

ANNUAL REPORT  
**2023-24**



**SIMPLEX INFRASTRUCTURES LIMITED**

SIMPLE SOLUTIONS FOR COMPLEX STRUCTURES

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## CORPORATE INFORMATION

### Board of Directors

**Shri Rajiv Mundhra**  
Chairman

**Shri S. Dutta**  
Whole-time Director & CFO

**Mr. Pratap Kumar Chakravarty**  
Independent Director

**Mrs. Indira Biswas**  
Independent Director

**Dr. Dinabandhu Mukhopadhyay**  
Independent Director

**Mr. Shamik Dasgupta**  
Non-Executive Director

**Shri B. L. Bajoria**  
Sr. VP & Company Secretary

### Auditors

**Chaturvedi & Co LLP**  
Chartered Accountants, Kolkata

**Binayak Dey & Co.**  
Chartered Accountants, Kolkata

### Registered Office

'SIMPLEX HOUSE'  
27 Shakespeare Sarani  
Kolkata – 700 017  
Tel: (033) 23011600, 2289-1475-81,  
71002216 Fax: (033) 2283 5964  
CIN: L45209WB1924PLC004969  
Email:secretarial.legal@simplexinfra.com  
Web: www.simplexinfra.com

**Registrar & Share Transfer Agent**  
MCS Share Transfer Agent Limited  
Kolkata

### The Vision

To execute projects with consistent quality assurance, cost control and adherence to milestones in a safe environment as per customer requirements.

### The Leadership

To sustain the position as a leader in foundation technology, general civil engineering and construction.

### The Winning Edge

To promote the culture of sharing rich and varied experience with staff members, as also with clients. And thereby benefit and help the growth of the construction fraternity and society at large.

# DIRECTORS' REPORT

## Dear Members,

The Board of Directors hereby submits the One Hundredth and Sixth Annual Report of your Company ("the Company" or "Simplex") along with Company's Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2024.

## Financial Results

The financial performance of the Company for the year ended 31<sup>st</sup> March, 2024 is summarized below:

₹ in mns

Particulars	Standalone		Consolidated	
	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
<b>Revenue from Operations</b>	<b>10109</b>	<b>15465</b>	<b>13885</b>	<b>18738</b>
<b>Earning before finance costs, tax, depreciation and amortization (EBITDA)</b>	<b>456</b>	<b>621</b>	<b>462</b>	<b>1075</b>
Less: Finance Costs	800	8373	795	8391
Less: Depreciation and amortization	691	850	697	857
Share of net profit/ (loss) of Associates and Joint Ventures accounted for using equity method	-	-	(4)	(73)
<b>Profit/(loss) after exceptional items and before tax</b>	<b>(1035)</b>	<b>(8602)</b>	<b>(1034)</b>	<b>(8246)</b>
<b>Less: income tax expenses</b>				
Current Tax	5	10	9	13
Deferred Tax Charge/ (Credit)	(321)	(3014)	(320)	(3013)
Excess Current tax provision for earlier years written back (net)	-	(536)	-	(536)
<b>Profit/ (loss) for the year</b>	<b>(719)</b>	<b>(5062)</b>	<b>(723)</b>	<b>(4710)</b>
Attributable to:				
Owners of the Company	(719)	(5062)	(723)	(4709)
Non-Controlling Interest	-	-	*	(1)
<b>Other Comprehensive Income / (Loss) for the year, net of tax</b>	<b>37</b>	<b>225</b>	<b>35</b>	<b>220</b>
Attributable to:				
Owners of the Company	37	225	35	222
Non-Controlling Interest	-	-	*	(2)
<b>Total Comprehensive Income/(Loss) for the year</b>	<b>(682)</b>	<b>(4837)</b>	<b>(688)</b>	<b>(4490)</b>
Attributable to:				
Owners of the Company	(682)	(4837)	(688)	(4487)
Non-Controlling Interest	-	-	*	(3)
<b>Profit / (loss) for the period</b>	<b>(719)</b>	<b>(5062)</b>	<b>(723)</b>	<b>(4709)</b>
<b>Balance at the beginning of the year</b>	<b>(10898)</b>	<b>(5771)</b>	<b>(10713)</b>	<b>(5939)</b>
<b>Profit / (loss) available to owners for appropriation</b>	<b>(11617)</b>	<b>(10833)</b>	<b>(11435)</b>	<b>(10648)</b>
Measurements of post-employment benefit obligations	(17)	(65)	(18)	(65)
<b>Balance carried to Balance Sheet</b>	<b>(11634)</b>	<b>(10898)</b>	<b>(11453)</b>	<b>(10713)</b>

\*Amount is below the rounding off norm adopted by the Company/Group.

## Review of Operations

During the year under review, on standalone basis, revenue from operations were Rs.10109 mns as against Rs.15465 mns in the previous year. The Company reported loss after exceptional items and before tax of Rs. 1035 mns as against Rs. 8602 mns in the previous financial year and net loss for the year was Rs.719 mns as against Rs.5062 mns in previous financial year. Other Comprehensive Income for the year (net of tax) is Rs.37 mns as against Rs.225 mns in the previous year. After considering other comprehensive income, total comprehensive loss stood at Rs. 682 mns as against Rs. 4837 mns in the previous year.

On a consolidated basis, the revenue from operations was Rs.13885 mns as against Rs.18738 mns in the previous year. Loss before tax was Rs.1034 mns as compared to Rs. 8246 mns in the previous year and loss for the year was Rs.723 mns as against Rs.4710 mns in the previous year. Other Comprehensive Income for the year (net of tax) is Rs. 35 mns as against Rs.220 mns in the previous year. After considering Other Comprehensive Income, Total Comprehensive Loss stood at Rs. 688 mns as against Rs.4490 mns in the previous year.

## Business Review

During the year under review, the Company bagged new orders amounting to approx. Rs.3000 mns in various vertical it operates- construction work for civil, structural and mechanical erection works for coal handling plant, piling work for transmission line, supply and fixing of cement godown, weigh bridge room and borewell, to name a few and several other engineering and industrial structures project, making the order book above Rs.20000 mns as on 31<sup>st</sup> March, 2024.

## Transfer to General Reserves

The Company has not transferred any amount to the General Reserves during the current financial year.

## Dividend

In view of the loss during the year under review, your Directors do not recommend any dividend for the Financial Year 2023-2024.

## Material changes and commitments

There are no material changes or commitments affecting the financial position of the Company which have occurred after March 31, 2024 till the date of this report except as mentioned under Resolution Plan of this report.

## Deposits

During the year under review, the Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 ("the Act"). Pursuant to the Ministry of Corporate Affairs (MCA) notification amending the Companies (Acceptance of Deposits) Rules, 2014, the Company files with the Registrar of Companies (ROC) the requisite returns for outstanding receipt of money/loan by the Company, which is not considered as deposits.

## Resolution Plan

The Company is under financial stress since couple of years and defaulted in servicing its payment obligations towards the banks and financial institutions (the "Lenders") who have extended various credit facilities to the Company. It tried to resolve the debt by offering several restructuring schemes pursuant to RBI guidelines but could not sail through. Thereafter, the Lead Bank, Punjab National Bank, on behalf of all the Lenders showcased the Company's case to National Asset Reconstruction Company Limited (NARCL) for their consideration for assignment of debt. Accordingly, NARCL made an offer for the assignment of debt to which the Lead Bank and other majority of the Lenders agreed and accordingly their exposure, financial assistance granted by them to the Company, together with all underlying securities, rights, title and interest in respect thereof for their entire exposure was assigned in favour of NARCL as per the Assignment Agreement.

## Extract of the Annual Return

In accordance with the Act, the annual return in the prescribed format is available at website of the Company at [www.simplexinfra.com](http://www.simplexinfra.com).

## Number of meetings of the Board

Six meetings of the Board were held during the year. The details of the meetings of the Board are provided in the corporate governance report, which forms part of this Report.

## Audit Committee

The details pertaining to the composition of Audit Committee are included in the Corporate Governance Report which forms part of this report.

## Directors' Responsibility Statement

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Act, read with Rule 3 of the Companies (Indian Accounting Standards) Amendment Rules, 2016. Accounting policies have been consistently applied except

where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy.

Your Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, make the following statements in terms of section 134 (3)(c) & 134 (5) of the Act:

- (a) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) that appropriate accounting policies were selected and consistently applied and judgments and estimates were made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period;
- (c) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) That the annual financial statements have been prepared on a going concern basis;
- (e) That proper internal financial controls were followed by the company and such internal financial controls are reviewed by the Management and Independent Internal Auditors and any material weakness noticed during such review, remedial action is taken by the management so that internal control system as also its implementation is adequate and effective; and
- (f) That proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

### Policy on Directors' appointment and remuneration and other details

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act is hosted on the Company's website at [www.simplexinfra.com](http://www.simplexinfra.com). The details relating to Nomination and Remuneration Committee are given in the Corporate Governance Report, which forms part of this Report.

### Particulars of Employees and other additional information

The details of remuneration as required to be disclosed under the Act and the Rules made thereunder are given in Annexure '1' forming part of this Board Report. Disclosures as contained in Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided at Table 1(a) of the **Annexure-1**.

The information in respect of employees of the Company required pursuant to Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, is provided at Table 1 (b) of the Annexure-1 forming part of this Report. In terms of Section 136(1) of the Act and the rules made thereunder, the Report and Accounts are being sent to the shareholders excluding the aforesaid Table 1 (b). Shareholders interested in obtaining a copy of the same may write to the Company Secretary.

The employees are neither relatives of any Directors of the Company, nor hold 2% or more of the paid-up equity share capital of the Company as per Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Shareholders interested in obtaining the details of employees posted outside India and in receipt of a remuneration of Rs. 60 Lakhs per financial year or Rs. 5 lakhs per month or more, may write to the Company Secretary of the Company.

### Particulars of Loans, Guarantees or Investments

The Company is engaged in the business of providing infrastructural facilities as specified in Schedule VI of the Companies Act, 2013. In accordance with the exemption provided by Section 186 (11) to the companies engaged in the business of providing infrastructural facilities, the provisions of Section 186 (2) to (13) of the Act, in respect of providing loan, guarantee or security to any other body corporate/ person do not apply to the Company.

### Related Party Transactions

All the related party transactions were in the ordinary course of business or at arm's length. The Company periodically reviews and monitors related party transactions. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc.

which may have potential conflict with the interest of the Company at large. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) (h) of the Act in Form AOC 2 is not applicable.

However, the details of the related party transactions are set out in Note 30 to the standalone financial statements forming part of this Annual Report.

The Company has a Policy on materiality of and dealing with Related Party Transactions, as approved by the Board, which is available at its website [www.simplexinfra.com](http://www.simplexinfra.com).

### Risk Management

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Company also has in place a Risk Management Policy to identify and assess the key risk areas. The Members of the Risk Management Committee monitors and reviews the implementation of various aspects of the Risk management policy. Major risks identified by the Company are systematically addressed through mitigating actions on a continuous basis. At present no particular risk whose adverse impact may threaten the existence of the Company is visualized.

The details of risk management are covered in the management discussion and analysis, which forms part of this report.

### Corporate Social Responsibility (CSR)

The Company has constituted a Corporate Social Responsibility Committee comprising Mr. Rajiv Mundhra, Chairman of the Committee, Mr. S. Dutta, Whole-time Director and Mr. Pratap Kumar Chakravarty, Independent Director of the Company and has framed a corporate social responsibility policy which is available at the website of the Company at [www.simplexinfra.com](http://www.simplexinfra.com).

The Company endeavors to fulfill its CSR responsibilities in its identified segments- education, healthcare, welfare of poor and girl child, preservation of art and heritage. However, the Company has negative average net profit of three immediately preceding financial year, therefore the Company was not required to spend any amount towards corporate social responsibility during the year.

The annual report on CSR containing particulars specified in Companies (Corporate Social Responsibility Policy) Rules, 2014, is set out herewith as “Annexure-2”.

### Performance evaluation of the Board, its Committees and individual Directors

During the year, formal annual evaluation of the Board, its Committees and individual Directors were carried out as per the framework laid down by the Board for formal annual evaluation of the performance of the Board, Committees and individual Directors. It includes circulation of questionnaires to all Directors for evaluation of the Board and its Committees, which entails a wide range of parameters facilitating proper evaluation of the Board, its Committees and individual Directors. The response/ feedback/ comment received from each Director is carefully considered by the Board.

A separate meeting of Independent Directors was also held to review the performance of Whole-time Directors, performance of the Board as a whole and performance of the Chairman of the Company, taking into account the views of Whole Time Directors and Directors.

Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

The Board of Directors expressed their satisfaction with the evaluation process and also the performance of Directors, Independent Directors, Chairman and performance of the Board as a whole was found satisfactory.

### Subsidiaries, Associates & Joint Ventures

As on 31<sup>st</sup> March, 2024, your Company has seven Subsidiaries namely (i) Simplex (Middle East) Limited, UAE (ii) Simplex Infrastructures Libya Joint Venture Co., Libya (iii) Simplex Infra Development Private Limited (iv) Maa Durga Expressways Private Limited, (v) Jaintia Highway Private Limited, (vi) Simplex (Bangladesh) Private Limited and (vii) PC Patel Mahalaxmi Simplex Consortium Private Limited, one Associate namely Simplex Infrastructures LLC, Oman and two Joint Venture Companies namely (i) Arabian Construction Co-Simplex Infra Private Limited and (ii) Simplex Almoayyed W.L.L.

Pursuant to provisions of Section 129 (3) of the Act, a statement containing the salient features of the financial statement of the Company's subsidiary/ associate/ joint venture companies is provided in the Form AOC-1, is attached after the consolidated financial statements of the Company.

In accordance with Section 136 of the Act, the audited financial statements, including the consolidated financial statements and related information of the Company and

audited accounts of each of its subsidiaries, are available on our website, [www.simplexinfra.com](http://www.simplexinfra.com). These documents will also be available for inspection electronically up to the date of AGM. Members seeking to inspect such documents can send an email to [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com).

The Company has formulated a policy on identification of material subsidiaries in line with Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the same is placed on the Company's website at [www.simplexinfra.com](http://www.simplexinfra.com). The Company does not have any material subsidiaries as on the date of this report.

### Formation/Cessation of Company's Subsidiaries/ Associate/Joint Venture

During the year under review, no company has become or has ceased to be a Subsidiary/ Associate/ Joint Venture of the Company.

### Directors

During the year under review, Mr. Sheo Kishan Damani (DIN-00062780), Independent Director of the Company tendered his resignation with effect from close of business hours of 25<sup>th</sup> April, 2023 due to old age and persistent poor health. The Board records its sincere appreciation for the service rendered by Mr. Damani during his tenure in the Company.

Mr. Rajiv Mundhra (DIN-00014237) continues as a Non-Executive Director and Chairman of the Company, not liable to retire by rotation, w.e.f 1<sup>st</sup> April, 2023, as approved by the Members of the Company by way of postal ballot, whose results were declared on 15<sup>th</sup> June 2023.

Mr. Shamik Dasgupta (DIN-01127296) was inducted to the Board of Directors as an Additional Director in the capacity of a Non-Executive Director, liable to retire by rotation, with effect from 25<sup>th</sup> April, 2023. His appointment has been approved by the Members of the Company by way of postal ballot, whose results were declared on 15<sup>th</sup> June 2023.

The tenure of Mr. Sukumar Dutta (DIN 00062827) as Whole-time Director of the Company is due to expire on 31<sup>st</sup> August 2024. Mr. Dutta has been on the board for more than two decades. Based on performance evaluation and the recommendation of the Nomination and Remuneration Committee and subject to the approval of shareholders at the ensuing annual general meeting, the Board recommends

re-appointment of Mr. S. Dutta for a further period of 1 year effective from 1<sup>st</sup> September 2024. Mr. Dutta has given his consent to act as a Director, if so appointed.

The proposal for re-appointment including remuneration are set out in the notice convening the 106<sup>th</sup> annual general meeting.

The Company is in default in payment of dues to Banks/ Financial Institutions and Non-convertible debenture holders. In terms of Section 197 of the Companies Act, 2013, the re-appointment of Mr. S. Dutta, Whole-time Director & CFO is subject to the approval of NARCL and Shareholders, the remuneration received by him will be held in Trust.

In accordance with the provisions of the Act, Mr. Shamik Das Gupta (DIN - 01127296), Non-Executive Non-Independent Director retires by rotation and being eligible has offered himself for re-appointment at the ensuing annual general meeting. Based on performance evaluation and the recommendation of the Nomination and Remuneration Committee and subject to the approval of shareholders at the ensuing annual general meeting, the Board recommends his re-appointment.

Pursuant to the provisions of Section 149 of the Act and Listing Regulations, Independent Directors of the Company have submitted their declaration that they meet with the criteria of independence as provided in Section 149 (6) of the Act and are not disqualified from continuing as Independent Directors of the Company as per the criteria laid down in Section 149(6) of the Act and Regulation 16(1)(b) of Listing Regulations. The terms and conditions of appointment of the Independent Directors are in compliance with the provisions of the Act and are placed on the website of the Company [www.simplexinfra.com](http://www.simplexinfra.com). The Company has also disclosed on its website details of the familiarization programs to educate the Independent Directors regarding their roles, rights and responsibilities in the Company and the nature of the industry in which the Company operates, the business model of the Company, etc.

All the Directors have submitted the requisite disclosures/ declarations as required under the relevant provisions of the Act.

Appropriate resolutions seeking your approval and brief resume / details for re-appointment of Directors is furnished in the notice of the ensuing Annual General Meeting.

## Key Managerial Personnel

Mr. S. Dutta, Whole-time Director & CFO and Mr. B. L. Bajoria, Sr. Vice President & Company Secretary continue to be the Key Managerial Personnel of the Company in terms of the provisions of Section 203 of the Act.

Remuneration and other details of the said Key Managerial Personnel for the financial year ended March 31, 2024 are mentioned in the Corporate Governance Report under the heading 'compensation structure' in Nomination and Remuneration Policy of the Company, which forms a part of this Report.

## Significant and material orders passed by Regulators/Courts/Tribunals

During the year under review, there were no significant or material orders passed by the Regulators/ Courts/Tribunals impacting the going concern status of the Company and its operations in future.

## Internal Control Systems and their adequacy

The details with respect of internal control systems and their adequacy are included in the management discussion & analysis report, which forms part of this report.

## Vigil Mechanism (Whistle Blower Policy)

The Company has formulated a Whistle Blower Policy to provide a formal mechanism to Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee. Appropriate steps are taken for redressing the grievances as per the mechanism approved by the Board as and when the complaints are received.

The Whistle Blower Policy is available on the website of the Company [www.simplexinfra.com](http://www.simplexinfra.com).

## Secretarial Standards

The Company has generally complied with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## Statutory Auditors

M/s. Chaturvedi & Co., Chartered Accountants (Firm Registration No: 302137E), were appointed as Joint Statutory

Auditors for a term of 5 (five) consecutive years, at the Annual General Meeting of the Company held on the 30<sup>th</sup> day of September, 2019 to hold office till the conclusion of the 106<sup>th</sup> Annual General Meeting, to be held in 2024.

M/s. Binayak Dey & Co., Chartered Accountants (Firm Registration No.328896E) were appointed as Joint Statutory Auditors of the Company for a term of 5 (five) years to conduct audit for FY 2022-23 to FY 2026-27 from the conclusion of the Extra Ordinary General Meeting of the Company held on 12<sup>th</sup> day of May, 2022 till the conclusion of 109<sup>th</sup> Annual General Meeting of the Company to be held in the year 2027.

During the year under review, no frauds were reported by the Auditors under section 143(12) of the Act.

## Boards' Explanation on Auditors' Qualification on Financial Statements

The Board has duly examined the Statutory Auditors' Report to the accounts and the Board's clarifications regarding the qualified opinions of the Statutory Auditors on Financial Statements of the Company are given hereunder:

### Independent Auditors Report of M/s. Chaturvedi & Co. LLP Standalone Financial Statements

#### I. 'Basis for Qualified Opinion' under Independent Auditors Report on the Audit of the Standalone Financial Statements

1. We refer to Clause (a) of Basis for Qualified Opinion of Independent Auditors Report, where the Auditors have qualified- "Note 41 (a) to the accompanying Standalone Financial Statements regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting to Rs. 21,440 lacs (PY Rs. 2,864 lacs), Note 38 regarding trade receivables and retention monies amounting to Rs. 11,325 lacs (PY Rs. 8,858 lacs) and Rs. 3,204 lacs (PY Rs. 3,009 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables. However, in the absence of confirmation or any sufficient



appropriate convincing audit evidence in respect of aforesaid balances mentioned above to support the significant judgments and estimates related to underlying assumptions applied by management, we are unable to comment on recoverability of such balances at this stage."

The Management is of the view that recognition of unbilled revenue is based on Cost to Complete (CTC) estimates as per Percentage of Completion Method (POCM) under Ind AS 115 'Revenue from Contracts with Customers'. This CTC is regularly reviewed and necessary changes are effected by the Management. Certification of unbilled revenue by customers and acceptance of final bills by customers often takes significant period of time and varies from project to project. At this stage, based on discussions with concerned customers, the Management believes that the unbilled revenue as on 31<sup>st</sup> March, 2024 will be billed and realized in due course. The matter has been explained in note 41(a) forming part of the Standalone Financial Statements.

Regarding, Trade receivables from customers, Management is of the view that the trade receivables in respect of various project sites are outstanding for a long period of time. At this stage, based on discussions and correspondence with customers, the management believes the above balances are good and recoverable. Retention monies due from customers are receivable only after clearance of final bill, by customers and after expiry of defect liability period after execution of contracts. In the opinion of the management, such retention amounts of certain completed contracts as on 31<sup>st</sup> March, 2024 are good and recoverable. The matter has been explained in note 38 forming part of the Standalone Financial Statements

2. We refer to Clause (b) of Basis for Qualified Opinion of Independent Auditors Report, where the Auditors have qualified- "Note 38 to the accompanying Standalone Financial Statements regarding inventories aggregating Rs. 843 lacs (PY Rs. 887 lacs) pertaining to certain completed/ suspended/ terminated projects in the view of management are good and readily useable. In the absence of any sufficient appropriate convincing audit evidence to support the significant judgments and estimates

relating to management's view on usability of such items, we are unable to comment whether the aforesaid inventories are usable."

The Management is of the view that Inventories aggregating Rs.843 Lacs (31<sup>st</sup> March, 2023: Rs.887 Lacs) as on 31<sup>st</sup> March, 2024 pertaining to certain completed project sites are readily usable. The matter has been explained in note 38 forming part of the Standalone Financial Statements.

3. We refer to Clause (c) of Basis for Qualified Opinion of Independent Auditors Report, where the Auditors have qualified-"Note 39 to the accompanying Standalone Financial Statements regarding loans and advances pertaining to earlier years amounting to Rs. 35,531 lacs (PY Rs. 35,063 lacs), as informed to us the company is in active pursuit and confident of recovery of these advances. In the absence of confirmation or any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to management's view on the recoverability of such amount, we are unable to comment whether the aforesaid balances are recoverable at this stage."

The Management is of the view that Loans and Advances amounting to Rs.35,531 lacs (31<sup>st</sup> March, 2023: Rs.35,063 lacs) for which the Company is in active pursuit and confident of recovery / settlement of such advances within a reasonable period of time. The matter has been explained in note 39 forming part of the Standalone Financial Statements.

4. We refer to Clause (d) of Basis for Qualified Opinion of Independent Auditors Report, where the Auditors have qualified-"Note 40 to the accompanying Standalone Financial Statements, regarding non provision of interest, the Company defaulted in servicing of its Debts (including interest) to all lenders. The Company has not provided any interest on fund based borrowing facility provided by various lenders for the year ended March 31, 2024 amounting to Rs. 71,062 lacs (PY Rs. Nil) as referred in the Note. The interest is based on management's assessment.

The Management is of the view that the Company has defaulted in servicing of its Debts (including interest) to all Lenders. Hence, the accounts of the Company have

been classified as Non-Performing Asset (NPA) by its Lenders. Consequently, majority of the Lenders stopped charging interest on facilities given to the Company, in their books of account and subsequently majority of Lenders had assigned outstanding debt to NARCL as stated in Note No.36 of the standalone financial statements. Accordingly, the Company has decided not to provide any interest charge on fund based borrowing facilities provided by various Lenders for the year ended 31<sup>st</sup> March, 2024 amounting to Rs.71,062 Lacs. Further interest debited by the Lenders who have not assigned their debts to NARCL has not been reversed. The matter has been explained in note 40 forming part of the Standalone Financial Statements.

## II. ‘Emphasis of Matter’ under Independent Auditors Report on the Audit of the Standalone Financial Statements

We refer to Clause (a) of Emphasis of Matter of Independent Auditors Report, where the Auditors have drawn attention to –

- (1) The accompanying Standalone Financial Statements Note 41(a) regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting Rs. 55,057 lacs (PY Rs. 38,720 lacs), Note 38 regarding trade receivables and retention monies amounting Rs. 8,450 lacs (PY Rs. 5,077 lacs) and Rs. 2,839 lacs (PY Rs. 262 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients or legal action/arbitration (few cases) has been initiated in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables.
- (2) Note 36 to the accompanying Standalone Financial Statement, regarding borrowings the Company is in default in payment of Financial debts to its banker and other financials lender amounting to Rs. 4,98,884 lacs (PY 4,83,021 lacs) as on March 31, 2024. Out of above majority of lender has assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited (“NARCL”) for which confirmation is not available as on March 31, 2024.

- (3) The Company has recognized net deferred tax assets amounting to Rs. 95,290 lacs (PY Rs. 92,085 lacs) as at March 31, 2024, which includes deferred tax assets on carried forward unused tax losses, unused tax credit and other taxable temporary differences on the basis of expected availability of future taxable profit for utilization of such deferred tax assets. The management is confident that the deferred tax assets will be set off against the future foreseeable profit by the Company.

The Management is of the view that regarding clause (1), the matter has been explained above under ‘basis for qualified opinion’. Regarding clause (2), the Management is of the view that the Company has incurred loss of Rs.7,189 lacs for the year ended 31<sup>st</sup> March, 2024 (Rs.50,624 lacs for the year ended 31<sup>st</sup> March, 2023) as also there was default in payment of Financial Debts to its Bankers and other financial lenders amounting to Rs.498,884 lacs as on 31<sup>st</sup> March, 2024 (31<sup>st</sup> March, 2023: Rs.483,021 lacs). Based on deed of Assignment dated 28<sup>th</sup> March, 2024, the majority of Lenders had assigned their outstanding debt as of 29<sup>th</sup> July, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited (“NARCL”). NARCL has also appointed India Debt Resolution Company Limited (“IDRCL”) as their exclusive service agent as intimated to us vide letter dated 03.04.2024 for debt Management and resolution of debt. The Company is in the process of finalizing resolution plan with NARCL / IDRCL and other Lenders who have not assigned their debts to NARCL. The company is confident of improving its credit profile including time bound realisation of its asset, arbitration claim etc. which would result in meeting its obligation in due course of time. Accordingly, management consider it is appropriate to prepare these financial results on a going concern basis. Regarding clause (3), the Management is of the view that the Deferred Tax Asset will be adjusted against future projected current tax liability. The Company is confident that the Resolution Plan which is under process of finalisation will be approved by the Lenders and the said projected profit and current tax liability will be adjusted against the Deferred Tax Asset.

The matter has been explained in detail in Note 41(a), 38, 36 and 41 (b) forming part of the Standalone Financial statements.

We refer to Clause (b) of Emphasis of Matter of Independent Auditors Report, where the Auditors have drawn attention to –

“The accompanying Standalone Financial Statements the Company has incurred net loss of Rs. 7,189 lacs (PY Rs. 50,624 lacs) during the year ended March 31, 2024, as also there is default in payment of financial debts, to its bankers and others amounting to Rs. 4,98,884 lacs (PY Rs. 4,83,021 lacs). As stated in Note 36 to the accompanying statement, these financial statements are prepared by the management on going concern basis for the reasons stated therein.”

The Management's views on this have been explained above and also explained in detail in Note 36 forming part of the Standalone Financial Statements.

### III. 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”) (Annexure ‘B’ to the Independent Auditors Report)

We refer to ‘qualified opinion’, where the Auditors have drawn attention to –

#### Qualified Opinion

- a. The Company's internal financial controls for evaluation of recoverability of old balances of unbilled revenue, loans/advances, trade receivables, retention monies inventories at project sites and claims recoverable were not operating effectively as on March 31, 2024 which could potential result in the company not recognizing appropriate provision on the Standalone Financial Statement in respect of assets that are doubtful of recovery/credit impaired/ measuring the fair values of those financial assets.
- b. The Company did not have an appropriate internal control system with respect to compliance with the provisions of section 197 of the Companies Act, 2013 relating to obtaining prior approval from lenders for payment to whole time director & chief financial officer amounting to Rs. 37 Lacs during the year which has resulted in a misstatement in the value of Company's employee benefit expenses, financial assets and its resultant impact on the loss after tax and the other equity including levy of fine, if any, on account of such non-compliance.

