Global India Automotive Private Limited
- 107 Samvardhana Motherson Maadhyam International Limited
- 108 Samvardhana Motherson Global Carriers Limited (SMGCL)
- 109 Samvardhana Motherson Innovative Solutions Limited (SMISL)
- 110 Samvardhana Motherson Refrigeration Product Limited (Subsidiary through SMISL)
- 111 Motherson Machinery and Automations Limited (Subsidiary through SMISL)
- 113 Motherson Sintermetal Technology B.V. (Subsidiary through SMISL)
- 114 Motherson Invenzen XLab Private Limited
- 115 Motherson Air Travel Agency GmbH
- 116 Samvardhana Motherson Reflectec Group Holdings Limited *
- 117 SMR Automotive Technology Holding Cyprus Ltd. *
- 118 SMR Automotive Mirror Parts and Holdings UK Ltd. *
- 119 SMR Automotive Holding Hong Kong Limited *
- 120 SMR Automotive Systems India Limited *
- 121 SMR Automotive Systems France S. A. *
- 122 SMR Automotive Mirror Technology Holding Hungary Kft*
- 123 SMR Patents S.a.R.L. *
- 124 SMR Automotive Technology Valencia S.A.U. *
- 125 SMR Automotive Mirrors UK Limited *
- 126 SMR Automotive Mirror International USA Inc. *
- 127 SMR Automotive Systems USA Inc. *
- 128 SMR Automotive Beijing Co. Limited *
- 129 SMR Automotive Yancheng Co. Limited *
- 130 SMR Automotive Mirror Systems Holding Deutschland GmbH *
- 131 SMR Holding Australia Pty Limited *
- 132 SMR Automotive Australia Pty Limited *
- 133 SMR Automotive Mirror Technology Hungary Bt *
- 134 SMR Automotive Modules Korea Ltd *
- 135 SMR Automotive Beteiligungen Deutschland GmbH *
- 136 SMR Hyosang Automotive Ltd. *
- 137 SMR Automotive Mirrors Stuttgart GmbH *
- 138 SMR Automotive Systems Spain S.A.U. *
- 139 SMR Automotive Vision Systems Mexico S.A. de C.V. *
- 140 SMR Grundbesitz GmbH & Co. KG *



- 141 SMR Automotive Brasil LTDA *
- 142 SMR Automotive System (Thailand) Limited *
- 143 SMR Automotives Systems Macedonia Dooel Skopje *
- 144 SMR Automotive Operations Japan K.K. *
- 145 SMR Automotive (Langfang) Co. Ltd. *
- 146 SMR Automotive Vision System Operations USA INC *
- 147 SMR Mirror UK Limited *
- 148 Samvardhana Motherson Innovative Autosystems Holding Company BV *
- 149 Samvardhana Motherson Innovative Autosystems de México, S.A. de C.V *
- 150 SMP Automotive Systems Alabama Inc. *
- 151 Motherson Innovations Company Limited, U.K. *
- 152 Motherson Innovations Deutschland GmbH *
- 153 Samvardhana Motherson Global (FZE) *
- 154 SMR Automotive Industries RUS Limited Liability Company *
- 155 Motherson Business Service Hungary Kft. *
- 156 Fritzmeier Motherson Cabin Engineering Private Limited **
- 157 Motherson Electronic Components Private Limited
- 158 (incorporated on March 15, 2023 by SMISL)
- 159 MSSL Germany Real Estate B.V. & Co. KG
- 160 MSSL Australia Pty Ltd
- 161 Vacuform 2000 (Proprietary) Limited.
- 162 Motherson Rolling Stocks S. de R.L. de C.V.
- 163 Changchun Peguform Automotive Plastics Technology Co. Ltd
- 164 Foshan Peguform Automotive Plastics Technology Co. Ltd.
- 165 Celulosa Fabril S.A.
- 166 Modulos Ribera Alta S.L.U.
- 167 Shenyang SMP Automotive Component Co. Ltd.
- 168 (deregistered effective from March 20, 2023)
- 169 Tianjin SMP Automotive Component Company Limited
- 170 Yujin SMRC Automotive Techno Corp.
- 171 SMRC Automotives Technology Phil Inc.
- 172 Motherson Elastomers Pty Limited
- 173 Motherson Investments Pty Limited
- 174 Jiangsu Huakai-PKC Wire Harness Co., Ltd.
- 175 Shanjdong Huakai-PKC Wireharness Co. Ltd.
- 176 Fuyang PKC Vehicle Technology Co., Ltd.
- 177 PKC Vechicle Technology (Hefei) Co, Ltd.
- 178 Jilin Huakai PKC Wire Harness Co. Ltd.
- 179 Samvardhana Motherson Corp Management Shanghai Co Ltd.
- 180 Re-time Pty Limited
- 181 Shenyang SMP Automotive Trim Co., Ltd., China
- 182 SMR Plast Met Automotive Tec Turkey Plastik İmalat Anonim Şirketi (Turkey)
- 183 SMR Plast Met Molds and Tools Turkey Kalıp İmalat Anonim Sirketi (Turkey)
- 184 Motherson Molds and Diecasting Limited
- 185 Motherson Technology Services Limited (formerly MothersonSumi Infotech & Designs Limited)
- 186 Samvardhana Motherson Virtual Analysis Limited (Subsidiary through MTSL)
- 187 Motherson Technology Services USA Limited (Subsidiary through MTSL)
- 188 (formerly MSID US Inc.)
- 189 Motherson Technology Services GmbH (Subsidiary through MTSL)
- 190 (formerly MothersonSumi INFotekk and Designs GmbH)
- 191 MothersonSumi Infotech & Designs KK (Subsidiary through MTSL)
- 192 MothersonSumi Infotech and Designs S.G. Pte. Limited (Subsidiary through MTSL)
- 193 Motherson Auto Engineering Service Limited (Subsidiary through MTSL)
- 194 Samvardhana Motherson Health Solutions Limited (Subsidiary through MTSL)
- 195 SMI Consulting Technologies Inc. (Subsidiary through MTSL)
- 196 SAKS Ancillaries Limited (Subsidiary through SMISL)



- 197 Motherson Techno Tools Limited (Subsidiary through SMISL)
- 198 Motherson Techno Tools Mideast FZE (Subsidiary through SMISL)
- 199 Motherson Technology Service Mid East FZ-LLC (UAE)
- 200 (Subsidiary through MTSL)
- 201 Motherson Technology Services United Kingdom Limited, U.K. (Subsidiary through MTSL)
- 202 (formerly Motherson Infotech and Solutions UK Ltd.)
- 203 Motherson Technology Services Spain S.L.U. (Subsidiary through MTSL)
- 204 (formerly Motherson Information Technologies Spain S.L.U.)
- 205 Motherson Air Travel Agencies Limited
- 206 Motherson Auto Solutions Limited (through SMISL)
- 207 Samvardhana Motherson Hamakyorex Engineered Logistics Limited (Subsidiary through SMGCL)
- 208 CIM Tools Private Limited
- 209 Aero Treatments Private Limited
- 210 Motherson Automotive Giken Industries Corp Ltd., Japan
- 211 Zhaoqing SMP Automotive Components Co., Ltd.
- 212 Motherson Electronic Components Private Limited (subsidiary thru SMISL) (from March 15, 2023)

Wholly Owned Subsidiary of SAMIL (except one share held by another shareholder).

* Become the Wholly Owned Subsidiary on March 3, 2023. Earlier subsidiary company.

** Become the Wholly Owned Subsidiary on March 20, 2023. Earlier joint venture company.

(ii) One entity is an associate or joint venture of the other entity (or an associate of joint venture of a member of a group of which other entity is a member)

- 1 Motherson Sumi Wiring India Limited
- 2 Hubei Zhengao PKC Automotive Wiring Company Ltd
- 3 AES (India) Engineering Limited
- 4 Kyungshin Industrial Motherson Pvt. Ltd.
- 5 Calsonic Kansei Motherson Auto Products Pvt. Ltd.
- 6 Ningbo SMR Huaxiang Automotive Mirrors Co. Limited
- 7 Chongqing SMR Huaxiang Automotive Products Limited
- 8 Eissmann SMP Automotive interieur Slovakia s.r.o.
- 9 Tianjin SMR Huaxiang Automotive Parts Co., Ltd.
- 10 Nanchang JMCG SMR Huaxiang Mirror Co. Ltd.
- 11 CTM India Limited
- 12 Anest Iwata Motherson Coating Equipment Private Limited (through SMISL)
- 13 Anest Iwata Motherson Private Limited (through SMISL)
- 14 Valeo Motherson Thermal Commercial Vehicles India Limited
- 15 Matsui Technologies India Limited
- 16 Frigel Intelligent Cooling Systems India Private Limited
- 17 Nissin Advanced Coating Indo Co. Private Limited (through SMISL)
- 18 Motherson Bergstrom HVAC Solutions Private Limited
- 19 Marelli Motherson Automotive Lighting India Private Ltd.
- 20 Marelli Motherson Auto Suspension Parts Pvt Ltd.
- 21 Youngshin Motherson Auto Tech Limited
- 22 Lauak CIM Aerospace Private Limited



(iii) Both entities are the joint ventures of the same third party

Nil

(iv) One entity is a joint venture of a third entity and other entity is an associate of the third entity

Covered above in b(ii)

(v) The entity is post-employment benefit plan for the benefit of employees of either the reporting entity or an entity is related to the reporting entity.