The Management's views on clause (a) have been explained above and also explained in detail in Note 38 and 39 forming part of the Standalone Financial Statements. Regarding clause (b), the remuneration to Mr. S.Dutta, Whole Time Director & CFO is subject to the approval of NARCL and Shareholders, the remuneration received by him will be held in Trust.

#### Consolidated Financial Statements

All the qualifications on Consolidated Financial Results appearing under clause (a), (b), (c) and (d) under ‘basis for qualified opinion’ and also appearing under clause (a) (1), (a)(2),(a)(3) and (b) of ‘matter of emphasis’ and also qualification appearing under clause (a) and (b) under ‘qualified opinion’ on Internal Financial Controls Over Financial Reporting are similar to that of Standalone Financial Results and have been explained in detail in the foregoing paragraph, details of which is appearing under ‘Standalone Financial Statements’.

The Board is of the opinion that the matter being elucidated in detail above as appearing under ‘Standalone Financial Statements’ and also at Note no. 35,37,38, 39 and 40 of the consolidated financial statements is self-explanatory and do not call for further explanation.

#### Independent Auditors Report of M/s. Binayak Dey & Co. for Standalone and Consolidated Financial Statements

The Management's views set out under ‘Boards’ Explanation on Auditors’ Qualification on Financial Statements’ under Independent Auditors Report of M/s. Chaturvedi & Co. LLP explains the joint auditor's, M/s Binayak Dey & Co. qualification and emphasis of matter on the same issues in their Audit report on the Company's financial statements for the year ended 31<sup>st</sup> March, 2024.

#### Secretarial Auditor and Secretarial Audit Report

Secretarial Audit for the FY 2023-2024 was conducted by Mr. Atul Kumar Labh, Practising Company Secretary (Membership No. FCS-4848 and C.P. No 3238) in accordance with the provisions of Section 204 of the Act. The Secretarial Auditors’ Report is annexed herewith as “Annexure-3”.

The Board is of the opinion that the matter is self-explanatory and does not call for further explanation.

Pursuant to the SEBI circular no. CIR/CFD/ CMD1/27/2019 dated 8<sup>th</sup> February 2019, the Company has obtained an annual secretarial compliance report from Mr. Atul Kumar Labh, Practising Company Secretary (Membership No.FCS-4848 and C.P.No 3238).

### Cost Audit

Pursuant to Section 148 of the Act read with Companies (Cost Record & Audit) Amendment Rules, 2014, as amended from time to time, your Company has appointed M/s Mukesh Kumar & Associates, Cost Accountants (Firm Registration No:00140) to conduct the audit of cost records of the Company for the financial year 2023-2024.

As required under the Act, a resolution seeking Members' approval for ratification of remuneration of the Cost Auditors forms part of the notice convening the Annual General meeting.

### Consolidated Financial Statement

Your Company has prepared Consolidated Financial Statements in accordance with Section 129 (3) of the Act and applicable accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Consolidated Statements reflect the results of the Company and that of its Subsidiaries, Joint Ventures and Associates. As required by Regulations 33 of the Listing Regulations with the Stock Exchanges, the Audited Consolidated Financial Statements together with the Auditors Report thereon are annexed and form part of this Annual Report.

The Consolidated Financial Statement comprises of the financial statements of the Company and those of its subsidiaries, Joint Ventures and its Associate Companies. Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company including the consolidated financial statements and separate audited accounts in respect of its subsidiaries are available on the website of the Company [www.simplexinfra.com](http://www.simplexinfra.com). The financial statements of the Subsidiary Companies are kept open for inspection by the Shareholders at the Registered Office of the Company and a statement containing the salient features of the Company's financial statement of the Company's subsidiary/ associate/ joint ventures is attached as aforesaid.

### Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required

to be disclosed under Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 are provided in the "Annexure – 4" to this Report.

### Management Discussion and Analysis

Management Discussion and Analysis for the year under review, as stipulated under Regulation 34 of the Listing Regulations with the Stock Exchange(s) in India is presented in a separate section forming part of the Annual Report.

### Corporate Governance Report

A separate report on 'Corporate Governance' including a certificate from M/s. Binayak Dey & Co., Chartered Accountants, Joint Statutory Auditors of the Company confirming compliance of the Regulation 34 of the Listing Regulations is annexed hereto and forms a part of the report.

### Capital Expenditure

During the year under review, the Company has made additions of Rs.77 mns to its Fixed Assets consisting of only tangible assets.

### Investor Education and Protection Fund (IEPF)

Pursuant to Provisions of Section 124 of the Act read with Rule 6 of the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all unpaid or unclaimed dividends, which remains unpaid or unclaimed for a period of seven years are required to be transferred by the Company to the Investor Education and Protection Fund ("IEPF"), established by the Central Government. Further, the Company is also required to transfer all the shares in respect of which dividend has not been paid or claimed for Seven (7) consecutive years or more to the Demat Account created by the IEPF Authority. However, in case if any dividend is paid or claimed for any year during the said period of Seven (7) consecutive years, the shares in respect of which dividend is paid so paid or claimed shall not be transferred to demat account of IEPF. In compliance with the aforesaid provisions the Company has transferred the unclaimed and unpaid dividends and corresponding shares to IEPF. The details of the unclaimed / unpaid dividend during the last seven (7) years and also the details of the unclaimed shares transferred to IEPF are available on the website of the Company at [www.simplexinfra.com](http://www.simplexinfra.com).

### Prevention of Sexual Harassment of Women

The Company has formulated a policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention,

Prohibition and Redressal) Act, 2013 and the Rules framed thereunder.

An Internal Complaints Committee (ICC) with requisite number of representatives has been set up to redress complaints relating to sexual harassment, if any, received from women employees.

During the financial year ended March 31, 2024, the Committee has not received any complaints pertaining to sexual harassment.

### **Insolvency and Bankruptcy Code, 2016**

No application has been admitted by NCLT or Corporate Insolvency Resolution process (CIRP) proceedings initiated as on 31<sup>st</sup> March, 2024.

### **Details of difference between Valuation Amount on one time Settlement and Valuation while availing loan from Banks and Financial Institutions:**

During the year under review, there has been no one time settlement of Loans taken from Banks and financial institutions. However, in relation to the debts of the Company,

details of which have been mentioned under the heading 'Resolution Plan' in this Report.

### **Acknowledgment**

Your Directors would like to express their sincere appreciation for the co-operation and support received from the Financial Institutions, Banks, Customers, Vendors, Central and State Government Authorities, Regulatory Authorities, Stock Exchanges and the Company's all valued stakeholders. Your Directors also take this opportunity to place on record their gratitude for the efforts and continuous hard work of all the employees.

By Order of the Board  
For **Simplex Infrastructures Limited**

**Rajiv Mundhra**  
Chairman  
DIN: 00014237

Place: Kolkata  
Date: May 29, 2024

# ANNEXURE -1

## PARTICULARS OF EMPLOYEES

### 1(a) Particulars of employees pursuant to section 134 (3) (q) and section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Requirements of Rule 5 (1)	Details														
(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year	<p><b>Executive Directors</b></p> <table border="1" data-bbox="687 582 1485 658"> <thead> <tr> <th data-bbox="687 582 1075 621">Name of Director</th> <th data-bbox="1080 582 1485 621">Ratio</th> </tr> </thead> <tbody> <tr> <td data-bbox="687 627 1075 658">Mr. S. Dutta</td> <td data-bbox="1080 627 1485 658">NA*</td> </tr> </tbody> </table> <p>* Mr. Sukumar Dutta's salary paid during the year is for the F.Y. 2022-2023.</p> <p><b>Non-Executive Directors</b></p> <p>Remuneration of Non-Executive Directors have not been considered as they are not rendering full-time service and are only paid sitting fees for attending board meetings or committee thereof.</p>			Name of Director	Ratio	Mr. S. Dutta	NA*								
Name of Director	Ratio														
Mr. S. Dutta	NA*														
(ii) The percentage increase in remuneration of each Director, Chief Financial officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	<table border="1" data-bbox="687 851 1485 1058"> <thead> <tr> <th data-bbox="687 851 932 948">Name</th> <th data-bbox="936 851 1273 948">Designation</th> <th data-bbox="1278 851 1485 948">% increase of remuneration FY 2024 over 2023</th> </tr> </thead> <tbody> <tr> <td data-bbox="687 955 932 986">Mr. Rajiv Mundhra</td> <td data-bbox="936 955 1273 986">Non-Executive Chairman</td> <td data-bbox="1278 955 1485 986">NA</td> </tr> <tr> <td data-bbox="687 992 932 1023">Mr. S. Dutta</td> <td data-bbox="936 992 1273 1023">Whole-time Director &amp; CFO</td> <td data-bbox="1278 992 1485 1023">NA*</td> </tr> <tr> <td data-bbox="687 1029 932 1060">Mr. B. L. Bajoria</td> <td data-bbox="936 1029 1273 1060">Sr.V.P &amp; Company Secretary</td> <td data-bbox="1278 1029 1485 1060">NA**</td> </tr> </tbody> </table> <p>* The reasons are same as that given under pt.(i)  ** Remuneration paid only for a part of the year for FY 2023.</p>			Name	Designation	% increase of remuneration FY 2024 over 2023	Mr. Rajiv Mundhra	Non-Executive Chairman	NA	Mr. S. Dutta	Whole-time Director & CFO	NA*	Mr. B. L. Bajoria	Sr.V.P & Company Secretary	NA**
Name	Designation	% increase of remuneration FY 2024 over 2023													
Mr. Rajiv Mundhra	Non-Executive Chairman	NA													
Mr. S. Dutta	Whole-time Director & CFO	NA*													
Mr. B. L. Bajoria	Sr.V.P & Company Secretary	NA**													
(iii) The percentage increase/ (decrease) in the median remuneration of employees in the financial year	-2.02%														
(iv) The number of permanent employees on the rolls of the Company	846 as on 31.03.2024														
(v) Average percentile increase already made in the salaries of employees other than managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	There was no increment in FY 2023-2024														
(vi) Affirmation that the remuneration is as per the remuneration policy of the Company	Managerial Remuneration is as per the Remuneration Policy of the Company.														

By Order of the Board  
For **Simplex Infrastructures Limited**

**Rajiv Mundhra**  
Chairman  
DIN: 00014237

Place: Kolkata  
Date: May 29, 2024

# ANNEXURE -2

## REPORT ON CSR ACTIVITIES/ INITIATIVES [Pursuant to Section 135 of the Act & Rules made thereunder]

### 1. A brief outline of the CSR Policy of the Company:

The Company has in place a corporate social responsibility policy, approved by the Board of Directors pursuant to Section 135 of the Companies Act, 2013 and relevant Rules prescribed therein. The policy lays down the criteria for identifying programmes eligible for financial assistance in accordance with the Act. For Simplex, corporate social responsibility means two things—corporate responsibility and social responsibility integrated into a business model. This entails transcending business interests and aligning the CSR objects of Company with the “quality of life” challenges that underserved communities face and working towards making a meaningful difference to them.

The Company in due course of time intends to be involved in economic, social and cultural growth of the underprivileged in an equitable and sustainable manner in the peripheral areas around its branch offices, sites and corporate office. Arising from this, the Company has identified the following thrust areas around which the Company shall be focusing its CSR initiatives and channelizing the resources on a sustained basis:

- a. **Education** : supporting education by promotion of formal schools, to provide quality primary, secondary and higher secondary education, girl child education, education for underprivileged sections of society and also promotion of advance special education by way of organizing seminars, workshops and conferences for promotion of such education among scientists, scholars, students and other interested people of the society at large.
- b. **Livelihood Enhancement projects**: providing livelihood in a locally appropriate and environmentally sustainable manner through vocational training, imparting skills to unskilled labourers, partnership with industrial training institutes, to enhance their skills, empower them, provide opportunities to take better employment and have a better livelihood.
- c. **Heritage, Art & Culture**: promotion and preservation of rich heritage of India by publication of books, periodicals on country's heritage and spreading awareness among youths.

### 2. The composition of the CSR Committee as on 31/03/2024

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Rajiv Mundhra	Non-Executive Chairman	Not Applicable	
2.	Mr. S. Dutta	Whole-time Director & CFO (Member of the CSR Committee)		
3.	Mr. P. K. Chakravarty	Independent Director (Member of the CSR Committee)		

Mr. B.L. Bajoria, Sr. Vice-president & Company Secretary acts as the Secretary to the Committee.

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: [www.simplexinfra.com](http://www.simplexinfra.com)

4. **Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable** – Not Applicable
5.
  - (a) **Average net profit of the company as per section 135(5):** ₹(755.33) Lakhs
  - (b) **Two percent of average net profit of the company as per section 135(5):** NIL, in view of negative average profit of the Company as mentioned in item 5 (a) above
  - (c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** NIL
  - (d) **Amount required to be set off for the financial year, if any:** NIL
  - (e) **Total CSR obligation for the financial year (b+c-d):** NIL
- 6)
  - (a) **Amount spent on CSR projects (both Ongoing Project and other than Ongoing Project) -** NIL
  - (b) **Amount spent in administrative Overheads-** Not Applicable
  - (c) **Amount spent on Impact Assessment, if applicable-** Not Applicable
  - (d) **Total amount spent for the Financial Year [ a+b+c]-** Not Applicable
  - (e) **CSR amount spent or unspent for the Financial year-** Not Applicable
  - (f) **Excess amount for set-off, if any-** Not Applicable
- 7) **Details of unspent CSR amount for the preceding three financial years:** Not applicable
- 8) **Whether any capital assets have been created or acquired through CSR amount spent in the financial year (asset-wise details).** Not applicable
- 9) **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).**- The Company has negative average net profit of three immediately preceding financial year, therefore the Company was not required to spend any amount towards corporate social responsibility.

**S. Dutta**

Whole-time Director & CFO  
DIN: 00062827

**Rajiv Mundhra**

Chairman of CSR Committee  
DIN: 00014237

Place: Kolkata

Date: May 29, 2024



# ANNEXURE - 3

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2024

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

To  
The Members,  
**Simplex Infrastructures Limited**  
'Simplex House'  
27, Shakespeare Sarani  
Kolkata – 700017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Simplex Infrastructures Limited** having its Registered Office at 'Simplex House', 27, Shakespeare Sarani, Kolkata – 700017 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

### Auditors' Responsibility

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

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

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

**We report that**, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2024 according to the provisions of (as amended) :

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

**We further report that**, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has specifically complied with the provisions of the following Acts:

1. The Contract Labour (Regulation and Abolition) Act, 1970 and Contract Labour (Regulation and Abolition) Central Rules, 1972
2. The Inter-State Migrant Workmen (Regulation of Employment and Conditions of service) Act, 1979
3. Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996

to the extent of its applicability to the Company during the financial year ended 31.03.2024 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition law, environmental laws, etc.

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

1. The Company had defaulted in redemption of debentures on the due date or payment of interest due thereon and such failure to pay or redeem had continued for more than one year. Consequently, the Directors of the Company are in violation of Section 164(2)(b) of the Act and accordingly payment made to its directors without the approval of the lenders, debenture holders are in contravention to the provisions of the act.
2. Continuation of appointment of Mr. Rajiv Mundhra as Non-executive Director and Chairman w.e.f. 01.04.2023 was recommended and approved by Nomination and Remuneration Committee and Board on 25.04.2023.
3. The Company had delayed in filing of DIR-9 with RoC for submission of information regarding disqualification of Directors as per the disclosure provided by them during the financial year under report.

4. Financial Results approved at the Board Meeting held on 14.08.2023 was published in the Newspaper on 15.08.2023 but the same was not submitted by the Company with the Stock Exchange.
5. The Company had delayed in submission of financial results with the Stock Exchange for the quarter ended September, 2023 as per Regulation 30 and 33 of SEBI (LODR) Regulations, 2015.
6. Disclosure pursuant to Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 was not submitted with the Stock Exchange during the financial year under report.
7. The Company had not maintained 100% security cover or higher security cover as may be required in respect of its secured listed non-convertible debt securities pursuant to Regulation 54(1) of SEBI (LODR) Regulations, 2015.
8. The Company had despatched the necessary intimation as required vide SEBI Circular No. Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. However, the same was not reported to the Stock Exchange by 31.05.2023.

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (iii) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.

#### **We further report that :**

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place, if any, during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- (d) There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

#### **We further report that :**

- (a) The Whole-time Director of the Company, is the director under default under Section 164(2)(b) of the Act and has been re-appointed during the year under report. Since the Company has defaulted in payment of interest/ repayment of principal amount on loans from banks/ financial institutions, the aforesaid appointment and payment of remuneration were subject to the prior approval of the lenders.
- (b) As informed by the management of the Company, Mr. Rajiv Mundhra, Director has vacated his directorship of other Companies in terms of proviso to Section 167(1)(a) of the Act, consequent to violation of Section 164(2)(b) of the Act. However, the other Companies are yet to file the requisite e-Forms with RoC giving effect to his cessation from directorship. As a result, he is still being shown as Director in those Companies as per the data available on MCA site as on 31.03.2024.

- (c) The Company's Lead Banker, Punjab National Bank (PNB), has intimated the Company vide their letter dated 30.03.2024, that PNB along with majority of Lenders, have assigned their debt exposure, the financial assistance granted by them to the Company, together with all underlying securities, rights, title and interest in respect thereof for entire fund exposure in favour of National Asset Reconstruction Company Ltd (NARCL), as per the Assignment Agreement.
- (d) The Company has a Structured Digital Database pursuant to Regulations 3(5) and 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. However, the implementation of all the provisions of the aforesaid regulations is still in process.
- (e) During the year under report, the Calcutta Stock Exchange had imposed a fine aggregating to Rs. 91,800 for delay in submission of financial results for the quarters ended 31<sup>st</sup> March, 2020 and 30<sup>th</sup> June, 2020 pursuant to Reg. 33 of SEBI (LODR) Regulations, 2015. The Company had duly paid the fine on 15.03.2024.
- (f) The Company is yet to take Special Contingency Insurance Policy in terms of SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/70 dated May 25, 2022.

For **A. K. LABH & Co.**

Company Secretaries

**(CS A. K. LABH)**

Practicing Company Secretary

FCS – 4848 / CP No.- 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848F000482611

Place: Kolkata  
Dated: 29.05.2024

# ANNEXURE - 4

## Information pursuant to Section 134 (3)(m) of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014.

### A. Conservation of Energy

#### (I) The steps taken or impact on conservation of energy

- Technology, upgradation, modernization, and the introduction of control instrumentation are necessary to realize the full potential of energy conservation in industry.
- Waste heat recovery systems, cogeneration, and the utilization of alternative sources of energy are also important for the conservation of energy.
- Training / educating our staff to put off the utilities not in use to save the energy.
- Replacing captive Gensets with Grid Power at multiple locations thereby saving fuel.
- Schedule maintenance of Gensets & utilities to reduce the fuel consumption.
- Filter oil in stages. Impurities in oil affect combustion. Incomplete combustion leads to wastage of fuel.
- Uses of energy efficient motors with Crusher Plants to save the energy.
- Gradually replacing all the high power consuming lights to LED lights to save energy.
- Replacing obstruction free air duct ensure smooth air flow for ventilation (Tunnel) and thereby reducing energy loss.
- Ensuring regular maintenance and minimizing air leakages from air duct reduces the motor power consumption and thereby saving energy.
- Use of variable frequency drives and fluid couplings for variable speed applications such as fans, pumps etc. helps in minimizing consumption.
- Time bound maintenance of all water supply line reduces the power consumption of pump and thereby saving energy.
- Installation of level detector or float in water tanks reduces water wastage thereby reduces the power consumption and saves energy.
- By providing shed over the air intake of Air Compressor, ensures air entry at lower temperature and thereby lower power consumption by Compressor.

#### (II) The steps taken by the company for utilizing alternate sources of energy

- We are using Solar based movable lighting mast for area lighting purpose and further working on viability of extensive use of solar energy for area lighting and also for domestic purposes at Camps.
- Using of LED lights of 50 W to 100 W in project sites replacing the Hallogen or Sodium lights.

#### (III) The capital investment on energy conservation equipment

Time bound investments and efforts are being made to replace the old machinery with newer one with more fuel efficient and with more output and same being applied for repairs/modifications.

## B. Technology absorption

### (I) The efforts made towards technology absorption

- The company has absorbed the technology of GPS tracking system with Fuel monitoring devices.
- The company has absorbed foreign technology in the field of Slip form system, Cooling Tower, Soil improvement, foundation engineering and commercial building techniques, road construction and low cost housing technology.
- Design and drawing of top structure of slip form work for 42m bottom dia & 275 m height RCC Chimney.
- Design and Fabrication of Lattice Girder, Overhead Gantry for launching of 28 mtr & 32 Mtr I-Girder for Major Bridge at various road projects.
- Absorb the new technology towards continues spray painting methods used for Kerb and pavement marking in our Road projects.

### (II) The benefits derived like product improvement, cost reduction, product development or import substitution:

- By installing fuel monitoring devices with GPS, the fuel pilferages at various level is reduced and with GPS, machines are being monitored round the clock thereby lowering the production cost and increasing the productivity.
- By introducing petro-card at site level, we could succeed in stopping any kind of pilferage in diesel procurement from agency to our site and the quality of fuel has also improved which in turns lowered the maintenance cost of all P&M.
- International standards in construction of tall chimneys, high rise structures, cooling towers, low cost house building technology and road construction.
- We have successfully launched the I-Girder which cost us less compared to erection with high capacity Crane.
- Successfully the spray painting with line lasor technology achieve the target of 3 to 4 kM of Pavement marking per day.

### (III) In case of imported technology (imported during the last three years)

Technology Imported	Year of Import	Has technology been fully absorbed	If not absorbed, areas where absorption has not taken place, and the reasons thereof
<b>Marini BB 1500 Hot Mix Plant (capacity 120 TPH).</b> Procured due to Low Fuel Consumption and higher productivity. Obviously Production Cost is less compared to other Hot Mix Plants	2021	YES	-

### (IV) The expenditure incurred on Research and Development during the financial year-NIL

## C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total foreign exchange used and earned

(₹ in million)

	2023-2024	2022-2023
Foreign Exchange earned	632	408
Foreign Exchange used	506	498

By Order of the Board  
For **Simplex Infrastructures Limited**  
**Rajiv Mundhra**  
Chairman  
DIN: 00014237

Place: Kolkata  
Date: May 29, 2024

# MANAGEMENT DISCUSSION AND ANALYSIS

## ECONOMIC OVERVIEW

Indian economy remained resilient with robust 7.6% growth rate of GDP in FY 2023-24 over and above 7% growth rate in FY 2022-23. Double-digit growth rate of construction sector (10.7%), followed by a good growth rate of Manufacturing sector (8.5%) have boosted the GDP growth in FY 2023-24. It is predicted that it will achieve another year of 7% real growth in FY25 as well. If the prognosis for FY25 turns out to be right, that will mark the fourth-year post-pandemic that the Indian economy will have grown at or over 7 per cent. That would be an impressive achievement, testifying to the resilience and potential of the Indian economy. It augurs well for the future.

The global economy is struggling to maintain its recovery post-Covid because successive shocks have buffeted it. Some of them, such as supply chain disruptions, have returned in 2024. If they persist, they will impact trade flows, transportation costs, economic output and inflation worldwide. India will not be exempt from it, but having faced and seen off COVID and the energy and commodity price shocks of 2022, India is quietly confident of weathering the emerging disturbances. The Union government has built infrastructure at a historically unprecedented rate, and it has taken the overall public sector capital investment from ₹5.6 lakh crore in FY15 to ₹18.6 lakh crore in FY24, as per budget estimates. That is a rise of 3.3X. Whether the total length of highways, freight corridors, number of airports, metro rail networks or the trans-sea link, the ramp-up of physical and digital infrastructure in the last ten years is real, tangible and transformative. The inflation is under control, the fiscal deficit is trending lower, the current account deficit is just above one per cent of GDP, and foreign exchange reserves cover nearly 11 months of imports. It has been a journey from fragility to stability and strength. India has emerged as the fastest-growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

## INDUSTRY OVERVIEW

Construction sector is viewed as a service industry. It generates substantial employment and provides growth impetus to other manufacturing sectors like cement, bitumen, iron and steel, chemicals, bricks, paints, tiles etc. India's journey towards becoming a developed nation by 2047 hinges significantly on improving its infrastructure, a cornerstone for fostering livable, climate-resilient, and inclusive cities that drive economic growth. The government's commitment was evident through its allocation of 3.3% of GDP to the infrastructure sector in the fiscal year 2024, with particular focus on the transport and logistics segments.

Infrastructure sector plays a pivotal role in driving India's economic growth and overall development. As the country continues its path towards becoming a global economic powerhouse, the need for robust infrastructure becomes increasingly apparent. Private sector partnerships have emerged as crucial enablers in this endeavor, bringing in much-needed investment, innovation, and efficiency. By leveraging public-private partnerships (PPPs), India can accelerate infrastructure development while ensuring sustainability and inclusivity. These partnerships not only help bridge the financing gap but also foster competition, encourage technological advancements, and promote best practices in project execution. Ultimately, the collaboration between the government and the private sector is essential for creating resilient, future-ready infrastructure that paves the way for a prosperous and sustainable future for all citizens of India, which gives enormous opportunities to the Company in the industry.

## BUSINESS REVIEW

Simplex Infrastructures Limited is a provider of civil engineering and construction contracting services. It offers varied construction and engineering services for the piling, energy and power, building and housing, marine, roads and highways, railways, urban infrastructure, real estate, and other sectors. The Company has been closely associated with the

country's infrastructure building with over 2600 completed projects spanning almost all the gamut of construction industry. Order book, focus on quality, and project portfolio are key strengths of the company, even as increasing in liabilities and receivables, along with decline in operational performance remains a cause for concern. Positive outlook for the Indian construction industry, government initiatives for infrastructure projects in India, and positive outlook for global construction industry could provide new opportunities to the Company. The Company is under financial stress since couple of years and defaulted in servicing its payment obligations towards the banks and financial institutions (the "Lenders") who have extended various credit facilities to the Company. It tried to resolve the debt by offering several restructuring schemes pursuant to RBI guidelines but could not sail through. Thereafter, the Lead Bank, Punjab National Bank, on behalf of all the Lenders showcased the Company's case to National Asset Reconstruction Company Limited (NARCL) for their consideration for assignment of debt. Accordingly, NARCL made an offer for the assignment of debt to which the Lead Bank and other majority of the Lenders agreed and accordingly their exposure, financial assistance granted by them to the Company, together with all underlying securities, rights, title and interest in respect thereof for their entire exposure was assigned in favour of NARCL as per the Assignment Agreement..

### Some of the key projects of the company during the year include:

#### A few of the projects secured during the year

- Civil works for Raheja Imperia II in Eastern Zone
- Construction work for civil works, structural & mechanical erection and end facilities for external coal handling plant at NTPD North Karunapura in Eastern Zone
- Test pile along with load test for 30 MTPA Pallet Plant and 30 MTPA Filtration Plant in Eastern Zone
- Couple of piling work for transmission line at Saudi Arabia
- Piling work for power supply to the pumping station at Saudi Arabia

#### A few of the Projects completed during FY 2023-2024

- Rehabilitation and upgradation to 4 Laning of NH-31D from KM 113.200 to KM 154.854, West Bengal

- Civil & Finishing work, road, external sewerage and drainage, etc for Medical College and upgradation of district hospital at Koderma
- Balance works of Main Plant and offsite civil works package for mega Thermal Power Project, Allahabad
- Assam Assembly Building, Guwahati, Assam
- Civil & Structural Works for Residential Projects, Bangalore
- Bored Cast in SITU RCC Piles works etc for Church Medical College Hospital, Kerala
- Civil works of construction of commercial tower for trendset Jayabheri Projects, Hyderabad

### OPPORTUNITIES

The government's focus on building infrastructure of the future has been evident given the slew of initiatives launched recently. The US\$ 1.3 trillion national master plan for infrastructure, Gati Shakti, has been a forerunner to bring about systemic and effective reforms in the sector, and has already shown a significant headway. Infrastructure support to the nation's manufacturers will significantly transform goods and exports movement making freight delivery effective and economical. The infrastructure sector is a key driver of the Indian economy. The sector is highly responsible for propelling India's overall development and enjoys intense focus from the Government for initiating policies that would ensure the time-bound creation of world-class infrastructure in the country.