Nil

(vi) Entity is controlled or jointly controlled by a person by person identified in (a)

- 1 Motherson Engineering Research and Integrated Technologies Limited
- 2 A Basic Concepts Design Pty Limited
- 3 ATAR Mauritius Private Limited
- 4 SCCL Infra Projects Limited, Cyprus
- 5 SCCL Global Project (FZE)
- 6 Spirited Auto Cars (I) Limited
- 7 Motherson Lease Solution Limited
- 8 Samvardhana Motherson Adsys Tech Limited (India)
- 9 Systematic Conscom Limited
- 10 Advanced Technologies and Auto Resources Pte. Ltd.
- 11 Edcol Global Pte. Limited
- 12 Motherson Innovative Technologies and Research
- 13 Radha Rani Holdings Pte Ltd
- 14 JSSR Holdings (M) Pvt. Ltd.
- 15 Nirvana Foods GmbH
- 16 Motherson Spirited Auto Retails India Limited
- 17 Prime Auto Cars Limited
- 18 Spirited Motor Vehicles Limited
- 19 Adventure Auto Car India Limited
- 20 Bima Leap Insurance Broker Limited
- 21 FDO Holidays Private Limited
- 22 Samvardhana Motherson Employees Benefit Limited, Maurltius
- 23 Samvardhana Motherson Employees Nominee Company UK Limited
- 24 Son Grows System Limited, Dubai
- 25 Swarn Lata Motherson Dhenu Sewarth Trust
- 26 Swarnlata Motherson Trust
- 27 Samvardhana Employees Welfare Trust
- 28 Sehgal Family Trust
- 29 Renu Sehgal Trust
- 30 Samvardhana Motherson Employee Wealth Trust (Mauritius)
- 31 Shri Sehgal's Trustee Company private Limited
- 32 Sisbro Motor & Workshop Private Limited
- 33 Field Motor Private Limited
- 34 Southcity Motors Private Limited
- 35 Advantedge Incubators Private Limited
- 36 Moon Meadows Private Limited
- 37 Nirvana Niche Products Private Limited
- 38 Renu Farms Private Limited
- 39 Advantedge Technology Partners Pvt. Ltd.
- 40 Motherson Auto Limited

(vii) Person having significant influence over the entity or is a member of Key Managerial Personnel of the entity (or of parent of the entity)

Nil



II. Details of transactions, in the ordinary course of business at commercial terms, and balances with related parties as mentioned in 31 (I) above:

(a) Key management personnel compensation

	March 31, 2023	March 31, 2022
Short-term employee benefits	1,180	12,473
Post-employment benefits	4,700	2,424
Long-term employee benefits	74	885
Total compensation	5,954	15,782

(b) Transactions with related parties

S. No.	Particulars	Holding company		Fellow Subsidiaries		Other related parties	
		March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
1	Travelling	-	-	1,015	125	-	-
2	Legal & Professional	2,636	2,150	-	57	-	-
3	Staff Welfare	-	-	35	5	-	-
4	Software Expenses	65	-	1,769	1,600	-	-
5	Sales	36,673	9,111	6,855	3,333	43,743	56,370
6	Repair & Maintenance	-	-	-	1	239	219
7	Rent	-	-	110	105	801	731
8	Reimbursement of Expenses	54	583	-	-	6,300	714
9	Lease and Hire Charges	-	-	-	-	992	1,059
10	Security Deposits Given	-	-	-	-	335	928
11	Fixed Assets Sales	-	-	-	-	93	-
12	Security deposit given received back	-	-	-	-	-	437
13	Reimbursement Received	-	-	-	-	425	-
14	Fixed Assets Purchased	-	-	127	-	-	-

(c) Outstanding balances arising from sales / purchases of goods and services

S. No.	Particulars	Holding company		Fellow Subsidiaries		Other related parties	
		March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
1	Trade Payables	-	-	33	0	22	116
2	Trade Receivable	5,686	3,053	835	330	4,371	2,392
3	Unsecured Loan	-	-	-	-	-	-



34. Segment Information:**Description of segments and principal activities**

The Company is primarily in the business of providing consultancy services by providing purchase portal to group companies.

Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker "CODM" of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments. The Company has monthly review and forecasting procedure in place and CODM reviews the operations of the Company as a whole, hence there are no reportable segments as per Ind AS 108 "Operating Segments"

35. Due to micro, small and medium enterprises

Particulars	March 31, 2023	March 31, 2022
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	56	118
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
Further interest remaining due and payable for earlier years	-	-

36. Ind AS 115 Revenue from contracts with customers

The transaction price allocated to the remaining performance obligations related to tool development (unsatisfied or partially unsatisfied) are, as follows:

	March 31, 2023	March 31, 2022
Within one year	87,271	68,815
More than one year	-	-
	87,271	68,815

Table below provides information on revenue recognised from :

Amounts included in contract liabilities at the beginning of the year
Performance obligations partly satisfied in previous years

March 31, 2023	March 31, 2022
----------------	----------------

Table below provides information on revenue recognised from :

Trade Receivables (refer note 5)

Contract assets

Contract liabilities

March 31, 2023	March 31, 2022
10,892	5,776



Contract assets are initially recognised for revenue earned from development of tools and secondary equipment as receipt of consideration is conditional on successful completion and acceptance by the customer. Upon completion and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables. The expected credit loss on contract assets is considered very low and hence no provision for credit loss is recorded in respect of contract assets.

37. Leases

The Company assesses each lease contract and if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration, the Company recognised right to use assets and lease liabilities for those lease contracts except for short-term lease and lease of low-value assets.

The Company has leases contracts for land, premises, plant & machinery and vehicles. These lease arrangements for land are for a period upto 99 years, for premises are for a period upto 10 years, plant & machinery are for a period upto 5 years and vehicles are for a period upto 5 years. The Company also has certain leases of machinery, computers, vehicles with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

	March 31, 2023	March 31, 2022
Current lease liabilities	772	867
Non-current lease liabilities	5,598	5,369
	6,370	6,236

Amount recognised in statement of profit and loss during the year on account of Ind AS 116

	March 31, 2023	March 31, 2022
Interest expense on lease liabilities (included in finance cost)	580	192
Depreciation of Right of Use assets	1,118	624
Lease expense derecognised	1,385	780

Other items included in statement of profit and loss during the year:

Short term and low value lease payments	201	342
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38. Merger with Samvardhana Motherson International Limited (SAMIL)

The Board of Directors at its meeting held on January 25, 2023 has approved the Scheme of Amalgamation of Motherson Consultancies Service Limited ("Company") and Motherson Invenzen Xlab Private Limited and Samvardhana Motherson Polymers Limited and MS Global India Automotive Private Limited with Samvardhana Motherson International Limited and their respective shareholders and creditors ("Scheme"). The company has filed an application before the Hon'ble National Company Law Tribunal, Mumbai Bench ('Hon'ble NCLT') on March 9, 2023. The first Hearing of the scheme was held on March 23, 2023 and the Hon'ble NCLT, Mumbai Bench has approved dispensation of meeting(s) of equity shareholders, unsecured creditors, secured creditors and preference shareholders (as applicable to transferor companies and transferee company). The Company is in process of filing second motion petition.



39. Ratio Analysis and its elements

	Ratios	Numerator	Denominator	March 31, 2023	March 31, 2022	% Variance	Reason for variance
a)	Current ratio	Current assets	Current liabilities	12.74	7.45	71%	Improvement in current ratio on account of improved business performance.
b)	Debt-equity ratio	Total debt	Shareholders' equity	0.05	0.08	-35%	Improved business with growth resulting in improved debt equity ratio
c)	Return on equity ratio	Net profits after taxes	Average shareholder's equity	37.6%	34.4%	9%	
d)	Trade receivables turnover ratio	Net credit sales	Average account receivables	10.47	14.83	-29%	Improved business with growth resulting in improved debt equity ratio
e)	Net capital turnover ratio	Net sales	Working capital	0.78	0.95	-18%	
f)	Net profit ratio	Net profit	Net sales	74.3%	55.4%	34%	Improved business with growth resulting in improved trade receivables turnover ratio
g)	Return on capital employed	Earnings before interest and tax	Capital employed	49.7%	42.9%	16%	
h)	Debt service coverage ratio	EBITDA	Debt service	48.36	50.07	-3%	

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS


For CHATURVEDI & CO.

Chartered Accountants

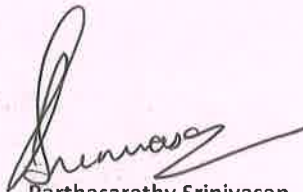
Firm Registration No. 302137E


Rajeev Ranjan Kumar
Partner

M. No. 513678


Manish Kumar Goyal
Director


DIN No. 00256796


Parthasarathy Srinivasan
Director

DIN No. 01039931

Place : NOIDA

Date: 04/05/2023


Pankaj Aggarwal
Chief Operating Officer

Mrityunjay Kumar Rao
Finance Head