India's journey towards becoming a developed nation by 2047 hinges significantly on improving its infrastructure, a cornerstone for fostering liveable, climate-resilient, and inclusive cities that drive economic growth. The government's commitment is evident through its allocation of 3.3% of GDP to the infrastructure sector in the fiscal year 2024, with particular focus on the transport and logistics segments. Amidst strong demand and positive market conditions, the Company will have enormous opportunities and is expected to experience substantial growth in near future.

### Urban Infrastructures

As India enters 2024, the landscape of its urban centers is not just expanding but transforming. This change, driven by an amalgam of rapid urbanization, technological innovation, and environmental consciousness, paints a vivid picture of the future of urban living. The transformation is both a challenge and an opportunity, shaping cities into crucibles



of growth and sustainability. The Smart Cities Mission, a visionary initiative by the Indian government, embodies the nation's stride towards urban modernisation. It harnesses technology to forge cities that are not only livable and sustainable but also inclusive. While significant progress has been made, with advancements in areas like sewerage, waste management, and public transportation, the journey is fraught with challenges. India is urbanizing rapidly. Providing the necessary urban infrastructure is a big challenge: 70 to 80 per cent of the infrastructure that will be needed by 2050 has not been built yet, and the estimated investment gap amounts to approximately 827 billion US dollars. The share in order book of the Company from this sector is 15 percent.

### Building & Housing

Meeting the needs of India's soaring urban populations is and will continue to be a strategic policy matter for various national, state and city governments. Government initiatives, including infrastructure development and the 'Housing for All' initiative, underscore the sector's commitment to stability and accessibility, fostering an environment conducive to sustained economic growth. As the industry grapples with challenges and opportunities, the real estate policies set forth in 2024 emerge as key drivers, holding the potential to contribute significantly to a thriving and sustainable economy in the long term. In conclusion, the real estate market is poised for positive developments in 2024, driven by a combination of market dynamics, government initiatives, and investor confidence. With a focus on affordability, sustainable growth, and strategic financial measures, the sector is set to play a pivotal role in India's economic landscape, offering opportunities for both homebuyers and investors alike, which gives Company the opportunity to leverage its expertise in this sector. The share in order book of the Company from this sector is highest at 36.4 percent.

### Power – Transmission

Power is among the most critical components of infrastructure, crucial for the economic growth and welfare of nations. The existence and development of adequate power infrastructure is essential for sustained growth of the Indian economy. The Ministry of Power has made significant efforts over the past few years to turn the country from one with a power shortage to one with a surplus by establishing a single national grid, fortifying the distribution network, and achieving universal household electrification. The Company is associated with over 80% of Thermal Power Plants across

India ranging from 10 MW to 1000 MW Turbo Generators. It has expertise in erecting all types of power infrastructures like thermal, hydel and nuclear as well as Ultra Mega Power Projects (UMPP). The share in order book of the Company from this sector is 9 percent.

### Industrial Structures

Industrial Structures showcase a city's or a nation's development. They are an outward sign of inward growth. India, by tradition, has built landmark structures, most of them concentrated on utility and usefulness. But the rapid urbanization and economic progress, witnessed in recent years, has thrown open the floodgates of the construction industry. There is an inherent relationship between industrial structure and economic development, and timely adjustment of industrial systems is the binding force for sustained economic growth. Development of industrial structures is emerging as an integral pillar in the country's economic growth. Simplex has participated in major industrial projects in the country and is equipped to handle complex interfaces with other areas of industrial construction. However, the share in order book of the Company from this sector is insignificant for the year under review.

### Roads & Bridges

India has the second-largest road network in the world, spanning a total of 6.7 million kms. This road network transports 64.5% of all goods in the country and 90% of India's total passenger traffic uses road network to commute. Road transportation has gradually increased over the years with improvement in connectivity between cities, towns and villages in the country. In India, sale of automobiles and movement of freight by roads is growing at a rapid rate. Under the Interim Budget 2024-25, the Government of India has allocated Rs. 2.78 lakh crore (US\$ 33.46 billion) to the Ministry of Road Transport and Highways.

National Highways plays a very important role in the economic and social development of the country by enabling efficient movement of freight and passengers and improving access to market. They account for 2% of the total road network and carry over 40% of total traffic. India had a total of 97,830 km of National Highways in 2014-15 which has expanded to 146,145 km by December 2023. The Company is also engaged in the construction of flyovers, underpasses and bridges using specialized foundation techniques. The share in order book of the Company from this sector is substantial at 22.6 percent.

## Railways

India has one of the world's largest rail networks in terms of passenger traffic. The government of India has focused on investing in railway infrastructure by making investor-friendly policies. At present, several domestic and foreign companies are also looking to invest in Indian rail projects. In FY 2023-24, Indian Railways loaded 1,434.03 MT of freight from April to February, an increase of about 66.51 MT and revenue rose by approximately US\$ 778 million (Rs. 6,468 crore) compared to the same period last year. One major development is the launch of the "Vande Bharat Express", India's first semi-high speed train. Indian railways plan to market semi-high-speed 'Vande Bharat' trains by 2025-26 to European, South American, and East Asian markets for exporting 'Made in India' trains. Indian Railways is also working on upgrading its infrastructure, with a focus on electrification of lines, the construction of new lines, and the redevelopment of existing stations. Simplex's experience in the rail industry is vast. A pioneer of automatic track-laying used for high speed trains, the Company have been a part of establishing the majority of metro and light railway projects in all major cities within India including Mumbai, Delhi, Kolkata and Bangalore. However, the share in order book of the Company from this sector is insignificant for the year under review.

## Marine

According to the Ministry of Shipping, around 95% of India's trading by volume and 70% by value is done through maritime transport. India has 12 major and 200+ notified minor and intermediate ports. Under the National Perspective Plan for Sagarmala, six new mega ports will be developed in the country. The Indian ports and shipping industry play a vital role in sustaining growth in the country's trade and commerce. India is the sixteenth-largest maritime country in the world with a coastline of 7,516.6 kms. The Indian Government plays an important role in supporting the ports sector. Domestic waterways have found to be a cost-effective and environmentally sustainable mode of freight transportation. The government aims to operationalise 23 waterways by 2030. Simplex has a vast experience in marine construction and was associated with all the major ports in India. – Goa, Haldia, Vizag, Kochi, Mundra, Mumbai, Paradip, Adani and Dahej. However, the share in order book of the Company from this sector is insignificant for the year under review.

## THREATS, RISKS AND CONCERNS

Construction is a high-risk business. All the participants in the business- the project owner, construction companies, consultants, bankers, and financial institutions, vendors & suppliers and even the service providers, each has his own fears of facing risks in the conduct of business. The magnitude of the risks is indeterminate at times. Each construction project is unique and comes with its own set of challenges and opportunities. There are risks which are inherent in construction projects- financial, contractual, operational, political and environmental and can be caused by both internal and external sources. Some of the common risks includes safety hazards that lead to accident and injuries, unknown site conditions, remote working areas, unexpected increase in material costs, shortage of labour, natural disasters. When risks come to fruition, they have a serious impact on costs, schedules, and performance of the project which leads to delays and disputes. The outcome of the situation is that the Banks and Financial Institutions hesitate in lending to the operators of Construction Industry or alternatively lend in absence of authentic and reliable inputs. Either of the situations is detrimental to the overall growth of the industry and thus, the economy. Managing risks in construction projects has been recognized as a very important process in order to achieve project objectives in terms of time, cost, quality, safety and environmental sustainability. Project risk management is an iterative process: the process is beneficial when is implemented in a systematic manner throughout the lifecycle of a construction project, from the planning stage to completion.

The Company has a healthy risk management framework, having a mandated risk management committee which regularly monitors the risk and advises on corrective action to be taken. The Company's risk management framework, with several levels of risk ownership, involves the identification, evaluation and management of risks. The Company believes in four alternative strategy- risk avoidance, risk transfer, risk mitigation, and risk acceptance, for treating risks in its projects. In order to avoid risk, the Company may opt for turning down a project if the risks outweigh the potential rewards.

Overall, risk management is integrated with business processes to ensure that risks are adequately managed, while ensuring that the regulatory and other compliance requirements are met.

The major identified risk areas for Simplex are tendering, project execution, and procurement of materials, finance-liquidity related issues, foreign exchange transactions, market, interest rate & credit risk, personnel and IT. Moreover, the risks to the Company's businesses can arise from changes in technologies, evolution in business models as well as intensified competition. While the Company is equipped to deal with these risks and manage these aspects suitably, residual risks will remain to be dealt with on an ongoing basis.

### INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has internal control system which is commensurate with the nature, size and complexity of the business, both at the entity level and process level and assists the Company in achieving predictable and desired outcomes. The internal controls are aligned with the strategy of the Company, dynamics of constant challenges and the resultant evolving business needs. The Company's internal controls framework ensures integrity in conducting its business, safeguarding its assets, timely preparation of reliable financial information, accuracy and completeness in maintaining accounting records and prevention and detection of frauds and errors monitored through a set of detailed policies and procedures.

The primary responsibility for establishing, operating and upgrading the Internal Controls System is on the executive management and is extended by internal audits, standard operating procedures, management reviews, on an ongoing basis. The purpose of internal control is to ensure the reliability of the Group's financial reporting, efficiency and profitability of operations and compliance with legislation and other regulations.

### HUMAN RESOURCE DEVELOPMENT

People across the organization are the Company's true assets and means to achieve its objectives and goals.

It has been a constant endeavor of the Company to provide its employees a conducive work environment that helps them deliver their best. The culture of learning and development carefully fostered by the Company has continuously encouraged the employees to enhance their skill sets and expand their domain knowledge. People power continues to be crucial even when there have been shifts on the technology front.

Human resource management plays a crucial role in the construction industry, just as it does in any other industry. It involves the effective management of the workforce to ensure the successful completion of construction projects within budget and on schedule. Due to the technical nature of construction work, training and development programs are essential. The Company has a team which identifies skill gaps among workers and provides appropriate training to enhance their skills and knowledge. This includes safety training, equipment operation training, and professional development programs. Safety is a top priority of the Company. The HR team works closely with project managers and safety officers to implement comprehensive safety programs which includes conducting safety training, enforcing safety protocols, and ensuring compliance with occupational health and safety regulations. The use of technology is taken a step further to train workers. Simulation-based training is provided to workers for handling specialized equipment and for making them accustomed to unknown terrains and work conditions. Simplex enjoys a very low attrition rate as the employees have been associated with the Company for an average of 15 years. As on 31<sup>st</sup> March 2024, the Company has 1468 employees in its payroll which includes contractual, regular, trainees and job appointees.

### FINANCIAL PERFORMANCE

During the year under review, on standalone basis, revenue from operations were Rs.10109 mns as against Rs.15465 mns in the previous year. The Company reported loss after exceptional items and before tax of Rs. 1035 mns as against Rs. 8602 mns in the previous financial year and net loss for the year was Rs.719 mns as against Rs.5062 mns in previous financial year. Other Comprehensive Income for the year (net of tax) is Rs.37 mns as against Rs.225 mns in the previous year. After considering other comprehensive income, total comprehensive loss stood at Rs. 682 mns as against Rs. 4837 mns in the previous year.

On a consolidated basis, the revenue from operations was Rs.13885 mns as against Rs.18738 mns in the previous year. Loss before tax was Rs.1034 mns as compared to Rs. 8246 mns in the previous year and loss for the year was Rs.723 mns as against Rs.4710 mns in the previous year. Other Comprehensive Income for the year (net of tax) is Rs. 35 mns as against Rs.220 mns in the previous year. After considering Other Comprehensive Income, Total Comprehensive Loss stood at Rs. 688 mns as against Rs.4490 mns in the previous year.

## FINANCIAL RATIOS

In accordance with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key sector-specific financial ratios. There have been significant changes in following key sector-specific financial ratios.

Particulars	Standalone			Consolidated		
	2024	2023	Change in %	2024	2023	Change in %
Net Debt-Equity Ratio	32.71	20.75	57.64	30.53	19.63	55.53
Debt service coverage ratio (DSCR)	(0.50)	(0.06)	733.33	(0.51)	(0.02)	2450.00
Return on equity ratio	(0.29)	(0.96)	(69.79)	(0.27)	(0.89)	(69.67)
Net Capital Turnover Ratio	(0.78)	(1.66)	(53.01)	(1.16)	(2.10)	(44.60)
Net Profit Ratio	(0.07)	(0.33)	(78.79)	(0.05)	(0.25)	(79.18)

The reason for such variance is as follows:

- (i) **Net-Debt Equity Ratio:** change in ratio resulted primarily for decrease in equity arising on account of increase in loss and increase in borrowings during the year.
- (ii) **Debt service coverage ratio (DSCR):** change in ratio resulted due to decrease in interest expenses.
- (iii) **Return on equity ratio:** change in ratio resulted from increase in net loss and decrease in average equity during the year.
- (iv) **Net Capital Turnover Ratio:** change in ratio resulted from decrease in revenue from operations and average working capital.

## FUTURE OUTLOOK

Sustainability continues to be a business imperative for the construction industry. E&C companies face a multidimensional challenge on this front as they adapt to evolving market trends and environmental regulations and meet customer demands while also preventing construction costs from accelerating too rapidly. Despite the challenges, the construction sector remains vital to India's economy. It contributes significantly to the country's GDP and plays a crucial role in building the nation's infrastructure. The projected growth is likely to be driven by the country's ongoing urbanization, infrastructure development needs, and government initiatives aimed at boosting the construction sector. With the right policies and investments, the sector has the potential to create millions of new jobs and contribute even more to India's economic development in the coming years. This includes investments in skill development, adoption of new technologies, and initiatives to improve worker safety and welfare.

In conclusion, while the construction sector in India faces several challenges, its significant role in providing employment and driving economic growth cannot be overstated. The sector's evolution will be a key area to watch in the coming years, as it navigates its challenges and capitalizes on its opportunities.

## CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis report concerning our future growth prospects are forward looking statements, which are subject to a number of risks, uncertainties and assumptions that could cause actual results to differ materially from those contemplated in such forward-looking statements. Neither our company, nor our Directors, nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after this date or to reflect the occurrence of underlying events even if the underlying assumptions do not come to fruit.

# REPORT ON CORPORATE GOVERNANCE

## COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Simplex Infrastructures Limited ('Simplex') believes that Corporate Governance is an integral part of doing business to achieve long-term corporate goals and to enhance stakeholders' value. The Company believes that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics. The Company's business objective and that of its management and employees is to provide customer satisfaction through the Company's quality services. In addition to compliance with regulatory requirements, Simplex endeavors to ensure that highest standards of ethical conduct are met throughout the organization. The principles of good Corporate Governance through accountability, integrity and transparency have always been followed by the Company.

## GOVERNANCE STRUCTURE

The governance structure of the Company is based on the principles of freedom to the executives, within a given framework to ensure that the powers vested to them are exercised with due care and responsibility, to meet the expectations of all stakeholders. The Corporate Governance structure at Simplex is as follows:

- 1. Board of Directors:** The Board is at the core of Company's corporate governance practice and is entrusted with an ultimate responsibility of the Management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides vision, leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosures.
- 2. Committees of the Board:** The Board has constituted the following Committees viz, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility (CSR) Committee and Committee of Directors. Each of the said Committee has been mandated to operate within a given framework.

- 3. Other Committee:** The Board has voluntarily constituted Risk Management Committee to operate within a given framework.

## THE BOARD OF DIRECTORS

### Composition and category of Directors

As on 31<sup>st</sup> March, 2024, the Board comprises of 6 Directors, out of which one is Executive Director and rest are Non-Executive Directors. Out of Non-executive Directors, three are Independent Directors including one woman Director, two are Non Executive Non-Independent Directors, out of which one is the Chairman, who is a Promoter Director.

The composition of the Board during the financial year was in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

### Independent Directors

Considering the requirement of skill sets on the Board, experienced eminent people having an independent standing in their respective field, who can effectively contribute to the Company's business have been appointed as Independent Directors. They have vast experience in finance and accounts, corporate, secretarial, legal and management and because of their association the Board has been enriched with wide range of skills, which adds value to the entire decision-making process of the Board and enhances transparency. None of the Independent Directors on the Board of the Company have any pecuniary or business relationship with the Company other than receiving sitting fees. None of the Directors are related to each other.

Every Independent Director, fulfills the conditions of independence specified in Section 149 of the Companies Act, 2013 (the Act) and Regulation 16 (1)(b) of the Listing Regulations and gives a declaration to this effect at the first meeting of the Board of Directors in every financial year. Further, it is confirmed that in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Listing Regulations and are independent of the Management. A formal letter of appointment to Independent Directors as provided in Companies Act, 2013 has been issued and

displayed on website of the Company viz. www.simplexinfra.com. Moreover, the familiarization programme imparted to the Independent Directors is also displayed at the website of the Company.

The Independent Directors of the Company have registered themselves with the data bank maintained by Indian Institute of Corporate Affairs (IICA) in terms of Section 150 of

the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014.

The Company has defaulted in redemption of debentures on the due date and payment of interest due thereon and such failure to pay or redeem had continued for more than one year. Consequently, re-appointment of a Director of the Company is not in accordance with the provision of section 164(2)(b) of the Act.

**The details of composition of the Board, Number of Board Meetings, Attendance of Directors, Directorship, Committee positions held and shareholding in the Company as on 31<sup>st</sup> March, 2024 is given below:**

Name of the Directors	Status	Number of Board Meetings attended (out of six meetings held during the year)	Attendance at the last AGM held on 28 <sup>th</sup> September, 2023	Directorships held in other Public Limited Companies incorporated in India	Committee positions held in other Indian Public Limited Companies (Refer Note 1)		Shareholding in the Company
					As Chairman	As Member	
Mr. Rajiv Mundhra	Promoter & Chairman	6	Present	-	-	-	9382990
Mr. S. Dutta	Non-Independent Executive Director	6	Present	-	-	-	500
Mr. Sheo Kishan Damani (Refer Note 3)	Non-Executive Independent Director	1	N.A.	-	-	-	-
Mr. Pratap Kumar Chakravarty	Non-Executive Independent Director	6	Present	-	-	-	-
Mrs. Indra Biswas	Non-Executive Independent Director	6	Present	-	-	-	-
Dr. Dinabandhu Mukhopadhyay	Non-Executive Independent Director	6	Present	-	-	-	-
Mr. Shamik Das Gupta	Non-Executive Non Independent Director	6	Present	-	-	-	-

**Notes:**

1. Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than Simplex Infrastructures Limited
2. None of the Directors of the Company are related inter-se.
3. Mr. Sheo Kishan Damani ceased to be the Director of the Company w.e.f. 25<sup>th</sup> April, 2023.

**Board Meetings**

**Agreement binding listed entities**

Persuant to Regulation 30A of the listing Regulation, no agreement has been entered or executed by the shareholders, promoters, promoters group entities, related parties, directors, key managerial personnel and employees of the Company.

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. In the Financial Year 2023-2024, the Board met six times. The meetings were held on 25<sup>th</sup> April, 2023, 30<sup>th</sup> May, 2023, 14<sup>th</sup> August, 2023, 26<sup>th</sup> September, 2023, 14<sup>th</sup> November, 2023 and 13<sup>th</sup> February, 2024. The interval between two Meetings was within the maximum period mentioned under Section 173 of the Act and Regulation 17(2) of the Listing Regulations.

The Company provides the information as set out in Regulation 17 (7) read with Part A of Schedule II of the Listing Regulations to the Board and Committees of the Board to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions at the Board Meetings.

The important decisions taken at the Board/Committee of the Board Meetings are communicated to the concerned department/division. Sr. Vice President and Company Secretary attends the Board / Committee(s) Meetings and advises regarding compliance with applicable laws and governance.

**Skills/Expertise/Competencies of the Board**

Considering the nature of business of the Company and the sector and economic environment in which it functions, the skills/ expertise/ competencies required by the Board of Directors include knowledge about engineering, construction, accounts and finance, taxation, internal audit and general business administration, at micro-level. At macro-level, the Board of Directors requires the knowledge and expertise about the economic situations prevailing in the countries of the operation, management and experience of running a business.

The Board of Directors of the Company comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board consists of a judicious mix of Directors who are Chartered Accountants, Company Secretaries and Cost Accountants, by qualification and seasoned businessmen with vast experience in the field of

corporate restructuring, accounts, finance, taxation, auditing and overall business administration and management.

**Board Skill Matrix**

The Board have identified the following parameters with respect to skills/ expertise/ competence that are available with the Board in the context of the business and sector for it to function effectively:

Sr. No.	Experience/ Expertise/ Attribute	Comments
1.	Industry knowledge and experience	Should possess domain knowledge in businesses in which the Company participates. Must have the ability to leverage the developments in the areas as appropriate for betterment of Company's business.
2.	Leadership	Should continuously monitor activities and operations of the Board and should ensure that they are efficient and effective. There should be approach of openness and transparency among the members of the Board. Report information about the Company in accurate and in a timely manner. Should be individually and collectively accountable for actions and decisions of the Board.
3.	Functional Expertise	Should possess ability to obtain, analyze, interpret and use data/information effectively to develop plans and take appropriate decisions with respect to interpretation of financial statements and accounts in order to assess the financial health of an organization; build operational excellence by constantly focusing on upgrading methods, technology, costs, quality. Monitor/review performance for better results and focus on a culture for zero tolerance; maximize technology usage to create robust processes, minimize ambiguity & encourage inter-dependence and seamless working across departments and assess the costs & risks involved with regard to existing & potential business proposition, while evaluating the sources of finance available to an organization vis-à-vis their related merits and risks.
4.	Corporate Governance	Corporate governance refers to the rules, practices and processes used to govern a company by the Board. An Individual should be accountable for decision making and work practices of the Board. To ensure that all stakeholders are protected.

The mapping of the Skill Matrix for all Directors is as follows:

Name of the Director	Skill Attribute			
	Industry knowledge and experience	Leadership	Functional Expertise	Corporate Governance
Mr. Rajiv Mundhra	√	√	√	√
Mr. Sukumar Dutta	√	√	√	√
Mr. Pratap Kumar Chakravarty	√	√	√	√
Mrs. Indira Biswas	√	√	√	√
Dr. Dinabandhu Mukhopadhyay	√	√	√	√
Mr. Shamik Dasgupta	√	√	√	√

## GOVERNANCE CODES

### Code of Conduct

The Code of Conduct of Simplex Infrastructures Limited emphasizes the Company's commitment to ensure compliance with the highest standards of legal and ethical behaviour. The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct.

A declaration to this effect signed by Mr. Rajiv Mundhra, Chairman of the Company is annexed with this report.

### Insider Trading Code

The Company has in place Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct for Trading by Insiders in Securities of the Company pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 which have been revised pursuant to the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018. All the Directors, Promoters, employees and third parties such as auditors, consultants etc. who may have access to the unpublished price sensitive information of the Company are governed by this code.

### Others

The Company has in place a Policy for Determination of Materiality of Events or Information pursuant to the Listing Regulations.

The Company also has in place 'Policy for Determining Material Subsidiaries' and 'Policy on Related Party Transactions'.

Necessary changes were made in the existing policies of the Company, to make them in line with the amendments in the SEBI Listing Regulations.

All the above Codes/ Policies, as required by the SEBI Listing Regulations, are displayed on the website of the Company at [www.simplexinfra.com](http://www.simplexinfra.com)

## COMMITTEES OF THE BOARD

The Board of Directors have constituted Committees of Board to focus and deal with specific areas and activities of the Company which require a closer review and make informed decisions within the delegated authority. The Committees are formed with approval of the Board and functions under their respective framework. These Committees play an important role in the overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, as and when required, and take necessary steps to perform its duties entrusted by the Board. The minutes of the Committee Meetings are placed before the Board for noting.

The Board currently has the following mandatory and non-mandatory Committees:

### Mandatory Committees:-

#### (A) Audit Committee

##### Composition

The Board has constituted a well-qualified Audit Committee of the Board of Directors ("the Audit Committee"). The Members of the Committee includes senior Chartered Accountants/Cost Accountants/ Company Secretary who are financially literate, with vast knowledge and expertise in accounts, finance, taxation, audit and business management etc. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Act and the provisions of Regulation 18 of the Listing Regulations.

The Audit Committee as on 31<sup>st</sup> March, 2024 comprises of Mr. P.K. Chakravarty, Independent Director as Chairman of the Committee, Mrs. Indira Biswas, Independent Director, and Mr. S. Dutta, Whole-time Director & CFO. The Committee is entrusted with the responsibility to supervise and monitor the Company's internal controls and financial reporting process. The committee oversees the work carried out in the financial reporting process by the Management, internal auditors and statutory auditors. Further, it functions in accordance



with its terms of reference that defines its authority, responsibility and reporting function.

The Head of Internal Audit is invited to the meetings of the Audit Committee. The Statutory Auditors are also invited to the meeting. Sr. Vice-President & Company Secretary of the Company acts as the Secretary to the Committee. The minutes of the Audit Committee meetings are noted by the Board of Directors at the subsequent board meetings.

### Meetings and Attendance

The Audit Committee met four times during the Financial Year 2023- 24. The maximum gap between two Meetings was not more than 120 days. The Committee met on 30<sup>th</sup> May, 2023, 14<sup>th</sup> August, 2023, 14<sup>th</sup> November, 2023 and 13<sup>th</sup> February, 2024. The requisite quorum was present at all the Meetings. The Chairman of the Audit Committee was present at the Annual General Meeting of the Company held on 28<sup>th</sup> September, 2023 to answer shareholders queries.

The Table below provides the attendance of the Audit Committee members:

Name of Directors	Position	Meetings Attended
Mr. Pratap Kumar Chakravarty	Chairman	4
Mr Sukumar Dutta	Member	4
Mrs. Indira Biswas	Member	4

The Company has formulated a vigil mechanism (whistle blower policy) for its Directors and employees of the Company for reporting genuine concerns about unethical practices and suspected or actual fraud or violation of the Code of Conduct of the Company as prescribed under the Act and Regulation 22 of Listing Regulations. A copy of the said policy is available on the website of the Company viz. [www.simplexinfra.com](http://www.simplexinfra.com).

### Terms of Reference

The terms of reference of the Audit Committee cover all the areas mentioned under section 177 of the Act and Regulation 18 read with Part C of Schedule II of Listing Regulations. The broad terms of reference of the Audit Committee therefore include review of financial results, statements and disclosure and recommend the same to the Board, review of internal audit reports and discuss the same with internal auditors, review internal control systems and procedures, evaluation of

internal control systems and risk management systems and their effectiveness, the scope of audit, post audit discussion, auditors independence, audit qualifications if any, changes in accounting policies and practices, recommendation for the appointment of Statutory and Cost Auditors and their remuneration, recommendation for the appointment and remuneration of Internal Auditors, reviewing and approval of related party transactions, compliance of listing regulations. The Terms of Reference of the Audit Committee was revised to consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

## (B) Nomination and Remuneration Committee

### Composition

As on 31.03.2024, the Nomination and Remuneration Committee comprises of three Directors. Mrs. Indira Biswas, Independent Director is the Chairperson of this Committee. The table below highlights the composition and attendance of the Members of the Committee. The requisite quorum was present at all the Meetings. Mr. B. L. Bajoria, Sr. Vice President & Company Secretary of the Company acts as Secretary to the Committee. The composition of the Committee is in conformity with section 178 of the Act and Regulation 19 of Listing Regulations.

### Meeting and Attendance

The Committee met two times during the year on 25<sup>th</sup> April, 2023 and 30<sup>th</sup> May, 2023. The requisite quorum was present at the Meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on 28<sup>th</sup> September, 2023.

The table below provides the attendance of the Nomination and Remuneration Committee members:

Name of Directors	Position	Meetings Attended
Mrs. Indira Biswas	Chairperson	2
Mr. Rajiv Mundhra	Member	2
Mr. Pratap Kumar Chakravarty	Member	2

### Terms of Reference

The terms of reference of the Nomination and Remuneration Committee are in conformity with Section 178 of the Act and Regulation 19 of the

Listing Regulations. The broad terms of reference of the Committee is recommending a policy relating to remuneration of whole-time directors and senior management personnel of the company, formulating the criteria and identifying persons who may be appointed as directors or senior management personnel of the company, formulating the criteria of performance evaluation of the Board, Committees of the Board and Whole-time Directors.

### **Nomination and Remuneration Policy of the Company:**

The salient features of Nomination and Remuneration Policy of the Company is given below:

#### **a. Objective**

This Policy has been formulated in compliance with Section 178 of the Act read with the applicable rules thereto and Clause 49 of the earlier Listing Agreement and the same is in consonance with Listing Regulations.

#### **b. Responsibility of Nomination and Remuneration Committee**

- Formulating framework and/or policy for remuneration, terms of employment including service contracts, etc for Executives and reviewing it on a periodic basis;
- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Director;
- Identifying persons who are qualified to become directors and who may be appointed as Executives in accordance with the criteria laid down in this policy, recommend to the Board their appointment and removal and carry out their evaluation;
- Formulating terms for cessation of employment and ensure that any payments made are fair to the individual and the company.

#### **c. Procedure for selection and appointment of the Board Members/KMP/Senior Personnel**

The Committee shall identify and ascertain the integrity, qualification, expertise and experience

of the person for appointment as Directors or KMP and recommend to the Board his/ her appointment. In case of Senior Personnel, the Committee recommends his/her appointment to the respective Department.

#### **d. Criteria for Determining Qualifications, Positive Attributes of Independent Director**

- **Qualification:** An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, engineering, administration, corporate governance, operations or other disciplines related to the company's business.
- **Positive Attributes:** An Independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the company in implementing the best corporate governance practices.
- **Independence:** An Independent director should meet the requirements of the Act, and Listing Regulations concerning independence of directors.

#### **e. Compensation Structures**

##### **● Remuneration to Executive Directors & Key Managerial Personnel(s) (KMPs):**

The Company has a standard framework in respect of the remuneration of the Whole Time Directors (WTDs), Key Managerial Personnel(s) (KMPs) and Senior Management Personnel(s) (SMPs). Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards. The remuneration determined for WTDs and KMPs are subject to the approval of the Board of Directors/ Shareholders in due compliance of the provisions of the Act. In case of default, the

prior approval of the bank or public financial institutions concerned or the non-convertible debenture holders or other secured creditors, as the case may be, shall be obtained by the Company. The Executive Directors are neither paid sitting fee nor any commission.

- **Remuneration to Non-Executive Directors**

Non-Executive Directors / Independent Directors receive remuneration by way of sitting fee for attending meetings of the Board or Committee thereof or any other meeting for any other purpose whatsoever as may be decided by the Board. The Non-Executive Directors are paid sitting fees at the rate of Rs.20,000 for meetings of Board of Directors, Rs.15,000 for meeting of Audit Committee and Rs.10,000 for meeting of every other Committee. The Non-Executive Director/ Independent Directors do not have any material pecuniary relationship or transactions with the Company.

**f. Composition of remuneration to Executive Directors, KMPs & Senior Management Personnel(s)**

- **Fixed Pay** - Executive Directors & KMP shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee subject to the provisions of the Act. It should be set at a level aimed at attracting and retaining executives with professional and personal competences required to drive the Company's performance.
- **Perquisites** - It includes inter-alia accommodation, leave travel concession, club fees, leave encashment, gratuity, etc in accordance with policy of the Company.

Presently, the Company does not have a stock options scheme for its Directors. The criteria for determining remuneration for Non-Executive Directors is displayed on the Company's website viz. [www.simplexinfra.com](http://www.simplexinfra.com)

The table below provides the remuneration paid/payable to the Directors for the services rendered during the financial year 2023-24.

**(A) NON-EXECUTIVE DIRECTORS**

Sl. No.	Name of Director	Sitting Fees (in ₹)
1.	Mr. Sheo Kishan Damani*	30,000
2.	Mr. P.K.Chakravarty	2,80,000
3.	Mrs. Indira Biswas	2,80,000
4.	Dr. Dinabandhu Mukhopadhyay	1,80,000
5.	Mr. Shamik Das Gupta	1,20,000
6.	Mr. Rajiv Mundhra**	Nil
	<b>Total</b>	<b>8,90,000</b>

\* Mr. Sheo Kishan Damani ceased to be the Director of the Company w.e.f. 25<sup>th</sup> April, 2023 from the close of business hours.

\*\* Mr. Rajiv Mundhra waived his sitting fees during the financial year 2023-2024.

**(B) EXECUTIVE DIRECTORS**

1. Mr. Sukumar Dutta's salary of Rs. 37,08,100/- paid/payable during the year is for the F.Y. 2022-2023

The appointment of Whole-time Director is governed by resolutions passed by the Board and the Shareholders of the Company, which cover the terms and conditions of such appointment read with the service rules of the Company. The appointment of Mr. S. Dutta may be terminated by six months and three months notice by either side.

**Performance Evaluation**

Pursuant to the provisions of the Act and Regulation 17 of the Listing Regulations, the Board has carried out the annual evaluation of its own performance, its Committees and Directors individually. A structured evaluation questionnaire was prepared, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance. The performance evaluation of the Chairman and Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process and the overall functioning of the Board, its various committees and with the performance of other Directors.

All Independent Directors met separately on 14<sup>th</sup> March, 2024 and reviewed the performance of Chairman of the Company, taking into consideration the views of Whole-time Directors. The Directors appreciated the leadership of Mr. Rajiv Mundhra and were of the view that he is playing a vital role in strategic management of the Company.

**(C) Stakeholders' Relationship Committee****Composition, Meetings and Attendance**

The Stakeholders' Relationship Committee comprises of three Directors. Dr. Dinabandhu Mukhopadhyay, Independent Director is the Chairman of this Committee. The table below highlights the composition and attendance of the Members of the Committee. The requisite quorum was present at all the Meetings. Mr. B. L. Bajoria, Sr. Vice President & Company Secretary is the Compliance Officer of the Company. The composition of the Committee is in compliance with the Act and Regulation 20 of Listing Regulations.

The Committee met four times during the year on 30<sup>th</sup> May, 2023, 14<sup>th</sup> August, 2023, 14<sup>th</sup> November, 2023 and 13<sup>th</sup> February, 2024. The composition of the Committee and attendance at the meetings held during the year are stated below:

Name of Directors	Position	Category	Meetings attended
Dr. Dinabandhu Mukhopadhyay	Chairman	Independent Director	4
Mr. Sukumar Dutta	Member	Whole-time Director	4
Mrs. Indira Biswas	Member	Independent Director	4

A summarized position with regard to share holders complaints is given below:

Particulars	No. of Complaints
As on 1 <sup>st</sup> April, 2023	NIL
Received during the year	NIL
Attended to / resolved during the year	NIL
Pending as on 31 <sup>st</sup> March, 2024	NIL

**(D) Corporate Social Responsibility (CSR) Committee****Composition**

The CSR Committee comprises of three Director. Mr. Rajiv Mundhra, Chairman, is the Chairman of the Committee. The other members of the CSR Committee include Mr. P.K.Chakravarty, Independent Director and Mr. S. Dutta, Whole-time Director & CFO. The Composition of CSR Committee is in accordance with the provisions of Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The change in the composition of the committee after 31<sup>st</sup> March, 2024 is shown in the below table.

As per Section 135 of the Act, the Company has to spend at least 2% of the average net profits of the Company made during the three immediately preceding financial years. However, the Company has incurred losses and has negative average net profit of three immediately preceding financial years. Therefore the Company was not required to spend any amount towards corporate social responsibility. The details of the CSR Committee composition and other details are mentioned in Annexure-2 of the Directors' Report. The Company has formulated CSR Policy, which is uploaded on the website of the Company viz. [www.simplexinfra.com](http://www.simplexinfra.com).

The composition of the Committee is stated below:

Name of Directors	Position	Meetings Attended
Mr. Rajiv Mundhra	Chairman	1
Mr. Sukumar Dutta	Member	1
Mr. Pratap Kumar Chakravarty	Member	1

**Non-Mandatory Committees:-****(A) Committee of Directors**

The Board of Directors has delegated its certain powers to the Committee of Directors. As on 31<sup>st</sup> March, 2024, the Committee comprises three Directors. The Committee met five times during the year under review on 12<sup>th</sup> May, 2023, 17<sup>th</sup> July, 2023, 18<sup>th</sup> September, 2023, 06<sup>th</sup> December, 2023 and 24<sup>th</sup> January, 2024.

The composition of the Committee of Directors and the attendance at the meetings out of five meetings held during the year are stated below:

NAME OF DIRECTORS	MEETINGS ATTENDED
Mr. Rajiv Mundhra	5
Mr. Sukumar Dutta	5
Mr. Pratap Kumar Chakravarty	5

**(B) Risk Management Committee**

The Board of Directors had constituted a Risk Management Committee pursuant to the requirement of the erstwhile Clause 49 II (VII) of the Listing Agreement with Stock Exchanges. However, Regulation 21 of the Listing Regulations provides that the requirement to constitute Risk Management Committee shall be applicable to top 1000 w.e.f. 01.04.2020 listed entities determined on the basis of market capitalization as at the end of immediate previous financial year. Pursuant

to Regulation 21 of the Listing Regulations, the Company need not to constitute a Risk Management Committee but for risk assessment and its minimization, the Company decided to continue to have the Risk Management Committee. The Committee met two times during the year under review on 14.08.2023 and 13.02.2024.

The composition of the committee as on 31<sup>st</sup> March 2024 is stated below:

Name of Members	Position	Meetings Attended
Mr. Rajiv Mundhra	Chairman	2
Mr. Sukumar Dutta	Whole-time Director & CFO	2
Mrs. Indira Biswas	Non-Executive Independent Director	2
Mr. Nand Kishore Kakani	Sr. Executive Director	2

## GENERAL BODY MEETINGS

### (a) Location and time of the last three AGMs held:

YEAR	VENUE	DATE	TIME	SPECIAL RESOLUTION PASSED
2022-2023	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	28 <sup>th</sup> September, 2023	3.00 pm	YES
2021-2022	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	28 <sup>th</sup> September, 2022	3.00 pm	YES
2020-2021	Through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	30 <sup>th</sup> September, 2021	3.00 pm	YES

### (b) Postal Ballot

During the year, one postal ballot process was conducted by Notice dated 25<sup>th</sup> April, 2023 pursuant to Section 110 of the Companies Act, 2013 read with the Relevant Rules.

Three Ordinary Resolutions were passed by postal ballot:-

#### (i) Appointment of Mr. Shamik Dasgupta (DIN-01127296) as Director of the Company

Type of Resolution	No of Votes Cast			No of total valid Postal Ballot Forms/E-Votes received
	For	Against	Invalid	
Ordinary Resolution	39904967	5768	2	39910735

#### (ii) Alteration in the terms and conditions of the continuation of Mr. Rajiv Mundhra as Non-Executive Chairman of the Company, not liable to retire by rotation

Type of Resolution	No of Votes Cast			No of total valid Postal Ballot Forms/E-Votes received
	For	Against	Invalid	
Ordinary Resolution	6369721	5070846	2	11440567

#### (iii) To approve requests received from Mr. Bithal Das Mundhra, Mrs. Yamuna Mundhra, Mrs. Savita Bagri, Mr. Amitabh Das Mundhra, Mrs. Savita Devi Mundhra and Mrs. Anuja Mundhra, persons belonging to Promoters/ Promoter Group for re-classification from "Promoters /Promoter Group" category to "Public" category

Type of Resolution	No of Votes Cast			No of total valid Postal Ballot Forms/E-Votes received
	For	Against	Invalid	
Ordinary Resolution	6385184	5055383	2	11440567

Mr. Atul Kumar Labh, Company Secretary in Practices, was the Scrutinizer for all the above postal-ballot processes.

## MEANS OF COMMUNICATION

In compliance with the requirements of Regulation 33 of the Listing Regulations, the Company regularly intimates quarterly/ yearly financial results to the Stock Exchanges immediately after they are approved by the Board of Directors. Further coverage is given for the benefit of the shareholders and investors by publication of the financial results in English daily, Financial Express and Bengali daily, Dainik Statesman/ Ekdin. The financial results, official press releases and presentation made to the institutional investors or/and analysts are posted on the website of the Company– [www.simplexinfra.com](http://www.simplexinfra.com).

A separate dedicated section under “Investors”, on the Company’s website gives information on unclaimed dividends, shareholding pattern, quarterly/half yearly results and other relevant information of interest to the investors / public.

The Management Discussion and Analysis forms part of the Annual Report, which is sent to the shareholders of the Company.

## PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGE DURING THE YEAR

### 1. List of Senior Management Personal as on 31/03/2024 is as follows:

Name	Designation
Mr N.K.Kakani	Sr. Executive Director
Mr. Amiyo Kumar Chatterjee	Sr.Executive Director
Mr. Samiran Kumar Bhattacharyya	Executive Director (Accounts & Finance)
Mr. Ashish Basu	Executive Director (Admin) *
Mr. Satya Narayan Rathi	Executive Director (Procurement)
Mr. Arun Kumar Kundu	Technical Director
Mr. Parimal Kanti Das	Technical Director
Mr. Gautam Kar	Technical Director
Mr.Kaustab Chakraborty	Technical Director
Mr. Sanjay Roy	Technical Director
Mr. B.L.Bajoria	Sr.Vice President & Company Secretary

### 2. Change in senior management personnel during the year:

- \*a. Mr. Ashish Basu has been elevated to Executive Director (admin) from Senior Vice President.
- b. Mr. Jugal Kishore Bagaria, Executive Director (Commercial),senior management personnel as on 31/03/2023, expired on 30.05.2023

## GENERAL SHAREHOLDER INFORMATION

<b>AGM Date and Time</b>	21 <sup>st</sup> September, 2024 at 2.00 PM
<b>AGM Venue</b>	Through Video Conferencing (“VC”) or Audio Visual Means (“OAVM”) at Registered Office
<b>Financial Year</b>	April 1, 2023 to March 31, 2024
<b>Book Closure Dates</b>	15 <sup>th</sup> September, 2024 to 21 <sup>st</sup> September, 2024 (both days inclusive)
<b>Address for correspondence</b>	Secretarial Department Simplex Infrastructures Limited “Simplex House”, 27 Shakespeare Sarani, Kolkata-700017 Tel No :- 033 23011600, 033 2289-1476-81, 033 71002216 Email: <a href="mailto:secretarial.legal@simplexinfra.com">secretarial.legal@simplexinfra.com</a>
<b>Website</b>	<a href="http://www.simplexinfra.com">www.simplexinfra.com</a>
<b>Registrar and share transfer Agent</b>	MCS Share Transfer Agent Limited, 383, Lake Gardens, 1 <sup>st</sup> Floor, Kolkata-700045

**Details of Shares listed on Stock Exchanges as on March 31, 2024**

Equity shares	Stock Code/Symbol
The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata- 700001	29053
BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	523838
National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051	SIMPLEXINF

Listing fees for the year 2023-24 have been paid to all the Stock Exchanges, where the shares of the Company are listed.

**Details regarding Non-Convertible Debentures**

During the financial year ended 31<sup>st</sup> March, 2024, the company did not raise any fund by way of issuing Debentures.

**Debentures  
Trustee of the  
Company for  
the debentures  
issued earlier**

**Vistra ITCL (India) Limited  
(Formerly IL &FS Trust Company Limited)  
The Qube, 6<sup>th</sup> floor,  
A wing, Hasan Pada Road,  
Mittal Industrial Estate,  
Marol, Andheri (E),  
Mumbai – 400059  
Tel No:- 022 26593535**

**Stock Prices Data and Performance of Company's Share Prices Vis-a-Vis BSE and Sensex, NSE and Nifty****(i) BSE Limited**

Month	High (₹)	Low (₹)	Close (₹)	Sensex (closing)
April 2023	42.65	33.06	33.46	61112.44
May 2023	38.85	32.50	33.30	62622.24
June 2023	37.95	32.55	34.12	64718.56
July 2023	35.95	29.75	32.17	66527.67
August 2023	63.46	30.99	56.09	64831.41
September 2023	68.64	52.00	63.00	65828.41
October 2023	68.90	57.16	65.45	63874.93
November 2023	81.49	65.71	81.49	66988.84
December 2023	86.46	71.14	79.62	72240.26
January 2024	93.00	75.66	85.06	71752.11
February 2024	116.00	82.65	105.74	72500.30
March 2024	103.65	81.90	102.45	73651.35

**(ii) National Stock Exchange of India Ltd.**

Month	High (₹)	Low (₹)	Close (₹)	Nifty (₹) (Closing)
April 2023	40.60	33.00	33.30	18065.00
May 2023	38.80	32.75	33.00	18534.40
June 2023	37.30	32.75	34.00	19189.05
July 2023	35.25	29.80	32.30	19753.80
August 2023	63.50	30.55	54.70	19253.80
September 2023	68.80	51.55	62.75	19638.30
October 2023	68.50	57.65	63.35	19079.60
November 2023	80.75	65.30	80.75	20133.15
December 2023	86.25	70.35	80.15	21731.40
January 2024	93.45	76.05	84.70	21725.70
February 2024	115.80	81.80	106.90	21982.80
March 2024	104.80	81.95	102.55	22326.90

### Share transfer system:

The transfer of shares in physical form is processed and completed by Registrar & Transfer Agent within a period of 15 days from the date of receipt thereof provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Regulations, a Practicing Company Secretary carries out audit of the System of Transfer and a certificate to that effect is issued.

Pursuant to amendment in SEBI Listing Regulations, transfer of securities shall only be processed in dematerialized form, except in case of transmission or transposition of securities, w.e.f. 01.04.2019. However, investors are not barred from holding shares in physical form.

### Distribution of shareholding as on 31<sup>st</sup> March 2024

Shares Held	2024				2023			
	No. of share holders	% of total share Holders	No. of shares Held	% of share holding	No. of share holders	% of total share holders	No. of shares held	% of share holding
1-500	14051	84.70	1383031	2.42	16324	84.24	1763208	3.09
501-1000	1060	6.39	878564	1.54	1382	7.13	1119878	1.96
1001-10000	1158	6.98	3877331	6.78	1408	7.27	4331790	7.58
10001-50000	221	1.33	5049665	8.84	180	0.93	4066598	7.12
50001 & above	100	0.60	45954229	80.42	83	0.43	45861346	80.26
<b>TOTAL</b>	<b>16590</b>	<b>100</b>	<b>57142820</b>	<b>100</b>	<b>19377</b>	<b>100</b>	<b>57142820</b>	<b>100</b>

### Categories of Shareholders as on 31<sup>st</sup> March 2024:

Category	2024			2023		
	No. of Shareholders	% of share holding	No. of share held	No. of Shareholders	% of share holding	No. of share held
Promoters & Directors	11	49.82	28470663	11	49.82	28470663
UTI & Mutual Funds	1	0.94	535297	1	8.84	5048833
Foreign Institutional Investors	4	0.35	200762	4	0.26	150666
Non Resident Indians/Overseas Corporate Bodies	273	0.80	456587	329	0.97	557009
Corporates	205	19.38	11075641	181	12.11	6921883
Individuals/ Trustees/Clearing Member/HUF	16095	28.50	16286528	18849	27.82	15896847
Investor Education and Protection Fund (IEPF)	1	0.21	117342	1	0.17	96919
<b>TOTAL</b>	<b>19590</b>	<b>100</b>	<b>57142820</b>	<b>19376</b>	<b>100.00</b>	<b>57142820</b>

### Dematerialisation of shares and liquidity:

As on 31<sup>st</sup> March, 2024, 99.31% of the equity shares of the Company have been dematerialized. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories. As stipulated by SEBI, a qualified Practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The Company's ISIN No. is: INE059B01024

### Foreign Exchange Risk and hedging Activities

Whole-time Directors, Senior Executive Directors and Members of Risk Management Committee take hedging decisions on the basis of recommendation provided by treasury team on the basis of trend analysis and expected movements in market.



## List of Credit Ratings Obtained by the Company

During the year, the following credit ratings, along with revisions thereto, were obtained by the Company:

Sl. No.	Instrument/ Facility	Rating Agency	Amount (₹ Crores)	Rate Date	Rating
1.	Long Term Bank Facilities	CARE Ratings Limited	2,675.40	Opening	CARE D (Single D)
			2,675.40	22.11.2023	CARE D (Single D)
2.	Long/ Short-term Bank Facilities	CARE Ratings Limited	7,900.00	Opening	CARE D/CARE D (Single D/Single D)
			7,900.00	22.11.2023	CARE D/CARE D (Single D/Single D)
3.	Long Term Bank Facilities	Infomerics Valuation and Rating Pvt. Ltd.	2,600.00	Opening	IVR D (IVR Single D)
		Infomerics Valuation and Rating Pvt. Ltd.	2,600.00	29.08.2023	IVR D (IVR Single D)
4.	Short-Term Fund Based Facilities	Infomerics Valuation and Rating Pvt. Ltd.	75.00	Opening	IVR D (IVR Single D)
		Infomerics Valuation and Rating Pvt. Ltd.	75.00	29.08.2023	IVR D (IVR Single D)
5.	Non-Convertible Debentures – Series I - III	CARE Ratings Limited	495.00	Opening	CARE D (Single D)
			495.00	22.11.2023	CARE D (Single D)

## AFFIRMATIONS AND DISCLOSURES

- **Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large.**

All transactions entered into with the Related Parties as defined under the Act and Regulation 23 of the Listing Regulations during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Act. There were no materially significant transactions with Related Parties during the financial years. Related party transactions have been disclosed under the Note 30 of significant accounting policies and notes forming part of the Standalone Financial Statements in accordance with "IND AS". A statement in summary form of transactions with Related Parties in ordinary course of business and arm's length basis is periodically placed before the Audit Committee for review and approval. As required under Regulation 23(1) of the Listing Regulations, the Company has formulated a policy on dealing with Related Party Transactions. The said Policy was revised and adopted by the Board of Directors in line with the amendments in the Listing Regulations and the revised policy is available on the website of the Company viz. [www.simplexinfra.com](http://www.simplexinfra.com).

None of the transactions with Related Parties were in conflict with the interest of Company. All the transactions

are in the ordinary course of business and have no potential conflict with the interest of the Company at large.

- **Details of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchange or SEBI or any statutory authority, on any other matter related to the capital market during the last three years.**

There was no non-compliance during the last three years on any matter related to the capital market. Consequently, there were no penalties imposed nor strictures passed on the Company by stock exchanges, SEBI or any other statutory authority on any matter related to the capital market.

The Company generally complies with all the requirements specified in Regulations 17 to 27 and Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the Listing Regulations, as amended.

- **Vigil Mechanism/ Whistle Blower Policy**

Pursuant to Section 177(9) and (10) of the Act and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against

victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company’s website [www.simplexinfra.com](http://www.simplexinfra.com).

● **Compliance with mandatory requirements and adoption of discretionary requirements**

All mandatory requirements have been appropriately complied with. Adoption of discretionary requirements as specified in Part E of Schedule II of the Listing Regulations is being reviewed by the Board from time-to-time.

● **Compliance with Corporate Governance Requirement**

The Company is in generally compliance with all mandatory requirements under the Listing Regulations.

● **Weblink of Policy for determining ‘material’ subsidiaries**

Pursuant to Regulation 16(1)(c) of the Listing Regulations, the Company has formulated a Policy for determining “material” subsidiaries, which was amended during the year, in line with the amended Listing Regulations. The said policy is available on the website of the Company viz. [www.simplexinfra.com](http://www.simplexinfra.com).

● During the year under review the Company did not raise any fund at Preferential Allotment and Qualified Institutions Placement.

● Weblink of Policy on dealing with related party transactions- [www.simplexinfra.com](http://www.simplexinfra.com)

● **Certificate from Company Secretary in Practice certifying the eligibility of the Directors**

Certificate from Mr. A. K. Labh, Company Secretary in Practice, having ICSI Membership No. F4848, C.P. No. 3238, is enclosed as Annexure to this Report on Corporate Governance.

● **Total Fees for all services paid to the Statutory Auditors of the Company by the Company**

₹97.11 Lakhs

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

S. No.	Particulars	Number
a.	Number of Complaints filed during the Financial Year	NIL
b.	Number of Complaints disposed of during the Financial Year	N.A.
c.	Number of Complaints pending as on end of the Financial Year.	N.A.

## Declaration regarding Compliance by the Board Members and Senior Management Personnel with the Code of Conduct

To the best of my knowledge and belief, I hereby declare that all the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2024, as adopted by the Board of Directors.

Date: May 29, 2024

Place: Kolkata

**Rajiv Mundhra**

Chairman

## Auditors' Certificate regarding compliance of conditions of Corporate Governance

To  
The Members of,  
**Simplex Infrastructures Limited**

We have examined the compliance of conditions of Corporate Governance by Simplex Infrastructures Limited (hereinafter referred as "Company") for the Financial year ended March 31, 2024 as prescribed under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").

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

In our opinion, and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

For **BINAYAK DEY & CO**  
Firm Registration No -328896E  
Chartered Accountants

**Binayak Dey**  
Proprietor, M No 062177  
UDIN - 24062177BKAHWH4899

Place : Kolkata  
Date : May 29, 2024

## Certificate of Non-Disqualification of Directors

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To  
The Members of,  
**Simplex Infrastructures Limited**  
'Simplex House'  
27, Shakespeare Sarani  
Kolkata – 700017  
West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Simplex Infrastructures Limited** having CIN : L45209WB1924PLC004969 and having registered office at 'Simplex House', 27, Shakespeare Sarani, Kolkata – 700017, West Bengal (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has defaulted in redemption of debentures on the due date or payment of interest due thereon and such failure to pay or redeem had continued for more than one year. Consequently, all the Directors of the Company as on 31.03.2024 are in violation of Section 164(2)(b) of the Companies Act, 2013 ("Act") :

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Rajiv Mundhra	00014237	28.07.2003
2.	Sukumar Dutta	00062827	21.06.2001
3.	Indira Biswas	03401620	16.04.2021
4.	Pratap Kumar Chakravarty	09021538	13.02.2021
5.	Dinabandhu Mukhopadhyay	09778769	14.11.2022
6.	Shamik Dasgupta	01127296	25.04.2023

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This Certificate has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters, if any, which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata  
Date : 29.05.2024

Name : **CS Atul Kumar Labh**  
Membership No. : FCS 4848  
CP No. : 3238  
PRCN : 1038/2020  
UIN : S1999WB026800  
UDIN : F004848F000482589

# STANDALONE

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# FINANCIAL STATEMENTS

# INDEPENDENT AUDITOR'S REPORT

## To The Members of Simplex Infrastructures Limited

### Report on the Audit of Standalone Financial Statements

#### Qualified Opinion

We have audited the accompanying Standalone Financial Statements of **Simplex Infrastructures Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the Standalone Financial Statements including a summary of the significant accounting policies and other explanatory information which includes 14 (Fourteen) joint operations (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the joint operations except for the possible effects of the matters described in the "Basis for Qualified Opinion" section of our report, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its loss (including Other Comprehensive Income), changes in equity and its cash flows for the year ended on that date.

#### Basis for Qualified Opinion

As Stated in:

- a) Note 40 to the accompanying Standalone Financial Statements, regarding non provision of interest, the Company defaulted in servicing of its Debts (including

interest) to all lenders. The Company has not provided any interest on fund based borrowing facility provided by various lenders for the year ended March 31, 2024 amounting to Rs. 71,062 lacs (PY Rs. Nil) as referred in the Note. The interest is based on management's assessment.

Our audit report dated May 30, 2023 on the Standalone Financial Statements for the year ended 31 March 2023 was not qualified.

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made there under, 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 which we have obtained is sufficient and appropriate to provide a basis for our Qualified Audit Opinion on the Standalone Financial Statements.

#### Emphasis of Matter

- a) We draw attention to the following matters:
  1. The accompanying Standalone Financial Statements Note 41(a) regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting Rs. 76,497 lacs (PY Rs. 41,584 lacs), Note 38 regarding trade receivables and retention monies amounting Rs. 19,775 lacs (PY Rs. 13,935 lacs) and Rs. 6,043 lacs (PY Rs. 3,271 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages

of negotiation/ discussion with the clients or legal action/arbitration (few cases) has been initiated in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables.

2. Note 38 to the accompanying Standalone Financial Statements regarding inventories aggregating Rs. 843 lacs (PY Rs. 887 lacs) pertaining to certain completed/ suspended/ terminated projects in the view of management are good and readily useable. In the absence of any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to management's view on usability of such items, we are unable to comment whether the aforesaid inventories are usable.
3. Note 36 to the accompanying Standalone Financial Statement, regarding borrowings the Company is in default in payment of Financial debts to its banker and other financials lender amounting to Rs. 4,98,884 lacs (PY 4,83,021 lacs) as on March 31, 2024. Out of above majority of lender has assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL") for which confirmation is not available as on March 31, 2024.
4. The Company has recognized net deferred tax assets amounting to Rs. 95,290 lacs (PY Rs. 92,085 lacs) as at March 31, 2024, which includes deferred tax assets on carried forward unused tax losses, unused tax credit and other taxable temporary differences on the basis of expected availability of future taxable profit for utilization of such deferred tax assets. The management is confident that the deferred tax assets will be set off against the future foreseeable profit by the Company.

Our opinion is not modified in respect of these matters.

- b) The accompanying Standalone Financial Statements the Company has incurred net loss of Rs. 7,189 lacs (PY Rs. 50,624 lacs) during the year ended March 31, 2024, as also there is default in payment of financial debts, to its bankers and others amounting to Rs. 4,98,884 lacs (PY Rs. 4,83,021 lacs). As stated in Note 36 to the accompanying statement, these financial statements are prepared by the management on going concern basis for the reasons stated therein.

Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the "Basis for Qualified Opinion" section. We have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addresses the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedure designed to response to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Sr. No.	Key Audit Matter	Auditor's Response
	<b>Assessment of going concern basis of accounting</b> (as described in Note 36 of the Standalone Financial Statements)	
1	The company has incurred net loss of Rs.7,189 lacs (PY Rs. 50,624 lacs) during the year ended 31 <sup>st</sup> March, 2024 and as of that date has accumulated losses aggregating Rs.1,16,343 lacs (PY Rs. 1,08,980 lacs) resulting in substantial erosion of its net worth.	Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting:

Sr. No.	Key Audit Matter	Auditor's Response
	<p>While the above factors indicate doubt on the Company's ability to continue as a going concern, the company has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting in preparation of the accompanying standalone financial statements:</p> <ul style="list-style-type: none"> <li>● Expected successful implementation of the resolution plan with the lenders.</li> <li>● Time bound monetization of certain non-core assets; and</li> </ul> <p>We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the standalone financial statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.</p>	<ul style="list-style-type: none"> <li>● Obtained an understanding of the process followed by management for identifying events or conditions that could impact the Company's ability to continue as a going concern and process followed to assess the corresponding mitigating factors existing against such events or conditions. Also, obtained an understanding around the methodology adopted by the Company to assess their future business performance of a cash flow forecast for the business;</li> <li>● Evaluated the design and tested the operating effectiveness of key controls relating to management's assessment of going concern as above;</li> <li>● Evaluated the management's assessment of the successful implementation of the resolution plan, current status of requisite approvals from lenders, reading of the minutes of the meetings held and understanding obtained from the management; and</li> <li>● Assessed the appropriateness and adequacy of the disclosures made by the management in respect of going concern in accordance with the applicable accounting standards.</li> </ul>
	<p><b>Correctness of Project Revenue recognition – Construction Contracts</b> (as described in Note 1.14(i) and 32(i) of the Standalone Financial Statements)</p>	
2	<p>Revenue from construction contracts is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Revenue recognition involves usage of percentage of completion method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, reliable estimation of total project cost, identification of contractual obligations in respect of Company's rights to receive payments for performance completed till date, estimation of period of recovery of receivables, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations.</p> <p>Project revenue recognition is significant to the financial statements based on the quantitative materiality and the degree of management judgment required to apply the percentage of completion method. Management has also considered this area to be a key accounting estimate as disclosed in the 'critical estimates and judgements' Note 1A to the Standalone Financial Statements. We therefore determined this to be a key audit matter.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness;</li> <li>● Testing the relevant information technology system's access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard;</li> <li>● Testing a sample of contracts for appropriate identification of performance obligations;</li> <li>● For the sample selected, reviewing for amendments of orders and the impact on the estimated costs to complete;</li> <li>● Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ul>



Sr. No.	Key Audit Matter	Auditor's Response
<b>Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts of the Company</b> (as described in Note 7(b) and Note 9 of the Standalone Financial Statements)		
3	<p>Unbilled Revenue balance, Trade Receivables and Retention Money of the Company aggregates Rs. 5,94,851 lacs (PY Rs. 6,04,662 lacs) as at March 31, 2024.</p> <p>The collectability of above balances is a key element of the Company's working capital management. In assessing the recoverability of the aforesaid balances, management's judgment involves consideration of status of the project, the likelihood of collection based on the terms of the contract and evaluation of litigations, if any.</p> <p>We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgments as stated above</p>	<p>As part of our audit procedures:</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involving management's assessment of recoverability of Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts.</li> <li>● We performed test of details and tested relevant contracts and documents on the basis of materiality for Unbilled Revenue, Trade Receivables and Retention Money balances.</li> <li>● We also carried out additional test procedures, in respect of long outstanding balances, i.e. tested subsequent documents with customers with respect to recoverability of the same.</li> <li>● We tested contracts to determine the provisioning requirement for loss making contracts/onerous obligations, if any.</li> </ul>
<b>Pending litigations</b> (as described in Note 34 of the Standalone Financial Statements)		
4	<p>The Company is subject to number of claims and litigations including arbitrations, mainly with customers and tax authorities. The assessment of the likely outcome of these matters can be judgmental due to the uncertainty inherent in their nature.</p> <p>This area is significant to our audit, since the accounting and disclosure of claims and litigations are complex and judgmental, and the amounts involved are, or may be, material to the Standalone Financial Statements.</p>	<p>Principal Audit Procedures:</p> <p>Our audit approach was a combination of test of internal controls and substantive procedures including:</p> <ul style="list-style-type: none"> <li>● Assessing the appropriateness of the design and implementation of the Company's controls over the assessment of litigations and completeness of disclosures. Supporting documentations are tested to assess the status of Arbitration/legal proceedings with reference to related counselors' views for likely outcome of these matters.</li> </ul>

### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Report of the Board of Directors, Management Discussion and Analysis Report, Report on CSR activities, Business Responsibility Report, Corporate Governance Report and other annexure to Directors Report including Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report.

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

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

When we will read the other information on availability of the same to us and if there is anything to report in this regard as required under SA 720 "The Auditor's Responsibilities Relating to Other Information", we will communicate accordingly.

## Responsibilities of Management and Those Charged with Governance for the Standalone 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 Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

decisions of users taken on the basis of these Standalone Financial Statements.

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

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

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 Standalone 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.

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

### Other Matters

- a) We have been appointed as joint auditors of the Company along with M/s Chaturvedi & Co. LLP, Chartered Accountants (the other 'Joint Auditor'). We are issuing a separate audit report in accordance with the requirements of SA 299 "Responsibility of Joint Auditors" in view of the difference of opinion with the other joint auditor regarding the matters reported under "Basis for Qualified Opinion" paragraph.
- b) We did not audit the financial statement and other financial information, in respect of 11 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 8,008 lacs as at March 31, 2024 and total revenues of Rs. 1,564

lacs, total profit/(loss) after tax of Rs. 14 lacs and total comprehensive income/(loss) of Rs. 14 lacs for the year ended on that date and net cash inflows of Rs. 8 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the other auditors.

- c) We have audited the annual financial statement and other financial information, in respect of 3 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 9,018 lacs as at March 31, 2024 and total revenues of Rs. 1,703 lacs, total profit/(loss) after tax of (Rs. 67 lacs) and total comprehensive income/(loss) of (Rs. 67 lacs) for the year ended on that date and net cash outflows of Rs. 81 lacs for the year ended March 31, 2024 as considered in the financial statements.

The financial information of this joint operation have been audited by the other auditor whose report have been furnished to us by the Company's management and our conclusion in so far as it relates to the amounts and disclosures included in respect of this joint operation, is based solely on the report of such other auditor.

Our opinion on the Statement is not modified in respect of above matter with respect to our reliance on the work done by the other auditor and report thereon.

### Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act based on our audit and on the consideration of report of the other auditor on separate financial statement and the other financial information of joint operations, as noted in the "Other Matters" paragraph, we give in "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2) As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained, except for the matter(s) described in the "Basis for Qualified Opinion" paragraph as well as reported "Emphasis of Matters" paragraph 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) Except for the matter(s) described in the Basis for Qualified Opinion and Emphasis of Matters paragraph. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e) In view of the matter(s) described in the Basis for Qualified Opinion and Emphasis of Matter paragraph above, we are unable to comment whether these may have an adverse effect on the functioning of the company.
- The Company has defaulted in redemption of debentures on the due date or payment of interest due thereon and such failure to pay or redeem had continued for more than one year. Consequently, re-appointment of a director of the Company is not in accordance with the provision of Section 164(2)(b) 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"**.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
- The remuneration provided by the company to its whole-time director & chief financial officer amounting to Rs. 37 lacs during the year is not in accordance with the provisions of Section 197 of the Act, as prior approval from the lenders/financial institutions/non-convertible debenture holders or any other secured creditors has not yet received.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as Amended, in our opinion and to the best of our knowledge & belief and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements– [Refer Note No.34 to the accompanying Standalone Financial Statements].
  - ii. The Company has made provision as required under applicable law or accounting standards for material foreseeable losses. The Company did not have any long-term derivative contracts.
  - iii. There has been no delay in transferring amounts which were required to be transferred to the Investors Education and Protection Fund by the Company.
  - iv. a. The management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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 to or on behalf of the Ultimate Beneficiaries.
  - b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, 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 from or on behalf of the Ultimate Beneficiaries; and
- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared any dividend during the year.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not

come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, as amended is applicable to the Company only w.e.f. April 1, 2023, therefore, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended, on preservation of audit trail as per the statutory requirements for record retention is not applicable for financial year ended 31 March 2024.

For **BINAYAK DEY & CO**  
Chartered Accountants  
(FRN: 328896E)

**Binayak Dey**  
(Proprietor)  
Membership No: 062177  
UDIN: 24062177BKAHWF9691

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# ANNEXURE 'A'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (1) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

I. In respect of the Company's property, plant and equipment, right-of-use assets and intangible assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situations of Property, Plant and Equipment.

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

(b) As per the information and explanations provided by the management and on the basis of our examination of the records of the Company, there is a programme of physical verification of all the Property, Plant and Equipment ("PPE") of the company under which the assets are physically

verified in a phased manner over a period of 3 years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Further, the management of Oman, Ethiopia, Dubai & Abudhabi Branch has not conducted physical verification of PPE for more than 2 years.

(c) According to the information and explanations given to us, the records examined by us and based on the Title deeds provided to us, we report that, the title deeds, comprising all the immovable properties (including leased assets where the Company is a lessee) of land and building, are held in the name of the Company as on the balance sheet date except for the following where the title deeds are not in the name of the Company:

Relevant line item in the Balance sheet	Description of Property	Gross Carrying Value (Rs. in Lacs)	Held in the name of	Whether promoter, director or their relative or employee	Property held – indicate range, where appropriate	Reason for not being held in name of Company
Property, Plant and Equipment	Flat No. 207 In Vaikunth Building, 82-83 Nehru Place, Delhi	2	Shri K. L. Bhatia	-	1984	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat No. 209 In Vaikunth Building, 82-83 Nehru Place, Delhi	2	Mrs. Sunita Bhan	-	1992	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat No. 204 Vaikunth Nehru Place	5	Shri Bhuvan Chawla	-	1997	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat At Sector-29, Vashi, Navi, Mumbai	5	Amitabh Das Mundhra	-	2000	Flat being acquired in a co-operative society was required to be registered in the name of a non-corporate.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- II. (a) As informed, the inventories of the Company have been physically verified by the management during the year except for one of the contract, inventory valuing Rs. 2,815 lacs which is under the custody of third party (contractee) and is under arbitration. In our opinion and according to the information and explanations given to us, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory. Minor discrepancies noticed during physical verification were properly dealt within the books of account.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company, except the quarterly return or statement for the 4<sup>th</sup> quarter is not filed till the signing of Report.
- III. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in subsidiaries and provided guarantee or security which are characterized as loans secured or unsecured to LLPs, firms or companies or any other person during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.
- IV. In our opinion and according to information and explanations given to us the Company has, in respect of loans, investments, guarantees, and security, complied with the provisions of section 185 and 186 of the Act.
- V. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act. In respect of overdue earnest money deposits and security deposits, Management is of the view that overdue earnest money deposits and security deposits of suppliers/contractors appearing in the books are in the nature of retention money for performance of contracts for supply of goods and services and accordingly, not to be treated as deemed deposits by virtue of amendment in rule 2, sub rule (1), clause (c) of the Companies (Acceptance of Deposits) Amendment Rules 2016.
- VI. We have broadly reviewed the books of accounts maintain by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(i) of the companies Act, 2013, related to its product/services, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- VII. In respect of statutory dues:
- (a) Based on the information and explanations given to us and according to the records maintained by the Company, in our opinion, there is delays in depositing dues in respect of Provident Fund, Employee's State Insurance (ESI), Pension Fund and Professional Tax during the year, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, Cess, Value Added Tax and other material statutory dues applicable to it.
- According to the information and explanations given to us, the extent of the arrears of statutory dues outstanding as at March 31, 2024 for a period of more than six months from the date they became payable are as follows :

**Statement of Arrears of Statutory Dues outstanding for more than Six months**

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.37	June, 2019	15/07/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	17.09	July, 2019	15/08/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	14.82	August, 2019	15/09/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	13.52	September, 2019	15/10/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	8.04	October, 2019	15/11/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.91	November, 2019	15/12/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	6.36	December, 2019	15/01/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.97	January, 2020	15/02/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.88	February, 2020	15/03/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.59	March, 2020	15/04/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.52	April, 2020	15/05/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.37	May, 2020	15/06/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.06	June, 2020	15/07/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.38	July, 2020	15/08/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.03	August, 2020	15/09/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.79	September, 2020	15/10/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.93	October, 2020	15/11/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.90	November, 2020	15/12/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.36	December, 2020	15/01/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.23	January, 2021	15/02/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.03	February, 2021	15/03/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.04	March, 2021	15/04/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.58	April, 2021	15/05/2021	



Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.59	May, 2021	15/06/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.62	June, 2021	15/07/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	8.17	July, 2021	15/08/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.07	August, 2021	15/09/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.03	September, 2021	15/10/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.99	October, 2021	15/11/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.06	November, 2021	15/12/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.94	December, 2021	15/01/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.29	January, 2022	15/02/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.83	February, 2022	15/03/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.53	March, 2022	15/04/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.96	April, 2022	15/05/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.95	May, 2022	15/06/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.11	June, 2022	15/07/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.20	July, 2022	15/08/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.19	August, 2022	15/09/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.07	September, 2022	15/10/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.27	October, 2022	15/11/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.23	November, 2022	15/12/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.36	December, 2022	15/01/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	14.29	January, 2023	15/02/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	12.49	February, 2023	15/03/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	13.74	March, 2023	15/04/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.50	April, 2023	15/05/2023	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.30	May, 2023	15/06/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.13	June, 2023	15/07/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.63	July, 2023	15/08/2023	Rs. 0.11 lacs paid on 01/04/2024.
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.46	August, 2023	15/09/2023	Rs. 0.17 lacs, Rs. 0.11 lacs paid on 01/04/2024 & 02/04/2024 Respectively.
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	28.83	September, 2023	15/10/2023	Rs. 26.42 lacs paid till 24/04/2024.
The Employee's State Insurance Act, 1948	ESI	1.73	March, 2019	15/04/2019	
The Employee's State Insurance Act, 1948	ESI	0.72	April, 2019	15/05/2019	
The Employee's State Insurance Act, 1948	ESI	0.43	May, 2019	15/06/2019	
The Employee's State Insurance Act, 1948	ESI	0.17	June, 2019	15/07/2019	
The Employee's State Insurance Act, 1948	ESI	0.40	September, 2021	15/10/2021	
The Employee's State Insurance Act, 1948	ESI	0.16	October, 2021	15/11/2021	
The Employee's State Insurance Act, 1948	ESI	0.34	December, 2022	15/01/2023	
The Employee's State Insurance Act, 1948	ESI	0.37	January, 2023	15/02/2023	
The Employee's State Insurance Act, 1948	ESI	0.47	February, 2023	15/03/2023	
The Employee's State Insurance Act, 1948	ESI	0.33	March, 2023	15/04/2023	
The Employee's State Insurance Act, 1948	ESI	0.18	April, 2023	15/05/2023	
The Employee's State Insurance Act, 1948	ESI	0.12	May, 2023	15/06/2023	
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	1.00	August, 2022	15/09/2022	Rs. 1.00 lacs paid on 04/05/2024
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.83	March, 2023	15/04/2023	Rs. 0.85 lacs paid on 08/04/2024
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	1.79	April, 2023	15/05/2023	Rs. 0.61 lacs & Rs. 1.16 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.68	May, 2023	15/06/2023	Rs. 0.49 lacs & Rs. 0.18 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.30	June, 2023	15/07/2023	Rs. 0.20 lacs & Rs. 0.10 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.45	July, 2023	15/08/2023	Rs. 0.29 lacs & Rs. 0.15 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.66	August, 2023	15/09/2023	Rs. 0.20 lacs, Rs. 0.15 lacs & Rs. 0.31 lacs paid on 08/04/2024, 12/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	4.32	September, 2023	15/10/2023	Rs. 4.01 lacs & Rs. 0.31 lacs paid on 23/04/2024
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.88	November, 2019	21/12/2019	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.80	December, 2019	21/01/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.74	January, 2020	21/02/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	1.05	February, 2020	21/03/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.44	March, 2020	21/04/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.29	April, 2020	21/05/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.31	May, 2020	21/06/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.31	June, 2020	21/07/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.26	July, 2020	21/08/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.27	August, 2020	21/09/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	September, 2020	21/10/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.24	October, 2020	21/11/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	November, 2020	21/12/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	December, 2020	21/01/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	January, 2021	21/02/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.35	February, 2021	21/03/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.22	March, 2021	21/04/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.23	April, 2021	21/05/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.21	May, 2021	21/06/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.20	June, 2021	21/07/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.20	July, 2021	21/08/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	August, 2021	21/09/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	September, 2021	21/10/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	October, 2021	21/11/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	November, 2021	21/12/2021	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	December, 2021	21/01/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	January, 2022	21/02/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.24	February, 2022	21/03/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	March, 2022	21/04/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	April, 2022	21/05/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	May, 2022	21/06/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	June, 2022	21/07/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	July, 2022	21/08/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	August, 2022	21/09/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	September, 2022	21/10/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	October, 2022	21/11/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	November, 2022	21/12/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	December, 2022	21/01/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	January, 2023	21/02/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.27	February, 2023	21/03/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	March, 2023	21/04/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	April, 2023	21/05/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	May, 2023	21/06/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	June, 2023	21/07/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	July, 2023	21/08/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	August, 2023	21/09/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	September, 2023	21/10/2023	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	2.19	April, 2020	21/05/2020	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.56	October, 2020	21/11/2020	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.41	April, 2021	21/05/2021	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.10	October, 2021	21/11/2021	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.05	April, 2022	21/05/2022	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	0.84	October, 2022	21/11/2022	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	0.56	April, 2023	21/05/2023	
The Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1976	Professional Tax	0.11	February, 2023	21/03/2023	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.24	March, 2021	21/04/2021	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.69	June, 2021	21/07/2021	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.16	March, 2022	21/04/2022	

Note-We are not reporting few cases as outstanding amount below Rs. 10,000.

(b) Based on information and explanations given to us and according to the records maintained by the Company, the dues in respect of sales tax, service tax, income tax, professional tax, duty of excise and value added tax, entry tax that have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Central Excise Act, 1944	Excise Duty	2007-08	CESTAT - HYDERABAD	149.67	84.42
		2009-10 to 2010-11	CESTAT - NEW DELHI	30.00	30.00
		April 2009 - December 2009	CESTAT, Bangalore	36.10	34.30
		April 2014 – December 2015	CESTAT, Delhi	37.17	36.15
		March 2013 – February 2016	Karnataka High Court	179.12	172.44
		January 2012 – March 2016	CESTAT, Bangalore	175.71	175.71
		January 2013 – February 2016	CESTAT, Bangalore	252.00	242.93
		2013-14 to 2015-16	Commissioner Appeal	70.75	70.65
Chhattisgarh Commercial Tax Act, 1994	Sales Tax	2003-04	The Under Secretary, Commercial Tax Department Government of Chattisgarh	5.49	-
	Sales Tax	2004-05		4.16	-
	VAT	2005-06	Taxation Tribunal	42.98	-

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
West Bengal Value Added Tax Act, 2003	VAT	2006-07	High court of Calcutta	3.93	3.93
		2006-07	West Bengal Taxation Tribunal	2,111.10	2,111.10
		2010-11	West Bengal Taxation Tribunal	1,296.46	1,296.46
		2015-16	Appellate forum-CD-2, West Bengal	271.74	228.87
Jharkhand Value Added Tax Act, 2005	VAT	2006-07	Yet to be filed	80.31	80.31
Maharashtra Value Added Tax Act, 2002	VAT	2012-13	Joint Commissioner of Sales Tax	5,539.05	5,332.80
		2013-14	Maharashtra State Tribunal	407.12	375.54
		2014-15	Joint Commissioner Sales Tax	55.06	51.88
Andhra Pradesh Value Added Tax Act, 2005	VAT	2007-08	Andhra Pradesh High Court	128.40	128.40
		2008-09	Andhra Pradesh High Court	372.57	372.57
		2009-10	Andhra Pradesh High Court	397.32	397.32
		2010-11	Andhra Pradesh High Court	114.27	114.27
		2011-12	Andhra Pradesh Taxation Tribunal	27.87	24.82
Chhattisgarh Value Added Tax Act, 2005	VAT	2006-07	Sales Tax Tribunal, Raipur	132.71	-
		2007-08	Sales Tax Tribunal, Raipur	86.56	-
		2008-09	Sales Tax Tribunal, Raipur	103.79	-
		2014-15	Additional Commissioner, Commercial Tax, Bilaspur	35.37	28.29
Kerala Value Added Tax Act, 2003	VAT	2007-08	DC (Appeal), Ernakulam	15.72	12.58
		2009-10	AC (Works Contract), Ernakulam	9.24	4.30
		2011-12	DC (Appeal), Ernakulam	35.94	-
Haryana Value Added Tax Act, 2003	VAT	2009-10	Haryana VAT Tribunal	12.18	12.18
		2012-13	Haryana VAT Tribunal	22.43	22.43
		2013-14	Haryana VAT Tribunal	34.07	34.07
		2014-15	Haryana VAT Tribunal	58.79	58.79
		2015-16	Haryana VAT Tribunal	32.51	32.51
		2016-17	Addl VAT Liability on Service Tax etc.	191.17	191.17
		2017-18	Addl VAT Liability on Service Tax and disallowance of ded. claimed for labour & services.	405.28	405.28
Uttar Pradesh Value Added Tax, 2008	VAT	2017-18	Deputy Commissioner	158.45	158.45
Karnataka Value Added Tax Act, 2003	VAT	01.04.2017 to 30.06.2017	Karnataka High Court	14.38	14.38
		2016-17	Karnataka High Court	24.67	24.67
Andhra Pradesh General Sales Tax Act, 1957	Sales Tax	2003-04	Appellate Tribunal in Vizag	8.59	7.71
Goa Sales Tax Act, 1964	Sales Tax	2004-05	Additional CCT (Appeal), Margao	64.36	64.36
Orissa Sales Tax Act, 1947 [For Sambalpur]	Sales Tax	1985-86, 1988-89 & 1989-90	Sales Tax Appellate Tribunal	2.58	2.58
Bombay Sales Tax Act, 1959	Sales Tax	2003-04 & 2004-05	Mazz India has filed Writ Petition in Bombay High Court	144.34	144.34
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	2000-2001	Sales Tax Appellate Tribunal (STAT)	320.86	320.86

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Goa - Central Sales Tax Act, 1956	CST	2003-04	Additional CCT (Appeal), Margao	7.12	7.12
	CST	2006-07	Sales Tax Appellate Authority	0.50	0.50
The Central Sales Tax (Orissa) Rules, 1957	CST	2013-14 & 2014-15	Additional CCT (Appeal), Cuttack	1.95	1.56
Kerala CST Rules, 1957	CST	2014-15	Sales Tax Office (WC), Ernakulam	0.72	0.72
The Uttar Pradesh Central Sales Tax Act 1956	CST	2017-18	Deputy Commissioner	2.00	2.00
The Chhattisgarh Tax on Entry of Goods Act, 1976	Entry Tax	2005-06 to 2008-09	High Court- Bilaspur	78.85	-
		2009-10	CG Taxation Tribunal	51.73	35.17
		2010-11	CG Taxation Tribunal	25.24	21.45
		2011-12	Addl CCT Bilaspur	39.97	39.97
		2012-13	CG Taxation Tribunal	23.24	23.24
The Uttar Pradesh Tax on Entry of Goods Act, 2000	Entry Tax	2013-14	Addl CCT Bilaspur	33.84	28.41
		2006-07	Supreme Court	64.74	64.74
		2007-08	Supreme Court	47.97	47.97
		2008-09	Supreme Court	61.88	61.88
The Orissa Entry Tax Act, 1999	Entry Tax	2010-11	Supreme Court	59.79	59.79
		2017-18	Deputy Commissioner	25.00	25.00
The Orissa Entry Tax Act, 1999	Entry Tax	2013-14 & 2014-15	Addl CCT (Appeal), Cuttack	10.51	9.81
WBTEGLA Act, 2012	Entry Tax	2015-16	Taxation Tribunal	100.03	100.03
Foreign Trade Policy 2015-2020	SEIS Benefit	2015-2020	DGFT, Kolkata	641.09	641.09
Goods & Service Tax Act, 2017-Jharkhand	GST	2019-20	High Court in Ranchi, Jharkhand & Addl. Commissioner (Appeal), Ranchi	1,038.31	961.96
		2017-18	Joint Commissioner	124.77	124.77
Goods & Service Tax Act, 2017-Karnataka	GST	2017-18	High Court in Karnataka	1,179.35	1,179.35
Goods & Service Tax Act, 2017-Bihar	GST	2017-18	Tribunal yet to constitute	108.92	106.16
		2017-18	Commissioner (Appeals)	19.50	18.58
		2017-18	Commissioner (Appeals)	2.47	2.47
Goods & Service Tax Act, 2017-Assam	GST	2018-19	Yet to be filed	19.16	19.16
		2017-18	High Court of Punjab & Haryana	1,383.62	1,383.62
		2018-19	WP yet to be filed	4,777.61	4,777.61
Goods & Service Tax Act, 2017-Haryana	GST	2018-19	WP yet to be filed	234.03	234.03
		2019-20	WP yet to be filed	1,452.05	1,452.05
		2017-18	Commissioner & Odisha High Court	140.05	137.12
		2018-19	Commissioner & Odisha High Court	404.45	399.18
Goods & Service Tax Act, 2017-Odisha	GST	2019-20	Commissioner & Odisha High Court	381.17	376.75
		2017-18	Commissioner (Appeals)	156.20	149.05
		2018-19	Yet to be filed	145.31	145.31
Goods & Service Tax Act, 2017-West Bengal	GST	TRAN-1	Tribunal yet to constitute	17.82	16.97

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Goods & Service Tax Act, 2017- Chhattisgarh	GST	2017-18	Additional Commissioner (Appeal)	130.66	124.22
		2019-20	Additional Commissioner (Appeal)	2.35	0.49
Goods & Service Tax Act, 2017- Tamil Nadu	GST	2017-18	Deputy Commissioner (Appeal)	171.81	154.63
Goods & Service Tax Act, 2017- Maharashtra	GST	2017-18	Commissioner (Appeal)	197.64	179.67
Goods & Service Tax Act, 2017- Kerala	GST	2017-18	Commissioner (Appeal)	159.48	151.89
		2018-19	Joint Commissioner (Appeal)	21.97	19.97
		2019-20	Joint Commissioner (Appeal)	120.94	109.96
Goods & Service Tax Act, 2017-Telangana	GST	2017-18	Joint Commissioner (Appeal)	5.33	4.88
		2018-19	Additional Commissioner (Appeal)	316.83	280.83
		2019-20	Additional Commissioner (Appeal)	462.76	410.17
Goods & Service Tax Act, 2017- Uttar Pradesh	GST	2017-18	Additional Commissioner (Appeal)	206.39	196.92
		2017-18	Assistant Commissioner (Appeal)	160.51	152.99
		2017-18	Assistant Commissioner (Appeal)	4.03	3.90
Goods & Service Tax Act, 2017-Gujarat	GST	2018-19	Additional Commissioner (Appeal)	5.52	5.34
		2017-18	Commissioner (Appeal)	344.59	333.28
		2019-20	Commissioner (Appeal)	32.93	31.70
Goods & Service Tax Act, 2017- Madhya Pradesh	GST	2020-21	Commissioner (Appeal)	13.17	12.64
		2007-08 & 2008-09	Commissioner of Central Excise (Appeals)	1.26	1.26
Finance Act,1994-Service Tax	Service Tax	Oct'15-June'17	Commissioner (Appeals)	177.99	164.64
		2005-06	High Court	268.48	268.48
Income-Tax (80IA Matter)	Income Tax	2006-07	High Court	413.93	413.93
		2008-09	High Court	379.51	379.51
		2009-10	High Court	257.74	257.74
		2009-10	CIT (Appeal)	66.74	66.74
		1981-82 to 1994-95	Honourable Asst. Commissioner of P.Tax	4.34	4.34
Professions Trades Callings and Employment Act 1979	Professional Tax	1981-82 to 1994-95	Honourable Asst. Commissioner of P.Tax	4.34	4.34

VIII. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).



IX. (a) The Company has defaulted in repayment of principal and interest thereon which are due on cash credit, WCDL, Term loan etc. obtained from banks/financial institution and non-convertible debentures holder as set out below:-

Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date (₹ in Lacs)	Whether principal or interest	Default in repayment of principle and interest (₹ in Lacs)			Remarks, if any
				Upto 180 days	From 181 Days to 365 Days	Above 365 Days	
Secured Non-Convertible Debentures	Axis Bank Ltd.	7,739	Both	-	-	7,739	
	Bank of Baroda (Employees) Pension Fund	774	Both	-	-	774	
	Bank of Baroda Provident Fund Trust	774	Both	-	-	774	
	General Insurance Corporation of India	2,105	Both	-	-	2,105	
	HDFC Trustee Company Ltd. A/C HDFC Credit Risk Debt Fund	19,519	Both	-	-	19,519	
	National Asset Reconstruction Company Ltd.	44,057	Principle	-	-	44,057	
Secured Rupee Term Loan from Bank	HDFC Bank Limited	2,648	Both	7	26	2,615	
	ICICI Bank Ltd.	127	Both	-	11	116	
	Axis Bank Ltd.	32	Both	-	-	32	
	IndusInd Bank Ltd.	7,936	Both	402	317	7,217	
	The Federal Bank Ltd.	1,137	Both	-	-	1,137	
Secured Rupee Term Loan from Financial Companies	Sundaram Finance Ltd.	76	Both	-	1	75	
	Tata Capital Financial Services Ltd.	85	Both	-	-	85	
	Srei Equipment Finance Ltd.	4,626	Both	-	28	4,598	
	Kotak Mahindra Prime Ltd.	29	Both	-	-	29	
	Mahindra & Mahindra Financial Services Ltd.	321	Both	4	35	282	
	J C Flowers Assets Reconstruction Pvt. Ltd.	170	Principle	-	-	170	
Secured Foreign Currency Term Loan from Bank	National Asset Reconstruction Company Ltd.	1,097	Principle	-	-	1,097	
	Bank Muscat	4,778	Both	-	-	4,778	
Rupee Working Capital Loans repayable on demand from Bank	Axis Bank Ltd.	2,758	Interest	110	-	2,648	
	HDFC Bank Ltd.	5,317	Both	96	75	5,146	
	ICICI Bank Ltd.	11,615	Both	1,532	1,384	8,699	
	IndusInd Bank Ltd.	4,988	Interest	659	697	3,632	
	DBS Bank India Ltd.	669	Both	-	-	669	
Rupee Working Capital Loans repayable on demand from Financial Company	J C Flowers Assets Reconstruction Pvt. Ltd.	6,232	Principle	-	-	6,232	
	National Asset Reconstruction Company Ltd.	369,275	Principle	-	12,560	356,715	
		<b>498,884</b>		<b>2,810</b>	<b>15,134</b>	<b>480,940</b>	

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint ventures. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- X. (a) In our opinion and 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) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.
- XI. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle blower complaints have been received by the company during the year.
- XII. The Company is not a Nidhi Company. Hence, reporting under clauses 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- XIII. According to the information and explanations given to us by the management and based on our examination of books of accounts, transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Note No. 30 to the Standalone Financial Statements as required by the applicable accounting standards.
- XIV. (a) The company is having Internal Audit Department responsible for carrying out the internal audit of various contacts/project sites and process (i.e. Sales, Pay roll etc.) at periodical intervals as per the approved audit plan. The internal audit system adopted by the internal audit department is commensurate with the size and nature of the business of the company.
- (b) We have considered the internal audit reports for the year under audit, submitted by Internal Audit Department to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- XV. According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clauses 3(xv) of the Order are not applicable.

XVI. According to the information and explanations given to us and based on our examination of the records of the Company,

- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) The company has not conducted any Non- Banking Financial or Housing Finance activities during the year.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) The Group does not have any CIC.

Accordingly, clauses 3(xvi) (a), (b), (c) and (d) of the Order are not applicable.

XVII. The Company has incurred cash losses in current and in the immediately preceding financial year to the extent of Rs. 302 lacs and Rs. 70,701 lacs respectively.

XVIII. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

XIX. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, the company has incurred net loss Rs. 7,189 lacs for the year ( P.Y. Rs. 50,624 lacs) and also there was default in payment of financial debts, to its bankers and other amounting to Rs. 4,98,884 lacs as on March 31, 2024 (P.Y. Rs.4,83,021 lacs). Based on

deed of assignment dated March 28, 2024, the majority of Lenders had assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited("NARCL"). The Company is in the process of finalizing a resolution plan with its lenders. The payment of financial liabilities depends on successful completion of resolution plan and improving credit profile of the company and in time bound realization of its assets, arbitration claims etc as mentioned note no. 36 of Standalone Financial Statements. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due, will get discharged by the Company.

XX. In our opinion and according to the information and explanations given to us, the company has negative average net profit of three immediately preceding financial years; the company was not required to spend any amount towards corporate social responsibilities under the provision of Section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

For **BINAYAK DEY & CO**  
Chartered Accountants  
(FRN: 328896E)

**Binayak Dey**  
(Proprietor)

Membership No: 062177  
UDIN: 24062177BKAHWF9691

Place: Kolkata

Date: 29<sup>th</sup> May, 2024

# ANNEXURE 'B'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (2)(g) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

**To The Independent Auditors' Report of even date on The Standalone Financial Statement of Simplex Infrastructures Limited**

**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 **Simplex Infrastructures Limited** (hereinafter referred as "**the Company**") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent 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 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 with reference to these Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 qualified audit opinion on the internal financial controls system over financial reporting of the Company.

### 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, to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditor on internal financial controls with reference to Standalone Financial Statements of the joint operation, the Company has, in all material respects, an adequate internal financial controls with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2024, based on the criteria for internal financial control with reference to Standalone Financial Statements established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to Standalone

Financial Statements issued by the Institute of Chartered Accountants of India.

### **Explanatory Paragraph**

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under section 143(10) of the Act, these Standalone Financial Statements of Simplex Infrastructures Limited, which comprise the Balance Sheet as at March 31, 2024, and the related statement of Profit & Loss and Cash Flow Statements for the year then ended, and a summary of Significant Accounting Policies and other explanatory information. These material weaknesses were considered in determining the nature, timing and extent of audit test applied in our audit of the March 31, 2024 Standalone Financial Statements of Simplex Infrastructures Limited and the Report does not affect our report dated May 29, 2024 which express a qualified opinion on those financial statements.

For **BINAYAK DEY & CO**  
Chartered Accountants  
(FRN: 328896E)

**Binayak Dey**  
(Proprietor)  
Membership No: 062177  
UDIN: 24062177BKAHWF9691

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# INDEPENDENT AUDITOR'S REPORT

To the Members of  
**Simplex Infrastructures Limited**

**Report on the Audit of Standalone Financial Statements**

## Qualified Opinion

We have audited the accompanying Standalone Financial Statements of **Simplex Infrastructures Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the Standalone Financial Statements including a summary of the significant accounting policies and other explanatory information which includes 14 (Fourteen) joint operations (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the joint operations except for the possible effects of the matters described in the "Basis for Qualified Opinion" section of our report, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its loss (including Other Comprehensive Income), changes in equity and its cash flows for the year ended on that date.

## Basis for Qualified Opinion

As Stated in:

- a) Note 41(a) to the accompanying Standalone Financial Statements regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting to Rs. 21,440 lacs (PY Rs. 2,864 lacs), Note 38 regarding trade receivables and retention monies amounting to Rs. 11,325 lacs (PY Rs. 8,858 lacs) and Rs. 3,204 lacs (PY Rs. 3,009 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables. However, in the absence of confirmation or any sufficient appropriate convincing audit evidence in respect of aforesaid balances mentioned above to support the significant judgments and estimates related to underlying assumptions applied by management, we are unable to comment on recoverability of such balances at this stage.
- b) Note 38 to the accompanying Standalone Financial Statements regarding inventories aggregating Rs. 843 lacs (PY Rs. 887 lacs) pertaining to certain completed/ suspended/ terminated projects in the view of management are good and readily useable. In the absence of any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to management's view on usability of such items, we are unable to comment whether the aforesaid inventories are usable.
- c) Note 39 to the accompanying Standalone Financial Statements regarding loans and advances pertaining to earlier years amounting to Rs. 35,531 lacs (PY Rs. 35,063 lacs), as informed to us the company is in active pursuit and confident of recovery of these advances. In the absence of confirmation or any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to management's view on the recoverability of such amount, we are unable to comment whether the aforesaid balances are recoverable at this stage.
- d) Note 40 to the accompanying Standalone Financial Statements, regarding non provision of interest, the Company defaulted in servicing of its Debts (including interest) to all lenders. The Company has not provided any interest on fund based borrowing facility provided by various lenders

for the year ended March 31, 2024 amounting to Rs.71,062 lacs (PY Rs. Nil). The interest is based on management's assessment.

Our audit report dated May 30, 2023 on the Standalone Financial Statements for the year ended 31 March 2023 was also qualified in respect of the matters mentioned in points (a) to (c).

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made there under, 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 which we have obtained is sufficient and appropriate to provide a basis for our Qualified Audit Opinion on the Standalone Financial Statements.

### Emphasis of Matter

a) We draw attention to the following matters:

1. The accompanying Standalone Financial Statements Note 41(a) regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting Rs. 55,057 lacs (PY Rs. 38,720 lacs), Note 38 regarding trade receivables and retention monies amounting Rs. 8,450 lacs (PY Rs. 5,077 lacs) and Rs. 2,839 lacs (PY Rs. 262 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients or legal action/arbitration (few cases) has been initiated in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables.
2. Note 36 to the accompanying Standalone Financial Statement, regarding borrowings the Company is in default in payment of Financial debts to its banker and other financials lender amounting to

Rs. 4,98,884 lacs (PY 4,83,021 lacs) as on March 31, 2024. Out of above majority of lender has assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL") for which confirmation is not available as on March 31, 2024.

3. The Company has recognized net deferred tax assets amounting to Rs. 95,290 lacs (PY Rs. 92,085 lacs) as at March 31, 2024, which includes deferred tax assets on carried forward unused tax losses, unused tax credit and other taxable temporary differences on the basis of expected availability of future taxable profit for utilization of such deferred tax assets. The management is confident that the deferred tax assets will be set off against the future foreseeable profit by the Company.

Our opinion is not modified in respect of these matters.

- b) The accompanying Standalone Financial Statements the Company has incurred net loss of Rs. 7,189 lacs (PY Rs. 50,624 lacs) during the year ended March 31, 2024, as also there is default in payment of financial debts, to its bankers and others amounting to Rs. 4,98,884 lacs (PY Rs. 4,83,021 lacs). As stated in Note 36 to the accompanying statement, these financial statements are prepared by the management on going concern basis for the reasons stated therein.

Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31 2024. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the "Basis for Qualified Opinion" section. We have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addresses the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedure designed to response to our assessment of the risks of material misstatement of the

Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Sr. No.	Key Audit Matter	Auditor's Response
<b>Assessment of going concern basis of accounting</b> (as described in Note 36 of the Standalone Financial Statements)		
1	<p>The company has incurred net loss of Rs.7,189 lacs (PY Rs. 50,624 lacs) during the year ended 31<sup>st</sup> March, 2024 and as of that date has accumulated losses aggregating Rs.1,16,343 lacs (PY Rs. 1,08,980 lacs) resulting in substantial erosion of its net worth.</p> <p>While the above factors indicate doubt on the Company's ability to continue as a going concern, the company has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting in preparation of the accompanying standalone financial statements:</p> <ul style="list-style-type: none"> <li>● Expected successful implementation of the resolution plan with the lenders.</li> <li>● Time bound monetization of certain non-core assets; and</li> </ul> <p>We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the standalone financial statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.</p>	<p>Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting:</p> <ul style="list-style-type: none"> <li>● Obtained an understanding of the process followed by management for identifying events or conditions that could impact the Company's ability to continue as a going concern and process followed to assess the corresponding mitigating factors existing against such events or conditions. Also, obtained an understanding around the methodology adopted by the Company to assess their future business performance of a cash flow forecast for the business;</li> <li>● Evaluated the design and tested the operating effectiveness of key controls relating to management's assessment of going concern as above;</li> <li>● Evaluated the management's assessment of the successful implementation of the resolution plan, current status of requisite approvals from lenders, reading of the minutes of the meetings held and understanding obtained from the management; and</li> <li>● Assessed the appropriateness and adequacy of the disclosures made by the management in respect of going concern in accordance with the applicable accounting standards.</li> </ul>
<b>Correctness of Project Revenue recognition – Construction Contracts</b> (as described in Note 1.14(i) and 32(i) of the Standalone Financial Statements)		
2	<p>Revenue from construction contracts is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Revenue recognition involves usage of percentage of completion method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, reliable estimation of total project cost, identification of contractual obligations in respect of Company's rights to receive payments for performance completed till date, estimation of period of recovery of receivables, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations.</p>	<p>Our procedures included:</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness;</li> <li>● Testing the relevant information technology system's access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard;</li> <li>● Testing a sample of contracts for appropriate identification of performance obligations;</li> </ul>



Sr. No.	Key Audit Matter	Auditor's Response
	Project revenue recognition is significant to the financial statements based on the quantitative materiality and the degree of management judgment required to apply the percentage of completion method. Management has also considered this area to be a key accounting estimate as disclosed in the 'critical estimates and judgements' Note 1A to the Standalone Financial Statements. We therefore determined this to be a key audit matter.	<ul style="list-style-type: none"> <li>For the sample selected, reviewing for amendments of orders and the impact on the estimated costs to complete;</li> <li>Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ul>

**Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts of the Company** (as described in Note 7(b) and Note 9 of the Standalone Financial Statements)

3	<p>Unbilled Revenue balance, Trade Receivables and Retention Money of the Company aggregates Rs.5,94,851 lacs (PY Rs. 6,04,662 lacs) as at March 31, 2024.</p> <p>The collectability of above balances is a key element of the Company's working capital management. In assessing the recoverability of the aforesaid balances, management's judgment involves consideration of status of the project, the likelihood of collection based on the terms of the contract and evaluation of litigations, if any.</p> <p>We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgments as stated above.</p>	<p>As part of our audit procedures:</p> <ul style="list-style-type: none"> <li>Testing of the design and implementation of controls involving management's assessment of recoverability of Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts.</li> <li>We performed test of details and tested relevant contracts and documents on the basis of materiality for Unbilled Revenue, Trade Receivables and Retention Money balances.</li> <li>We also carried out additional test procedures, in respect of long outstanding balances, i.e. tested subsequent documents with customers with respect to recoverability of the same.</li> <li>We tested contracts to determine the provisioning requirement for loss making contracts/onerous obligations, if any.</li> </ul>
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**Pending litigations** (as described in Note 34 of the Standalone Financial Statements)

4	<p>The Company is subject to number of claims and litigations including arbitrations, mainly with customers and tax authorities. The assessment of the likely outcome of these matters can be judgmental due to the uncertainty inherent in their nature.</p> <p>This area is significant to our audit, since the accounting and disclosure of claims and litigations are complex and judgmental, and the amounts involved are, or may be, material to the Standalone Financial Statements.</p>	<p>Principal Audit Procedures:</p> <p>Our audit approach was a combination of test of internal controls and substantive procedures including:</p> <ul style="list-style-type: none"> <li>Assessing the appropriateness of the design and implementation of the Company's controls over the assessment of litigations and completeness of disclosures. Supporting documentations are tested to assess the status of Arbitration/legal proceedings with reference to related counselors' views for likely outcome of these matters.</li> </ul>
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**Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Report of the

Board of Directors, Management Discussion and Analysis Report, Report on CSR activities, Business Responsibility Report, Corporate Governance Report and other annexure to Directors Report including Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report.

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

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

When we will read the other information on availability of the same to us and if there is anything to report in this regard as required under SA 720 "The Auditor's Responsibilities Relating to Other Information", we will communicate accordingly.

### **Responsibilities of Management and Those Charged with Governance for the Standalone 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 Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

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

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

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

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone 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 Standalone 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.

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

so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matters

- We have been appointed as joint auditors of the Company along with M/s Binayak Dey & Co., Chartered Accountants (the other 'Joint Auditor'). We are issuing a separate audit report in accordance with the requirements of SA 299 "Responsibility of Joint Auditors" in view of the difference of opinion with the other joint auditor regarding the matters reported under "Basis for Qualified Opinion" paragraph.
- We did not audit the financial statement and other financial information, in respect of 11 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 8,008 lacs as at March 31, 2024 and total revenues of Rs. 1,564 lacs, total profit/(loss) after tax of Rs. 14 lacs and total comprehensive income/(loss) of Rs. 14 lacs for the year ended on that date and net cash inflows of Rs. 8 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the other auditors.
- We did not audit the annual financial statement and other financial information, in respect of 3 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 9,018 lacs as at March 31, 2024 and total revenues of Rs. 1,703 lacs, total profit/(loss) after tax of (Rs. 67 lacs) and total comprehensive income/(loss) of (Rs. 67 lacs) for the year ended on that date and net cash outflows of Rs. 81 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the joint auditors.

The financial information of this joint operation have been audited by the other auditor/joint auditor whose report have been furnished to us by the Company's management and our conclusion in so far as it relates to the amounts and disclosures included in respect of this joint operation, is based solely on the report of such other auditor/joint auditor.

Our opinion on the Statement is not modified in respect of above matter with respect to our reliance on the work done by the other auditor and report thereon.

## Report on Other Legal and Regulatory Requirements

1) As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act based on our audit and on the consideration of report of the other auditor on separate financial statement and the other financial information of joint operations, as noted in the "Other Matters" paragraph, we give in "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained, except for the matter(s) described in the "Basis for Qualified Opinion" paragraph as well as reported "Emphasis of Matters" paragraph 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) Except for the matter(s) described in the Basis for Qualified Opinion and Emphasis of Matters paragraph. In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e) In view of the matter(s) described in the Basis for Qualified Opinion and Emphasis of Matter paragraph above, we are unable to comment whether these may have an adverse effect on the functioning of the company.

The Company has defaulted in redemption of debentures on the due date or payment of interest due thereon and such failure to pay or redeem had continued for more than one year. Consequently, re-appointment of a director of the Company is not in accordance with the provision of Section 164(2) (b) 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**".

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

The remuneration provided by the company to its whole-time director & chief financial officer amounting to Rs. 37 lacs during the year is not in accordance with the provisions of Section 197 of the Act, as prior approval from the lenders/financial institutions/non-convertible debenture holders or any other secured creditors has not yet received.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as Amended, in our opinion and to the best of our knowledge & belief and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements– [Refer Note No.34 to the accompanying Standalone Financial Statements].
- ii. The Company has made provision as required under applicable law or accounting standards for material foreseeable losses. The Company did not have any long-term derivative contracts.
- iii. There has been no delay in transferring amounts which were required to be transferred to the Investors Education and Protection Fund by the Company.
- iv. a. The management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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 to or on behalf of the Ultimate Beneficiaries.
- b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, 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 from or on behalf of the Ultimate Beneficiaries; and
- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared any dividend during the year.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
- As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, as amended is applicable to the Company only w.e.f. April 1, 2023, therefore, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended, on preservation of audit trail as per the statutory requirements for record retention is not applicable for financial year ended 31 March 2024.

For **CHATURVEDI & CO LLP**  
Chartered Accountants  
(FRN: 302137E/E300286)

**S.C. Chaturvedi**  
(Partner)  
Membership No: 012705  
UDIN: 24012705BKFYNC3352

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# ANNEXURE 'A'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (1) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

- I. In respect of the Company's property, plant and equipment, right-of-use assets and intangible assets:
- (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situations of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) As per the information and explanations provided by the management and on the basis of our examination of the records of the Company, there is a programme of physical verification of all the Property, Plant and Equipment ("PPE") of the company under which the assets are physically

verified in a phased manner over a period of 3 years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Further, the Management of Oman, Ethiopia, Dubai & Abudhabi Branch has not conducted physical verification of PPE for more than 2 years.

- (c) According to the information and explanations given to us, the records examined by us and based on the Title deeds provided to us, we report that, the title deeds, comprising all the immovable properties (including leased assets where the Company is a lessee) of land and building, are held in the name of the Company as on the balance sheet date except for the following where the title deeds are not in the name of the Company:

Relevant line item in the Balance Sheet	Description of Property	Gross Carrying Value (₹ in Lacs)	Held in the name of	Whether promoter, director or their relative or employee	Property held – indicate range, where appropriate	Reason for not being held in the name of Company
Property, Plant and Equipment	Flat No. 207 In Vaikunth Building, 82-83 Nehru Place, Delhi	2	Shri K. L. Bhatia	-	1984	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat No. 209 In Vaikunth Building, 82-83 Nehru Place, Delhi	2	Mrs. Sunita Bhan	-	1992	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat No.204 Vaikunth Nehru Place	5	Shri Bhuvan Chawla	-	1997	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
Property, Plant and Equipment	Flat At Sector-29, Vashi, Navi, Mumbai	5	Amitabh Das Mundhra	-	2000	Flat being acquired in a co-operative society was required to be registered in the name of a non-corporate.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- II. (a) As informed, the inventories of the Company have been physically verified by the management during the year except for one of the contract, inventory valuing Rs. 2,815 lacs which is under the custody of third party (contractee) and is under arbitration. In our opinion and according to the information and explanations given to us, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory. Minor discrepancies noticed during physical verification were properly dealt within the books of account.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company, except the quarterly return or statement for the 4<sup>th</sup> quarter is not filed till the signing of Report.
- III. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in subsidiaries and provided guarantee or security which are characterized as loans secured or unsecured to LLPs, firms or companies or any other person during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.
- IV. In our opinion and according to information and explanations given to us the Company has, in respect of loans, investments, guarantees, and security, complied with the provisions of section 185 and 186 of the Act.
- V. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act. In respect of overdue earnest money deposits and security deposits, Management is of the view that overdue earnest money deposits and security deposits of suppliers/contractors appearing in the books are in the nature of retention money for performance of contracts for supply of goods and services and accordingly, not to be treated as deemed deposits by virtue of amendment in rule 2, sub rule (1), clause (c) of the Companies (Acceptance of Deposits) Amendment Rules 2016.
- VI. We have broadly reviewed the books of accounts maintain by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(i) of the companies Act, 2013, related to its product/services, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- VII. In respect of statutory dues:
- (a) Based on the information and explanations given to us and according to the records maintained by the Company, in our opinion, there is delays in depositing dues in respect of Provident Fund, Employee's State Insurance (ESI), Pension Fund and Professional Tax during the year, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, Cess, Value Added Tax and other material statutory dues applicable to it.
- According to the information and explanations given to us, the extent of the arrears of statutory dues outstanding as at March 31, 2024 for a period of more than six months from the date they became payable are as follows :

## Statement of Arrears of Statutory Dues outstanding for more than Six months

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.37	June, 2019	15/07/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	17.09	July, 2019	15/08/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	14.82	August, 2019	15/09/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	13.52	September, 2019	15/10/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	8.04	October, 2019	15/11/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.91	November, 2019	15/12/2019	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	6.36	December, 2019	15/01/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.97	January, 2020	15/02/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.88	February, 2020	15/03/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.59	March, 2020	15/04/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.52	April, 2020	15/05/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.37	May, 2020	15/06/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.06	June, 2020	15/07/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.38	July, 2020	15/08/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.03	August, 2020	15/09/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.79	September, 2020	15/10/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.93	October, 2020	15/11/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.90	November, 2020	15/12/2020	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.36	December, 2020	15/01/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.23	January, 2021	15/02/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.03	February, 2021	15/03/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.04	March, 2021	15/04/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.58	April, 2021	15/05/2021	



Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.59	May, 2021	15/06/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.62	June, 2021	15/07/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	8.17	July, 2021	15/08/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.07	August, 2021	15/09/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.03	September, 2021	15/10/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.99	October, 2021	15/11/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.06	November, 2021	15/12/2021	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.94	December, 2021	15/01/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.29	January, 2022	15/02/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.83	February, 2022	15/03/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.53	March, 2022	15/04/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	1.96	April, 2022	15/05/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.95	May, 2022	15/06/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.11	June, 2022	15/07/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.20	July, 2022	15/08/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.19	August, 2022	15/09/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.07	September, 2022	15/10/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	4.27	October, 2022	15/11/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	3.23	November, 2022	15/12/2022	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.36	December, 2022	15/01/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	14.29	January, 2023	15/02/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	12.49	February, 2023	15/03/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	13.74	March, 2023	15/04/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	7.50	April, 2023	15/05/2023	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.30	May, 2023	15/06/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	5.13	June, 2023	15/07/2023	
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.63	July, 2023	15/08/2023	Rs. 0.11 lacs paid on 01/04/2024.
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	2.46	August, 2023	15/09/2023	Rs. 0.17 lacs, Rs. 0.11 lacs paid on 01/04/2024 & 02/04/2024 Respectively.
The Employee's Provident Fund & Miscellaneous provisions Act, 1952	Provident Fund	28.83	September, 2023	15/10/2023	Rs. 26.42 lacs paid till 24/04/2024.
The Employee's State Insurance Act, 1948	ESI	1.73	March, 2019	15/04/2019	
The Employee's State Insurance Act, 1948	ESI	0.72	April, 2019	15/05/2019	
The Employee's State Insurance Act, 1948	ESI	0.43	May, 2019	15/06/2019	
The Employee's State Insurance Act, 1948	ESI	0.17	June, 2019	15/07/2019	
The Employee's State Insurance Act, 1948	ESI	0.40	September, 2021	15/10/2021	
The Employee's State Insurance Act, 1948	ESI	0.16	October, 2021	15/11/2021	
The Employee's State Insurance Act, 1948	ESI	0.34	December, 2022	15/01/2023	
The Employee's State Insurance Act, 1948	ESI	0.37	January, 2023	15/02/2023	
The Employee's State Insurance Act, 1948	ESI	0.47	February, 2023	15/03/2023	
The Employee's State Insurance Act, 1948	ESI	0.33	March, 2023	15/04/2023	
The Employee's State Insurance Act, 1948	ESI	0.18	April, 2023	15/05/2023	
The Employee's State Insurance Act, 1948	ESI	0.12	May, 2023	15/06/2023	
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	1.00	August, 2022	15/09/2022	Rs. 1.00 lacs paid on 04/05/2024
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.83	March, 2023	15/04/2023	Rs. 0.85 lacs paid on 08/04/2024
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	1.79	April, 2023	15/05/2023	Rs. 0.61 lacs & Rs. 1.16 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.68	May, 2023	15/06/2023	Rs. 0.49 lacs & Rs. 0.18 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.30	June, 2023	15/07/2023	Rs. 0.20 lacs & Rs. 0.10 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.45	July, 2023	15/08/2023	Rs. 0.29 lacs & Rs. 0.15 lacs paid on 08/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	0.66	August, 2023	15/09/2023	Rs. 0.20 lacs, Rs. 0.15 lacs & Rs. 0.31 lacs paid on 08/04/2024, 12/04/2024 & 29/04/2024 Respectively
The Pension Fund Regulatory and Development Authority Act, 2013	Pension Fund	4.32	September, 2023	15/10/2023	Rs. 4.01 lacs & Rs. 0.31 lacs paid on 23/04/2024
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.88	November, 2019	21/12/2019	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.80	December,2019	21/01/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.74	January,2020	21/02/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	1.05	February,2020	21/03/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.44	March,2020	21/04/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.29	April, 2020	21/05/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.31	May, 2020	21/06/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.31	June, 2020	21/07/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.26	July, 2020	21/08/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.27	August, 2020	21/09/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	September, 2020	21/10/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.24	October,2020	21/11/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	November, 2020	21/12/2020	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	December, 2020	21/01/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.25	January,2021	21/02/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.35	February,2021	21/03/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.22	March,2021	21/04/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.23	April, 2021	21/05/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.21	May, 2021	21/06/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.20	June, 2021	21/07/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.20	July, 2021	21/08/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	August, 2021	21/09/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	September, 2021	21/10/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.19	October,2021	21/11/2021	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	November, 2021	21/12/2021	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	December, 2021	21/01/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.18	January,2022	21/02/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.24	February,2022	21/03/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	March,2022	21/04/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	April, 2022	21/05/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	May, 2022	21/06/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	June, 2022	21/07/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	July, 2022	21/08/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	August, 2022	21/09/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	September, 2022	21/10/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	October,2022	21/11/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	November, 2022	21/12/2022	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	December, 2022	21/01/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	January,2023	21/02/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.27	February,2023	21/03/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.17	March,2023	21/04/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	April, 2023	21/05/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	May, 2023	21/06/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	June,2023	21/07/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	July,2023	21/08/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.16	August,2023	21/09/2023	
The Maharashtra State Tax on Profession, Trades, Callings and Employments Act, 1975	Professional Tax	0.15	September,2023	21/10/2023	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act,1992	Professional Tax	2.19	April, 2020	21/05/2020	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act,1992	Professional Tax	1.56	October,2020	21/11/2020	

Name of the statute	Nature of dues	Amounts (₹ in Lacs)	Period to which amount relates	Due date	Remarks
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.41	April, 2021	21/05/2021	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.10	October, 2021	21/11/2021	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	1.05	April, 2022	21/05/2022	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	0.84	October, 2022	21/11/2022	
The Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Professional Tax	0.56	April, 2023	21/05/2023	
The Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1976	Professional Tax	0.11	February, 2023	21/03/2023	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.24	March, 2021	21/04/2021	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.69	June, 2021	21/07/2021	
The Kerala State Tax on Professions, Trades, Callings and Employment Act, 1996	Professional Tax	0.16	March, 2022	21/04/2022	

Note-We are not reporting few cases as outstanding amount below Rs. 10,000.

(b) Based on information and explanations given to us and according to the records maintained by the Company, the dues in respect of sales tax, service tax, income tax, professional tax, duty of excise and value added tax, entry tax that have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Central Excise Act, 1944	Excise Duty	2007-08	CESTAT - HYDERABAD	149.67	84.42
		2009-10 to 2010-11	CESTAT - NEW DELHI	30.00	30.00
		April 2009 - December 2009	CESTAT, Bangalore	36.10	34.30
		April 2014 – December 2015	CESTAT, Delhi	37.17	36.15
		March 2013 – February 2016	Karnataka High Court	179.12	172.44
		January 2012 – March 2016	CESTAT, Bangalore	175.71	175.71
		January 2013 – February 2016	CESTAT, Bangalore	252.00	242.93
		2013-14 to 2015-16	Commissioner Appeal	70.75	70.65
Chhattisgarh Commercial Tax Act, 1994	Sales Tax	2003-04	The Under Secretary, Commercial Tax Department Government of Chattisgarh	5.49	-
	Sales Tax	2004-05		4.16	-
	VAT	2005-06	Taxation Tribunal	42.98	-

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
West Bengal Value Added Tax Act, 2003	VAT	2006-07	High Court of Calcutta	3.93	3.93
		2006-07	West Bengal Taxation Tribunal	2,111.10	2,111.10
		2010-11	West Bengal Taxation Tribunal	1,296.46	1,296.46
		2015-16	Appellate forum-CD-2, West Bengal	271.74	228.87
Jharkhand Value Added Tax Act, 2005	VAT	2006-07	Yet to be filed	80.31	80.31
Maharashtra Value Added Tax Act, 2002	VAT	2012-13	Joint Commissioner of Sales Tax	5,539.05	5,332.80
		2013-14	Maharashtra State Tribunal	407.12	375.54
		2014-15	Joint Commissioner Sales Tax	55.06	51.88
Andhra Pradesh Value Added Tax Act, 2005	VAT	2007-08	Andhra Pradesh High Court	128.40	128.40
		2008-09	Andhra Pradesh High Court	372.57	372.57
		2009-10	Andhra Pradesh High Court	397.32	397.32
		2010-11	Andhra Pradesh High Court	114.27	114.27
		2011-12	Andhra Pradesh Taxation Tribunal	27.87	24.82
Chhattisgarh Value Added Tax Act, 2005	VAT	2006-07	Sales Tax Tribunal, Raipur	132.71	-
		2007-08	Sales Tax Tribunal, Raipur	86.56	-
		2008-09	Sales Tax Tribunal, Raipur	103.79	-
		2014-15	Additional Commissioner, Commercial Tax, Bilaspur	35.37	28.29
Kerala Value Added Tax Act, 2003	VAT	2007-08	DC (Appeal) Ernakulam	15.72	12.58
		2009-10	AC (Works Contract) Ernakulam	9.24	4.30
		2011-12	DC (Appeal), Ernakulam	35.94	-
Haryana Value Added Tax Act, 2003	VAT	2009-10	Haryana VAT Tribunal	12.18	12.18
		2012-13	Haryana VAT Tribunal	22.43	22.43
		2013-14	Haryana VAT Tribunal	34.07	34.07
		2014-15	Haryana VAT Tribunal	58.79	58.79
		2015-16	Haryana VAT Tribunal	32.51	32.51
		2016-17	Addl VAT Liability on Service Tax etc.	191.17	191.17
		2017-18	Addl VAT Liability on Service Tax and disallowance of ded. claimed for labour & services.	405.28	405.28
Uttar Pradesh Value Added Tax, 2008	VAT	2017-18	Deputy Commissioner	158.45	158.45
Karnataka Value Added Tax Act, 2003	VAT	01.04.2017 to 30.06.2017	Karnataka High Court	14.38	14.38
		2016-17	Karnataka High Court	24.67	24.67
Andhra Pradesh General Sales Tax Act, 1957	Sales Tax	2003-04	Appellate Tribunal in Vizag	8.59	7.71
Goa Sales Tax Act, 1964	Sales Tax	2004-05	Additional CCT (Appeal), Margao	64.36	64.36
Orissa Sales Tax Act, 1947 [For Sambalpur]	Sales Tax	1985-86, 1988-89 & 1989-90	Sales Tax Appellate Tribunal	2.58	2.58
Bombay Sales Tax Act, 1959	Sales Tax	2003-04 & 2004-05	Mazz India has filed Writ Petition in Bombay High Court	144.34	144.34
Tamil Nadu General Sales Tax Act, 1959	Sales Tax	2000-2001	Sales Tax Appellate Tribunal (STAT)	320.86	320.86

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Goa - Central Sales Tax Act, 1956	CST	2003-04	Additional CCT (Appeal), Margao	7.12	7.12
	CST	2006-07	Sales Tax Appellate Authority	0.50	0.50
The Central Sales Tax (Orissa) Rules, 1957	CST	2013-14 & 2014-15	Additional CCT (Appeal), Cuttack	1.95	1.56
Kerala CST Rules, 1957	CST	2014-15	Sales Tax Office (WC), Ernakulam	0.72	0.72
The Uttar Pradesh Central Sales Tax Act 1956	CST	2017-18	Deputy Commissioner	2.00	2.00
The Chhattisgarh Tax on Entry of Goods Act, 1976	Entry Tax	2005-06 to 2008-09	High Court- Bilaspur	78.85	-
		2009-10	CG Taxation Tribunal	51.73	35.17
		2010-11	CG Taxation Tribunal	25.24	21.45
		2011-12	Addl CCT Bilaspur	39.97	39.97
		2012-13	CG Taxation Tribunal	23.24	23.24
The Uttar Pradesh Tax on Entry of Goods Act, 2000	Entry Tax	2013-14	Addl CCT Bilaspur	33.84	28.41
		2006-07	Supreme Court	64.74	64.74
		2007-08	Supreme Court	47.97	47.97
		2008-09	Supreme Court	61.88	61.88
The Orissa Entry Tax Act, 1999	Entry Tax	2010-11	Supreme Court	59.79	59.79
		2017-18	Deputy Commissioner	25.00	25.00
The Orissa Entry Tax Act, 1999	Entry Tax	2013-14 & 2014-15	Addl CCT (Appeal) Cuttack	10.51	9.81
WBTEGLA Act, 2012	Entry Tax	2015-16	Taxation Tribunal	100.03	100.03
Foreign Trade Policy 2015-2020	SEIS Benefit	2015-2020	DGFT, Kolkata	641.09	641.09
Goods & Service Tax Act, 2017-Jharkhand	GST	2019-20	High Court in Ranchi, Jharkhand & Addl. Commissioner (Appeal), Ranchi	1,038.31	961.96
		2017-18	Joint Commissioner	124.77	124.77
Goods & Service Tax Act, 2017-Karnataka	GST	2017-18	High Court in Karnataka	1,179.35	1,179.35
Goods & Service Tax Act, 2017-Bihar	GST	2017-18	Tribunal	108.92	106.16
		2017-18	Commissioner (Appeals)	19.50	18.58
		2017-18	Commissioner (Appeals)	2.47	2.47
Goods & Service Tax Act, 2017-Assam	GST	2018-19	Yet to be filed	19.16	19.16
		2017-18	High Court of Punjab & Haryana	1,383.62	1,383.62
		2018-19	WP yet to be filed	4,777.61	4,777.61
Goods & Service Tax Act, 2017-Haryana	GST	2018-19	WP yet to be filed	234.03	234.03
		2019-20	WP yet to be filed	1,452.05	1,452.05
		2017-18	Commissioner & Odisha High Court	140.05	137.12
Goods & Service Tax Act, 2017-Odisha	GST	2018-19	Commissioner & Odisha High Court	404.45	399.18
		2019-20	Commissioner & Odisha High Court	381.17	376.75
		2017-18	Commissioner (Appeals)	156.20	149.05
Goods & Service Tax Act, 2017-West Bengal	GST	2018-19	Yet to be filed	145.31	145.31
		TRAN-1	Yet to be filed	17.82	16.97

Name of the statute	Nature of dues	Period to which the amount relates	Forum where the dispute is pending	Amount involved (₹ in Lacs)	Amount Unpaid (₹ in Lacs)
Goods & Service Tax Act, 2017- Chhattisgarh	GST	2017-18	Additional Commissioner (Appeal)	130.66	124.22
		2019-20	Additional Commissioner (Appeal)	2.35	0.49
Goods & Service Tax Act, 2017- Tamil Nadu	GST	2017-18	Deputy Commissioner (Appeal)	171.81	154.63
Goods & Service Tax Act, 2017- Maharashtra	GST	2017-18	Commissioner (Appeal)	197.64	179.67
Goods & Service Tax Act, 2017- Kerala	GST	2017-18	Commissioner (Appeal)	159.48	151.89
		2018-19	Joint Commissioner (Appeal)	21.97	19.97
		2019-20	Joint Commissioner (Appeal)	120.94	109.96
Goods & Service Tax Act, 2017-Telangana	GST	2017-18	Joint Commissioner (Appeal)	5.33	4.88
		2018-19	Additional Commissioner (Appeal)	316.83	280.83
		2019-20	Additional Commissioner (Appeal)	462.76	410.17
Goods & Service Tax Act, 2017- Uttar Pradesh	GST	2017-18	Additional Commissioner (Appeal)	206.39	196.92
		2017-18	Assistant Commissioner (Appeal)	160.51	152.99
		2018-19	Additional Commissioner (Appeal)	5.52	5.34
Goods & Service Tax Act, 2017-Gujarat	GST	2017-18	Assistant Commissioner (Appeal)	4.03	3.90
		2017-18	Assistant Commissioner (Appeal)	5.52	5.34
		2018-19	Additional Commissioner (Appeal)	5.52	5.34
Goods & Service Tax Act, 2017- Madhya Pradesh	GST	2017-18	Commissioner (Appeal)	344.59	333.28
		2019-20	Commissioner (Appeal)	32.93	31.70
		2020-21	Commissioner (Appeal)	13.17	12.64
Finance Act, 1994-Service Tax	Service Tax	2007-08 & 2008-09	Commissioner of Central Excise (Appeals)	1.26	1.26
		Oct'15-June'17	Commissioner (Appeals)	177.99	164.64
Income-Tax (80IA Matter)	Income Tax	2005-06	High Court	268.48	268.48
		2006-07	High Court	413.93	413.93
		2008-09	High Court	379.51	379.51
		2009-10	High Court	257.74	257.74
		2009-10	CIT (Appeal)	66.74	66.74
Professions Trades Callings and Employment Act 1979	Professional Tax	1981-82 to 1994-95	Honourable Asst. Commissioner of P.Tax	4.34	4.34

VIII. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).



IX. (a) The Company has defaulted in repayment of principal and interest thereon which are due on cash credit, WCCL, Term loan etc. obtained from banks/financial institution and non-convertible debentures holder as set out below:-

Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date (₹ in Lacs)	Whether principal or interest	Default in repayment of principle and interest (₹ in Lacs)			Remarks, if any
				Upto 180 days	From 181 Days to 365 Days	Above 365 Days	
Secured Non-Convertible Debentures	Axis Bank Ltd.	7,739	Both	-	-	7,739	
	Bank of Baroda (Employee's) Pension Fund	774	Both	-	-	774	
	Bank of Baroda Provident Fund Trust	774	Both	-	-	774	
	General Insurance Corporation of India	2,105	Both	-	-	2,105	
	HDFC Trustee Company Ltd. A/C HDFC Credit Risk Debt Fund	19,519	Both	-	-	19,519	
	National Asset Reconstruction Company Ltd.	44,057	Principle	-	-	44,057	
Secured Rupee Term Loan from Bank	HDFC Bank Limited	2,648	Both	7	26	2,615	
	ICICI Bank Ltd.	127	Both	-	11	116	
	Axis Bank Ltd.	32	Both	-	-	32	
	IndusInd Bank Ltd.	7,936	Both	402	317	7,217	
	The Federal Bank Ltd.	1,137	Both	-	-	1,137	
Secured Rupee Term Loan from Financial Companies	Sundaram Finance Ltd.	76	Both	-	1	75	
	Tata Capital Financial Services Ltd.	85	Both	-	-	85	
	Srei Equipment Finance Ltd.	4,626	Both	-	28	4,598	
	Kotak Mahindra Prime Ltd.	29	Both	-	-	29	
	Mahindra & Mahindra Financial Services Ltd.	321	Both	4	35	282	
	J C Flowers Assets Reconstruction Pvt. Ltd.	170	Principle	-	-	170	
Secured Foreign Currency Term Loan from Bank	National Asset Reconstruction Company Ltd.	1,097	Principle	-	-	1,097	
	Bank Muscat	4,778	Both	-	-	4,778	
Rupee Working Capital Loans repayable on demand from Bank	Axis Bank Ltd.	2,758	Interest	110	-	2,648	
	HDFC Bank Ltd.	5,317	Both	96	75	5,146	
	ICICI Bank Ltd.	11,615	Both	1,532	1,384	8,699	
	IndusInd Bank Ltd.	4,988	Interest	659	697	3,632	
	DBS Bank India Ltd.	669	Both	-	-	669	
Rupee Working Capital Loans repayable on demand from Financial Company	J C Flowers Assets Reconstruction Pvt. Ltd.	6,232	Principle	-	-	6,232	
	National Asset Reconstruction Company Ltd.	369,275	Principle	-	12,560	356,715	

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, term loans were applied for the purpose for which the loans were obtained.
  - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
  - (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint ventures. Accordingly, clause 3(ix)(e) of the Order is not applicable.
  - (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- X. (a) In our opinion and 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) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable to the Company.
- XI. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle blower complaints have been received by the company during the year.
- XII. The Company is not a Nidhi Company. Hence, reporting under clauses 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- XIII. According to the information and explanations given to us by the management and based on our examination of books of accounts, transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Note No. 30 to the Standalone Financial Statements as required by the applicable accounting standards.
- XIV. (a) The company is having Internal Audit Department responsible for carrying out the internal audit of various contacts/project sites and process (i.e. Sales, Pay roll etc.) at periodical intervals as per the approved audit plan. The internal audit system adopted by the internal audit department is commensurate with the size and nature of the business of the company.
- (b) We have considered the internal audit reports for the year under audit, submitted by Internal Audit Department to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- XV. According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clauses 3(xv) of the Order are not applicable.

XVI. According to the information and explanations given to us and based on our examination of the records of the Company,

- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) The company has not conducted any Non- Banking Financial or Housing Finance activities during the year.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) The Group does not have any CIC.

Accordingly, clauses 3(xvi) (a), (b), (c) and (d) of the Order are not applicable.

XVII. The Company has incurred cash losses in current and in the immediately preceding financial year to the extent of Rs. 302 lacs and Rs. 70,701 lacs respectively.

XVIII. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

XIX. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, the company has incurred net loss Rs. 7,189 lacs for the financial year (P.Y. Rs. 50,624 lacs) and also there was default in payment of financial debts, to its bankers and other financial lenders amounting to Rs. 4,98,884 lacs as on March 31, 2024 (P.Y. Rs.4,83,021 lacs). Based on

deed of assignment dated March 28, 2024, the majority of Lenders had assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited("NARCL"). The Company is in the process of finalizing a resolution plan with its lenders. The payment of financial liabilities depends on successful completion of resolution plan and improving credit profile of the company and in time bound realization of its assets, arbitration claims etc as mentioned note no. 36 of Standalone Financial Statements. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due, will get discharged by the Company.

XX. In our opinion and according to the information and explanations given to us, the Company has negative average net profit of three immediately preceding financial years; the Company was not required to spend any amount towards corporate social responsibilities under the provision of Section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

For **CHATURVEDI & CO LLP**  
Chartered Accountants  
(FRN: 302137E/E300286)

**S.C. Chaturvedi**  
(Partner)  
Membership No: 012705  
UDIN: 24012705BKFYNC3352

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# ANNEXURE 'B'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (2)(g) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

**To The Independent Auditors' Report of even date on The Standalone Financial Statement of Simplex Infrastructures Limited**

**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 **Simplex Infrastructures Limited** (hereinafter referred as "**the Company**") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent 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 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 with reference to these Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 qualified audit opinion on the internal financial controls system over financial reporting of the Company.

### 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.

### **Qualified Opinion**

According to information and explanation given to us and based on the report issued by other auditors on internal financial controls over financial reporting the following material weakness have been identified as at March 31, 2024.

- a. The Company's internal financial controls for evaluation of recoverability of old balances of unbilled revenue, loans/advances, trade receivables, retention monies inventories at project sites and claims recoverable were not operating effectively as on March 31, 2024 which could potential result in the company not recognizing appropriate provision on the Standalone Financial Statement in respect of assets that are doubtful of recovery/credit impaired/ measuring the fair values of those financial assets.
- b. The Company did not have an appropriate internal control system with respect to compliance with the provisions of section 197 of the Companies Act, 2013 relating to obtaining prior approval from lenders for payment to whole time director & chief financial officer amounting to Rs. 37 Lacs during the year which has resulted in a misstatement in the value of Company's employee benefit expenses, financial assets and its resultant impact on the loss after tax and the other equity including levy of fine, if any, on account of such non-compliance.

A 'material weakness' is a deficiency, or a combination of deficiencies in internal financial control over financial

reporting, such that there is a reasonable possibility that a material misstatement of Company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, the Company, has, in all material respects, maintained adequate internal financial control over financial reporting with reference to these Standalone Financial Statements as of March 31, 2024 based on the internal control over financial reporting criteria establish by the Company considering the essential components of internal control stated in the Guidance note on Audit of Internal Financial Control over Financial Reporting issued by Institute of Chartered Accountants of India, and except for the possible effects of material weakness described above on the achievement of the objectives of the control criteria, the internal financial control over financial reporting with reference to these Standalone Financial Statements were operating effectively as of March 31, 2024.

### **Explanatory Paragraph**

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under section 143(10) of the Act, these Standalone Financial Statements of Simplex Infrastructures Limited, which comprise the Balance Sheet as at March 31, 2024, and the related statement of Profit & Loss and Cash Flow Statements for the year then ended, and a summary of Significant Accounting Policies and other explanatory information. These material weaknesses were considered in determining the nature, timing and extent of audit test applied in our audit of the March 31, 2024 Standalone Financial Statements of Simplex Infrastructures Limited and the Report does not affect our report dated May 29, 2024 which express a qualified opinion on those financial statements.

For **CHATURVEDI & CO LLP**  
Chartered Accountants  
(FRN: 302137E/E300286)

**S.C. Chaturvedi**  
(Partner)

Membership No: 012705  
UDIN: 24012705BKFYNC3352

Place: Kolkata

Date: 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	2	46,132	52,976
Capital work-in-progress	2(a)	255	240
Intangible assets	3	1	1
<b>Financial assets</b>			
i. Investments	4(a)	8,702	8,702
ii. Other financial assets	4(b)	1,322	810
Deferred tax assets (net)	13	95,290	92,085
Other non-current assets	5	1,745	1,751
<b>Total non-current assets</b>		<b>1,53,447</b>	<b>1,56,565</b>
<b>Current assets</b>			
Inventories	6	29,267	31,928
<b>Financial assets</b>			
i. Investments	7(a)	*	*
ii. Trade receivables	7(b)	1,26,158	1,28,834
iii. Cash and cash equivalents	7(c)	5,366	4,985
iv. Bank balances other than (iii) above	7(d)	455	324
v. Loans	7(e)	18,408	19,137
vi. Other financial assets	7(f)	1,89,590	1,67,926
Current tax assets (net)	8	993	4,607
Other current assets	9	5,03,629	5,12,852
<b>Total current assets</b>		<b>8,73,866</b>	<b>8,70,593</b>
<b>Total Assets</b>		<b>10,27,313</b>	<b>10,27,158</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	10(a)	1,147	1,147
Other Equity	10(b)	20,654	27,476
<b>Total Equity</b>		<b>21,801</b>	<b>28,623</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
<b>Financial Liabilities</b>			
i. Borrowings	11	-	-
Provisions	12	569	791
Deferred tax liabilities (net)	13	-	-
<b>Total non-current liabilities</b>		<b>569</b>	<b>791</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
i. Borrowings	14(a)	7,18,453	5,98,900
ii. Trade payables			
Total outstanding dues of micro enterprises and small enterprises	14(b)	10,652	10,907
Total outstanding dues of creditors other than micro enterprises and small enterprises	14(b)	1,24,468	1,37,620
iii. Other financial liabilities	14(c)	70,165	1,58,756
Other current liabilities	15	79,754	90,350
Provisions	16	1,042	941
Current tax liabilities (net)	17	409	270
<b>Total current liabilities</b>		<b>10,04,943</b>	<b>9,97,744</b>
<b>Total Liabilities</b>		<b>10,05,512</b>	<b>9,98,535</b>
<b>Total Equity and Liabilities</b>		<b>10,27,313</b>	<b>10,27,158</b>

**Significant accounting policies**

1

\* Amount is below the rounding off norm adopted by the Company.

The accompanying notes are an integral part of the Financial Statements  
As per our report of the even date

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**

Partner  
Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**

Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors****Rajiv Mundhra**

Chairman  
DIN - 00014237

**S. Dutta**

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**

Sr. V.P. & Company Secretary

Kolkata, 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>INCOME</b>			
Revenue from Operations	18	1,01,095	1,54,654
Other Income	19	1,778	4,102
<b>Total Income</b>		<b>1,02,873</b>	<b>1,58,756</b>
<b>EXPENSES</b>			
Construction Materials Consumed		19,520	42,068
Purchases of Stock-in-Trade		362	633
Changes in Inventories of Work-in-progress	20	487	530
Employee Benefits Expense	21	10,958	14,495
Finance Costs	22	8,002	83,735
Depreciation and Amortisation Expense	23	6,912	8,500
Sub-Contractors' Charges		44,655	65,417
Other Expenses	24	22,323	29,400
<b>Total Expenses</b>		<b>1,13,219</b>	<b>2,44,778</b>
<b>Profit / (Loss) before Tax</b>		<b>(10,346)</b>	<b>(86,022)</b>
Income tax expense			
Current Tax		48	97
Excess Current Tax provision for earlier years written back (net)		-	(5,357)
Deferred Tax Credit		(3,205)	(30,138)
<b>Total Tax Expense</b>	25	<b>(3,157)</b>	<b>(35,398)</b>
<b>Profit / (Loss) for the year</b>		<b>(7,189)</b>	<b>(50,624)</b>
<b>Other comprehensive income / (Loss)</b>			
<b>(a) Items that will be reclassified to Statement of Profit and Loss</b>			
Exchange differences on translation of foreign operations	10(b)(ii)	541	2,898
		541	2,898
<b>(b) Items that will not be reclassified to Statement of Profit and Loss</b>			
Remeasurements of post-employment benefit obligations	10(b)(i)	(174)	(646)
		(174)	(646)
<b>Other comprehensive income / (Loss) for the year, net of tax (a+b)</b>		<b>367</b>	<b>2,252</b>
<b>Total comprehensive income / (Loss) for the year</b>		<b>(6,822)</b>	<b>(48,372)</b>
<b>Earnings per equity share [Nominal value per share ₹2/- (31<sup>st</sup> March, 2023: ₹2/-)]</b>		<b>₹</b>	<b>₹</b>
<b>Basic and Diluted earnings per share</b>	31	<b>(12.58)</b>	<b>(88.59)</b>

**Significant accounting policies**

1

The accompanying notes are an integral part of the Financial Statements

As per our report of the even date

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286

Chartered Accountants

**S. C. Chaturvedi**

Partner

Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E

Chartered Accountants

**Binayak Dey**

Proprietor

Membership Number: 062177

**For and on behalf of Board of Directors****Rajiv Mundhra**

Chairman

DIN - 00014237

**B. L. Bajoria**

Sr. V.P. &amp; Company Secretary

**S. Dutta**

Whole-time Director &amp;

Chief Financial Officer

DIN - 00062827

Kolkata, 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit / (Loss) before Tax	(10,346)	(86,022)
Adjustments for:		
Depreciation and Amortisation Expense (Refer Note 23)	6,912	8,500
Finance Costs (Refer Note 22)	8,002	83,735
Gain on sale on Non-current Investments (Refer Note 19)	-	(211)
Interest Income (Refer Note 19)	(771)	(703)
Liabilities no longer required and written back (Refer Note 19)	(293)	(258)
Bad Debts / Advances written off and Allowance for Expected Credit Loss (Net) (Refer Note 24)	3,684	4,431
Net Loss / (Gain) on disposal of property, plant and equipment (Refer Note 19 & 24)	200	(1,066)
Exchange Gain (Net)	(411)	(1,658)
Effect of Changes in Foreign Exchange Translation	507	(40)
	17,830	92,730
<b>Operating Profit before Working Capital Changes</b>	<b>7,484</b>	<b>6,708</b>
<b>Change in operating assets and liabilities</b>		
(Decrease) / Increase in Trade Payables	(11,721)	(4,514)
(Decrease) / Increase in Other Liabilities	4,001	(8,197)
(Increase) / Decrease in Trade Receivables	1,886	3,219
(Increase) / Decrease in Other Assets	(15,489)	(41,831)
(Increase) / Decrease in Non-current Assets	(512)	279
(Increase) / Decrease in Inventories	2,662	7,621
	(19,173)	(43,423)
<b>Cash (used in) / generated from operations</b>	<b>(11,689)</b>	<b>(36,715)</b>
Income Taxes Refund (Net)	3,705	1,885
<b>Net Cash used in Operating Activities</b>	<b>(7,984)</b>	<b>(34,830)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property, plant and equipment including capital work-in-progress and Capital Advances	(1,026)	(413)
Proceeds from Sale of Property, plant and equipment	522	2,515
Interest Received	680	801
Sale of Investment in Associate Company	-	413
Term Deposits - Matured [Net]	4	34
Inter Corporate Loans Recovered	-	316
<b>Net Cash generated from Investing Activities</b>	<b>180</b>	<b>3,666</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Short term borrowings - Receipts / (Payment) [Net] (inclusive of amount debited by Banks) (Refer Note 2 below)	12,145	69,753
Finance Cost (inclusive of amount debited by Banks)	(3,823)	(35,326)
Dividend Paid	(1)	(1)
<b>Net Cash (used in) / generated from Financing Activities</b>	<b>8,321</b>	<b>34,426</b>
<b>Net Increase / (Decrease) in cash and cash equivalents</b>	<b>517</b>	<b>3,262</b>



**Statement of Cash Flow** for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31 <sup>st</sup> March, 2024		Year ended 31 <sup>st</sup> March, 2023	
<b>D. Effects of Exchange rate changes on Cash and Cash Equivalents</b>		*		<b>16</b>
		<b>517</b>		<b>3,278</b>
Cash and Cash Equivalents at the beginning of the year [Refer Note 1(a) below]	5,304		2,026	
Cash and Cash Equivalents at the end of the year [Refer Note 1(a) below]	5,821	517	5,304	3,278

**1(a) Reconciliation of Cash and Cash Equivalents as per statement of cash flows**

Particulars	Year ended 31 <sup>st</sup> March, 2024		Year ended 31 <sup>st</sup> March, 2023	
Cash and Cash Equivalents as per above comprise the following:				
Cash and Cash Equivalents [Refer Note 7(c)]		5,366		4,985
Add : Unpaid Dividend Accounts as disclosed under Note 7(d)	3		4	
Add : Escrow Account as disclosed under Note 7(d)	452	455	315	319
Cash and Cash Equivalents as per statement of cash flows		<b>5,821</b>		<b>5,304</b>

1(b) The above Statement of Cash Flows is prepared as per "indirect method" specified in Ind AS 7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules, 2015.

2) Changes in liabilities arising from financing activities

Particulars	Opening Balance as on 1 <sup>st</sup> April, 2023	Changes from financing cash flows	Effect of changes in foreign exchange rates	Other Changes	Closing Balance as on 31 <sup>st</sup> March, 2024
Non Current Borrowings [Refer Note 11]	-	-	-	-	-
Current Borrowings including Current Maturities of Non Current Borrowings [Refer Note 14(a)]	5,98,900	12,145	(12)	1,07,420	7,18,453
	<b>5,98,900</b>	<b>12,145</b>	<b>(12)</b>	<b>1,07,420</b>	<b>7,18,453</b>

Particulars	Opening Balance as on 1 <sup>st</sup> April, 2022	Changes from financing cash flows	Effect of changes in foreign exchange rates	Other Changes	Closing Balance as on 31 <sup>st</sup> March, 2023
Non Current Borrowings [Refer Note 11]	-	-	-	-	-
Current Borrowings including Current Maturities of Non Current Borrowings [Refer Note 14(a)]	5,28,436	69,753	699	12	5,98,900
	<b>5,28,436</b>	<b>69,753</b>	<b>699</b>	<b>12</b>	<b>5,98,900</b>

\* Amount is below the rounding off norm adopted by the Company.

The accompanying notes are an integral part of the Financial Statements  
As per our report of the even date

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**

Partner  
Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**

Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors****Rajiv Mundhra**

Chairman  
DIN - 00014237

**B. L. Bajoria**

Sr. V.P. & Company Secretary

**S. Dutta**

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

Kolkata, 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

### A. Equity share capital

Particulars	Amount
<b>Balance at 1<sup>st</sup> April, 2022</b>	<b>1,147</b>
Changes in Equity Share Capital due to prior period errors	-
<b>Restated balance at 1<sup>st</sup> April, 2022</b>	<b>1,147</b>
Changes in equity share capital during the year	-
<b>Balance at 31<sup>st</sup> March, 2023</b>	<b>1,147</b>
Changes in Equity Share Capital due to prior period errors	-
<b>Restated balance at 1<sup>st</sup> April, 2023</b>	<b>1,147</b>
Changes in equity share capital during the year	-
<b>Balance at 31<sup>st</sup> March, 2024</b>	<b>1,147</b>

### B. Other Equity

Particulars	Reserves and surplus [Refer Note 10(b)(i)]						Other reserves [Refer Note 10(b)(iii)]		Total other equity
	Securities Premium Reserve	General Reserve	Retained Earnings	Contingency Reserve	Debt Redemption Reserve	Capital Reserve	Capital Redemption Reserve	Foreign Currency Translation Reserve	
<b>Balance at 1<sup>st</sup> April, 2022</b>	<b>91,980</b>	<b>11,186</b>	<b>(57,710)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>7,920</b>	<b>75,848</b>
Profit / (Loss) for the year	-	-	(50,624)	-	-	-	-	-	(50,624)
Other Comprehensive Income / (Loss) for the year	-	-	(646)	-	-	-	-	-	(646)
Remeasurements of post-employment benefit obligations	-	-	-	-	-	-	-	-	-
Other Items	-	-	-	-	-	-	-	2,898	2,898
<b>Total Comprehensive Income / (Loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(51,270)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,898</b>	<b>(48,372)</b>
<b>Balance at 31<sup>st</sup> March, 2023</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,08,980)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>10,818</b>	<b>27,476</b>
<b>Balance at 1<sup>st</sup> April, 2023</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,08,980)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>10,818</b>	<b>27,476</b>
Profit / (Loss) for the year	-	-	(7,189)	-	-	-	-	-	(7,189)
Other Comprehensive Income / (Loss) for the year	-	-	(174)	-	-	-	-	-	(174)
Remeasurements of post-employment benefit obligations	-	-	-	-	-	-	-	-	-
Other Items	-	-	-	-	-	-	-	541	541
<b>Total Comprehensive Income / (Loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(7,363)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>541</b>	<b>(6,822)</b>
<b>Balance at 31<sup>st</sup> March, 2024</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,16,343)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>11,359</b>	<b>20,654</b>

The accompanying notes are an integral part of the Financial Statements

As per our report of the even date

**For Chaturvedi & Co LLP**  
Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**  
Partner  
Membership Number: 012705

**For Binayak Dey & Co.**  
Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**  
Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors**

**Rajiv Mundhra**  
Chairman  
DIN - 00014237

**S. Dutta**  
Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**  
Sr. V.P. & Company Secretary

Kolkata, 29<sup>th</sup> May, 2024

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024

### COMPANY OVERVIEW

Simplex Infrastructures Limited ('the Company') is a diversified Infrastructure Company established in 1924 and executing projects in several verticals like Piling, Energy and Power, Building & Housing, Marine, Roads and Highways, Railways, Urban infrastructures etc. The Company is a Public Limited Company and has its Registered Office in Kolkata, India with Branch Offices in Delhi, Mumbai and Chennai in India & Overseas Branches in Qatar, Oman, Abu Dhabi, Dubai, Sri Lanka, Ethiopia, Saudi Arabia and Bangladesh. The Company is listed on BSE Limited, National Stock Exchange of India Limited and the Calcutta Stock Exchange Limited.

### 1 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these standalone financial statements.

#### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

##### i) Compliance with Ind AS

These standalone financial statements of the Company have been prepared to comply in all material respects with Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act. Accounting policies have been consistently applied except where newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy.

All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle which is more than 12 months considering the average project period in respect of its construction business and 12 months in respect of its other business and other criteria set out in the Schedule III of the Act.

These Standalone Financial Statements were approved and authorised for issue with the resolution of the Board of Directors on 29<sup>th</sup> May, 2024.

##### ii) Historical cost convention

These financial statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:-

- Certain Financial Assets and Liabilities (including derivative instruments).
- Defined benefit plans – Plan Assets.

##### iii) Items reported in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The financial statements of the Company are presented in Indian Rupee (₹) which is the functional and presentation currency of the Company.

#### 1.2 SEGMENT REPORTING

The Company's operating segments are established on the basis of those components of the Company that are evaluated regularly by the 'Chief Operating Decision Making Group' (CODMG) as defined in Ind AS 108 - 'Operating Segments', in deciding how to allocate resources and in assessing performance. CODMG consists of the Executive Chairman and the Whole-time Directors. These have been identified taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. CODMG examines the Company's performance both from business and geographical perspective and has considered business segment as primary segment for disclosure.

#### 1.3 PROPERTY, PLANT AND EQUIPMENT

Freehold land is stated at cost. All other items of property, plant and equipment are stated at cost, net of recoverable taxes, trade discounts and rebate, etc. less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

The items of property, plant and equipment which are not yet ready for use are disclosed as Capital work-in-progress and are carried at cost, net of accumulated impairment loss, if any.

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. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of Profit and Loss within 'Other Income/ Expense'.

### Depreciation methods, estimated useful lives and residual value

- (a) Depreciation is calculated using the straight line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Act. In respect of the following assets, useful lives different from Schedule II have been considered on the basis of technical assessment made by expert and management estimate. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful Lives
Concreting, Crushing, Piling, Road Making and Heavy Lift Equipment	3-20 years
Transmission Line, Tunnelling Equipment	20 years
Material Handling, Welding Equipment	4-20 years
Plant and Equipment / Motor Vehicle (used at branches outside India)	10 Years (Maximum)

- (b) Leasehold Land and Buildings thereon are amortised over the tenure of respective leases using the straight line method. 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.

### 1.4 INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost incurred till it is necessary for bringing intangible assets to the location and condition necessary for it to be capable of operating in the manner intended by management. Such cost includes purchase price and any cost directly attributable to bringing the asset to its working condition for the intended use. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Computer Software for internal use which is primarily acquired is capitalised. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of Software includes licenses fees and cost of implementation, system integration services etc. where applicable.

#### Amortisation method and period

The Company amortises intangible assets (Computer Software) with a finite useful life using the straight line method over a period of 3 years.

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date and adjusted prospectively, if appropriate.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1.5 IMPAIRMENT OF NON-FINANCIAL ASSETS (INCLUDING PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS)

The Company assesses at each reporting date as to whether there is any indication that any non-financial asset or group of Assets, identified as Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

Intangible assets are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### 1.6 INVENTORIES

Raw material, stores, work-in-progress and traded goods are stated at the lower of cost and net realisable value. Cost of inventories comprise all cost of purchase and other cost incurred in bringing them to their present location and condition. Cost is determined on first in, first out basis.

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

Contract cost incurred related to future activity of the contract are recognised as an asset provided it is probable that they will be recovered during the contract period. Such costs represent the amount due from customer and are often classified as contract work-in-progress.

### 1.7 FINANCIAL INSTRUMENTS

#### (i) Financial Assets

##### A. Initial Recognition and Measurement

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognised at fair value. Transaction costs that are directly attributable to the acquisition of Financial Assets, which are not at Fair Value through Profit or Loss, are adjusted to the fair value on initial recognition.

##### B. Subsequent Measurement

Financial assets are subsequently classified as measured at

- Amortised Cost- A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Fair Value through Other Comprehensive Income (FVOCI)- A Financial Asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Fair Value through Profit or Loss (FVPL)- A Financial Asset which is not classified in any of the above categories are measured at FVPL.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### C. Investments in Subsidiaries, Joint Ventures and Associates

Investments in subsidiaries, joint ventures and associates are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, joint ventures and associates, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

### D. Other Equity Instruments

Equity instruments which are held for trading are required to measure at FVPL. All other equity instruments are initially measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. For investments in quoted equity instruments, the Company has made an irrevocable election at the time of initial recognition to account for equity instruments at FVOCI. The Company makes such election on an instrument-by-instrument basis. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the statement of profit and loss. Dividend income on the investments in equity instruments are recognised as 'Other Income' in the Statement of Profit and Loss.

### E. Impairment of financial assets and contract assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at FVPL and contract assets.

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument), as applicable.

The Company assesses on a forward looking basis the expected credit losses associated with its financial assets and contract assets considered for ECL. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables and contract assets only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

ECL allowance (or reversal) recognized during the period is recognized as expense / income in the Statement of Profit and Loss.

## (ii) Financial Liabilities

### A. Initial Recognition and Measurement

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

### B. Subsequent Measurement

Financial Liabilities are carried at amortized cost using the effective interest method.

For trade and other financial liabilities maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### (iii) Derecognition of Financial Instruments

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

### (iv) Offsetting

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events. It must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## 1.8 DERIVATIVES

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit and loss and are included in 'Other Income/Expense'.

## 1.9 CASH AND CASH EQUIVALENTS

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term highly liquid investments with original maturities of less than three months or less that are readily convertible to cash and which are subject to an insignificant risk of changes in value.

## 1.10 EMPLOYEE BENEFITS

### i) Short term Employee Benefits:

The undiscounted amount of short term employee benefits expected to be settled in exchange for the services rendered by employees are recognised as expense during the period when the employee renders the service.

### ii) Post Employment Benefit Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period, in which the employee has rendered the service. The Company has no further payment obligations once the contributions have been paid. If the contribution payable for service received before the balance sheet date exceeds the contribution already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment.

For Defined Benefit Plans, the liability in respect of gratuity is calculated using the Projected Unit Credit Method, and spread over the period during which the benefit is expected to be derived from employees' services with actuarial valuations being carried out at each balance sheet date.

Re-measurement of Defined Benefit Plans in respect of post-employment are recognised in the Other Comprehensive Income. Past service costs due to changes in present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit and loss. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of reductions in future contributions to the plan.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### iii) Other Long term Employee Benefits (unfunded):

The cost of providing other long term employee benefits is calculated using the Projected Unit Credit Method, and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement actuarial gains and losses and past service cost are recognised immediately in the statement of profit and loss for the period in which they occur. Other long term employee benefit obligation recognised in the balance sheet represents the present value of related obligation.

### 1.11 LEASES

Leases are accounted as per Ind AS 116. At inception of a contract, the Company assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company as a lessee, applies the short-term lease recognition exemption to its short-term leases (i.e. leases that has a lease term of 12 months or less from the commencement date and do not contain a purchase option) for offices, warehouses, employee accommodations, equipments, etc. Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

### 1.12 PROVISION AND CONTINGENT LIABILITIES

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense. Contingent liability is not recognised. However, a disclosure for contingent liabilities is made 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 embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

### 1.13 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 for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

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 the countries where the Company's operations generate taxable income. 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 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 profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively 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.



## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses/tax credits only if it is probable that future taxable amounts will be available to utilise those temporary differences/credits and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset 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 offset 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 and 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.

### 1.14 REVENUE RECOGNITION

#### i) Revenue from Construction Contracts

Contract Revenue is recognised under 'percentage-of-completion method'. Use of the 'percentage-of-completion method' requires the Company to measure the efforts or costs expended to date to the satisfaction of a performance obligation as a proportion of the total expected efforts or costs to be expended to the satisfaction of that performance obligation over the time. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion.

Further, the Company uses significant judgements while determining the transaction price allocated to performance obligation using the expected cost plus margin approach.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

Variations in contract work, claims and incentive payments are included in contract revenue only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and are capable of being reliably measured.

#### ii) Revenue from Real Estate Projects

The Company recognises revenue at transaction price based on execution of agreement or letter of allotment and when control of the goods or services are transferred to the customer for which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). The Company transfers control of a good or service over time and therefore, satisfies a performance obligation and recognises revenue over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation and having an enforceable right to receive payment for performance completed till the date of revenue recognition.

The Company uses cost based input method for measuring progress for performance obligation satisfied over time. Under this method, the Company recognises revenue in proportion to the actual project cost incurred as against the total estimated project cost.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

The management reviews and revises its measure of progress periodically and considered the change in estimates and accordingly, the effect of such changes in estimates is recognised prospectively in the period in which such changes are determined.

### iii) Other Revenues

#### (a) Rendering of other services

Revenue from Oil Drilling services is recognised when the service is performed on a time basis at rates mutually agreed with the customer.

#### (b) Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the entity estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

#### (c) Dividends

Dividends are recognised in profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

#### (d) Sale of traded goods

Revenue from sale of traded goods is recognised upon transfer of significant risk and rewards of ownership of such goods without retaining effective control over the goods sold and when associated costs of purchase of such goods and related revenue can be measured reliably.

#### (e) Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature.

### 1.15 BORROWING COST

Borrowing cost attributable to the acquisition of qualifying assets (i.e. the assets that necessarily take substantial period of time to get ready for their intended use) are added to the cost up to the date when such assets are ready for their intended use. Other borrowing cost are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

### 1.16 TRANSACTIONS IN FOREIGN CURRENCIES

#### i) Functional and presentation currency

Items reported in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The financial statements of the Company are presented in Indian Rupee (₹) which is the functional and presentation currency of the Company.

#### ii) Transactions and balances

Foreign currency transactions are translated into the functional currency at the reporting date using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit and Loss. They are deferred in equity if they 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 Company's net investment in that foreign operation.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss under finance cost. All other foreign exchange gains and losses (including notional) are presented in the statement of profit and loss on a net basis.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

### 1.17 FOREIGN OPERATIONS

The result and financial position of foreign operations (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of the Balance sheet.
- Income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- All resulting exchange differences are recognised in Other Comprehensive Income.

### 1.18 DIVIDEND

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

### 1.19 EARNINGS PER SHARE

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

### 1.20 RECENT PRONOUNCEMENTS

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA under section 133 of the Companies Act, 2013, has not notified any new standards or amendments to the existing standards, which are issued and not effective as at March 31, 2024.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1A Critical estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgement and assumptions which affect the reported amount of assets, liabilities, revenue and expenses and the accompanying disclosures. The application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Change in estimates are reflected in the financial statements in the period in which such changes are made and, if material, their effects are disclosed in the notes to the financial statements.

- a) **Defined Benefit Plans (Gratuity and other post-employment benefits):** Refer Note 21.
- b) **Depreciation/Amortisation and useful lives of Property, Plant and Equipment / Intangible Assets:** Refer Note 1.3, 1.4, 2, 2(a) and 3.
- c) **Fair value measurement of financial instruments:** Refer Note 26.
- d) **Revenue Recognition:** Refer Note 1.14, 7(b) and 9.
- e) **Allowance for expected credit losses:** Refer Note 27.
- f) **Provisions:** Refer Note 1.12.
- g) **Taxes:** Refer Note 1.13, 8, 13, 17 and 25.
- h) **Impairment of Non-Financial Assets:** Refer Note 1.5, 2, 2(a), 3, 5 and 9.
- i) **Impairment of Financial Assets and Contract Assets:** Refer Note 1.7(E), 4(a), 4(b), 7(a), 7(b), 7(e) and 7(f).

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 2: Property, plant and equipment**

Particulars	Freehold Land	Buildings [Refer (i) and (ii) below]	Plant and Equipment [Refer (iv) below]	Computers	Furniture and Fittings	Motor Vehicles	Office Equipment	Electrical Equipment	Total
<b>Year ended 31<sup>st</sup> March, 2023</b>									
<b>Gross carrying amount</b>									
Opening gross carrying amount	453	2,954	1,48,294	1,157	1,925	3,399	730	117	1,59,029
Exchange differences [Refer (iii) below]	-	-	1,865	-	(50)	153	7	-	1,975
Additions during the year	-	-	191	3	-	69	15	-	278
Less: Disposals	(28)	(1,449)	(844)	(5)	(11)	(119)	(5)	-	(2,461)
<b>Closing gross carrying amount</b>	<b>425</b>	<b>1,505</b>	<b>1,49,506</b>	<b>1,155</b>	<b>1,864</b>	<b>3,502</b>	<b>747</b>	<b>117</b>	<b>1,58,821</b>
<b>Accumulated Depreciation</b>									
Opening accumulated depreciation	-	361	90,496	1,019	1,654	2,329	615	81	96,555
Depreciation charge during the year	-	48	8,056	6	84	263	32	8	8,497
Less: Disposals	-	(187)	(714)	(4)	(10)	(93)	(5)	-	(1,013)
Exchange differences	-	-	1,715	-	(52)	136	7	-	1,806
<b>Closing accumulated depreciation</b>	<b>-</b>	<b>222</b>	<b>99,553</b>	<b>1,021</b>	<b>1,676</b>	<b>2,635</b>	<b>649</b>	<b>89</b>	<b>1,05,845</b>
<b>Net carrying amount</b>	<b>425</b>	<b>1,283</b>	<b>49,953</b>	<b>134</b>	<b>188</b>	<b>867</b>	<b>98</b>	<b>28</b>	<b>52,976</b>
<b>Year ended 31<sup>st</sup> March, 2024</b>									
<b>Gross carrying amount</b>									
Opening gross carrying amount	425	1,505	1,49,506	1,155	1,864	3,502	747	117	1,58,821
Exchange differences [Refer (iii) below]	-	-	183	*	1	11	1	-	196
Additions during the year	-	-	669	6	-	74	16	-	765
Less: Disposals	-	-	(1,476)	(4)	-	(156)	*	-	(1,636)
<b>Closing gross carrying amount</b>	<b>425</b>	<b>1,505</b>	<b>1,48,882</b>	<b>1,157</b>	<b>1,865</b>	<b>3,431</b>	<b>764</b>	<b>117</b>	<b>1,58,146</b>
<b>Accumulated Depreciation</b>									
Opening accumulated depreciation	-	222	99,553	1,021	1,676	2,635	649	89	1,05,845
Depreciation charge during the year	-	31	6,598	4	48	208	16	7	6,912
Less: Disposals	-	-	(802)	(4)	-	(107)	*	-	(913)
Exchange differences	-	-	161	*	1	7	1	-	170
<b>Closing accumulated depreciation</b>	<b>-</b>	<b>253</b>	<b>1,05,510</b>	<b>1,021</b>	<b>1,725</b>	<b>2,743</b>	<b>666</b>	<b>96</b>	<b>1,12,014</b>
<b>Net carrying amount</b>	<b>425</b>	<b>1,252</b>	<b>43,372</b>	<b>136</b>	<b>140</b>	<b>688</b>	<b>98</b>	<b>21</b>	<b>46,132</b>

\* Amount is below the rounding off norm adopted by the Company.

(i) Buildings include ₹9 (31<sup>st</sup> March, 2023; ₹9) being the Gross Carrying Amount of a building erected on land taken on lease and depreciated over the period of lease which is less than the useful life of the asset.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**(ii) Summary of Buildings which are in the possession but not held in the name of the Company as at 31<sup>st</sup> March, 2024.**

Sr. No.	Description of Property	Gross Carrying Value	Held in name of	Whether promoter, director or their relative or employee	Period held - (Year of Capitalisation)	Reason for not being held in name of company
1	Flat No. 207 in Vaikunth Building, 82-83 Nehru Place, Delhi	2	Shri K. L. Bhatia	No	1984	Purchase agreement and Mutation is endorsed in the name of the Company Municipal taxes are paid by the Company.
2	Flat No. 209 in Vaikunth Building, 82-83 Nehru Place, Delhi	2	Mrs. Sunita Bhan	No	1992	- Do -
3	Flat No. 204 in Vaikunth Building, 82-83 Nehru Place, Delhi	5	Shri Bhuvan Chawla	No	1997	- Do -
4	Flat At Sector-29, Vashi, Navi Mumbai	5	Mr. Amitabh Das Mundhra (on behalf of the Company)	No	2000	Flat being acquired in a co-operative society was required to be registered in the name of individual only.

(iii) Exchange differences comprise ₹196 [31<sup>st</sup> March, 2023: ₹1,975] being adjustments on account of exchange fluctuations relating to Property, plant and equipment of foreign operations.

(iv) The Net Carrying Amount of Plant and Equipment as on 31<sup>st</sup> March, 2024 includes Tools ₹369 (31<sup>st</sup> March, 2023: ₹385).

(v) No proceedings have been initiated on or are pending against the company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder.

**Note 2(a) : Capital Work-in-Progress**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital Work-in-progress	255	240
<b>Total</b>	<b>255</b>	<b>240</b>

**(a) Capital Work-in-Progress (CWIP) ageing Schedule:**

As at 31 <sup>st</sup> March, 2024	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	15	-	-	240	255
<b>Total</b>	<b>15</b>	<b>-</b>	<b>-</b>	<b>240</b>	<b>255</b>

As at 31 <sup>st</sup> March, 2023	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	-	-	-	240	240
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>240</b>	<b>240</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**(b) Capital Work-in-Progress (CWIP) for which completion is overdue compared to its original plan:**

As at 31 <sup>st</sup> March, 2024	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
Projects in progress	255	-	-	-
<b>Total</b>	<b>255</b>	<b>-</b>	<b>-</b>	<b>-</b>

As at 31 <sup>st</sup> March, 2023	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
Projects in progress	240	-	-	-
<b>Total</b>	<b>240</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Note 3: Intangible assets**

Particulars	Computer Software
<b>Year ended 31<sup>st</sup> March, 2023</b>	
<b>Gross carrying amount</b>	
Opening gross carrying amount	492
Exchange differences [Refer (a) below]	1
Additions	-
Less: Disposals	-
<b>Closing gross carrying amount</b>	<b>493</b>
<b>Accumulated amortisation</b>	
Opening accumulated amortisation	488
Amortisation charge for the year	3
Exchange differences	1
<b>Closing accumulated amortisation</b>	<b>492</b>
<b>Closing net carrying amount</b>	<b>1</b>
<b>Year ended 31<sup>st</sup> March, 2024</b>	
<b>Gross carrying amount</b>	
Opening gross carrying amount	493
Exchange differences [Refer (a) below]	*
Additions	*
Less: Disposals	-
<b>Closing gross carrying amount</b>	<b>493</b>
<b>Accumulated amortisation</b>	
Opening accumulated amortisation	492
Amortisation charge for the year	*
Exchange differences	*
<b>Closing accumulated amortisation</b>	<b>492</b>
<b>Closing net carrying amount</b>	<b>1</b>

\* Amount is below the rounding off norm adopted by the Company.

(a) Exchange differences comprise adjustments on account of exchange fluctuation in respect of Intangible assets of foreign operations.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 4(a): Non-current Investments

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Investments in Equity Instruments</b>				
<b>Unquoted</b>				
Investments in Subsidiary Companies (At Cost) #				
10,000 (31 <sup>st</sup> March, 2023: 10,000) Equity Shares of ₹10/- each in Maa Durga Expressways Private Limited - Fully paid up	1		1	
Less: Impairment loss	(1)	-	(1)	-
10,000 (31 <sup>st</sup> March, 2023: 10,000) Equity Shares of ₹10/- each in Jaintia Highway Private Limited - Fully paid up		1		1
520 (31 <sup>st</sup> March, 2023: 520) Shares of United Arab Emirates Dirham (AED) 1,000 each in Simplex (Middle East) Limited - Fully paid up		68		68
9,750 (31 <sup>st</sup> March, 2023: 9,750) Shares of Libyan Dinar (LYD) 100 each in Simplex Infrastructures Libya Joint Venture Co. - Fully paid up	387		387	
Less: Impairment loss	(387)	-	(387)	-
84,590,000 (31 <sup>st</sup> March, 2023: 84,590,000) Equity Shares of ₹10/- each in Simplex Infra Development Private Limited - Fully paid up		8,337		8,337
51,000 (31 <sup>st</sup> March, 2023: 51,000) Equity Shares of ₹10 each in PC Patel Mahalaxmi Simplex Consortium Private Limited		5		5
Investments in Joint Ventures (At Cost) #				
4,900 (31 <sup>st</sup> March, 2023: 4,900) Shares of Bahraini Dinars (BHD) 50 each of Simplex Almoayyed W.L.L.- Fully paid up		287		287
250,000 (31 <sup>st</sup> March, 2023: 250,000) Equity Shares of ₹10/- each in Arabian Construction Company - Simplex Infra Private Limited - Fully paid up	25		25	
Less: Impairment loss	(25)	-	(25)	-
Investments in Associates (At Cost) #				
112,500 (31 <sup>st</sup> March, 2023: 112,500) Shares of Omani Rial (OMR) 1 each in Simplex Infrastructures LLC - Fully paid up	87		87	
Less: Impairment loss	(87)	-	(87)	-
Others (At FVPL) #				
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹50/- each in Mercantile Apartments Co-operative Housing Society Ltd., Mumbai - Face value ₹250/-		*		*
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹50/- each in Borlo Co-operative Housing Society Ltd., Chembur, Mumbai - Face value ₹250/-		*		*
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹50/- each in Saket Co-operative Housing Society Ltd., Mumbai-Face value ₹250/-		*		*
1,500 (31 <sup>st</sup> March, 2023: 1,500) - Fully paid-up ordinary shares of ₹10/- each in Simplex Avash Pvt. Ltd.		*		*
40,000 (31 <sup>st</sup> March, 2023: 40,000) Equity Shares of ₹10/- each of Electrosteel Steels Limited - Fully paid up		4		4
<b>Total</b>		<b>8,702</b>		<b>8,702</b>
# Aggregate amount of Unquoted Investments		8,702		8,702
Aggregate amount of impairment in value of investments		500		500

\* Amount is below the rounding off norm adopted by the Company.



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**(b) Additional Disclosures relating to Investments in Subsidiaries, Joint Ventures and Associates.**

Particulars	Principal place of Business/ Country of Incorporation	Ownership Interest in % either directly or through subsidiaries	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Subsidiaries</b>			
(i) Maa Durga Expressways Private Limited. §	India	100%	100%
(ii) Jaintia Highway Private Limited. §	India	100%	100%
(iii) Simplex (Middle East) Limited.	United Arab Emirates	100%	100%
(iv) Simplex Infrastructures Libya Joint Venture Co.	Libya	65%	65%
(v) Simplex Infra Development Private Limited. (SIDPL)	India	100%	100%
(vi) PC Patel Mahalakshmi Simplex Consortium Private Limited	India	51%	51%
(vii) Simplex Bangladesh Private Limited. §§	Bangladesh	95%	95%
<b>Joint Ventures</b>			
(i) Simplex - Almoayyed W.L.L.	Kingdom of Bahrain	49%	49%
(ii) Arabian Construction Company - Simplex Infra Private Limited	India	50%	50%
<b>Associates</b>			
(i) Shree Jagannath Expressways Private Limited ^	India	-	-
(ii) Simplex Infrastructures L.L.C.	Sultanate of Oman	45%	45%
(iii) Raichur Sholapur Transmission Company Private Limited #	India	-	-

§ Subsidiary of Simplex Infra Development Private Limited.

§§ Subsidiary of Simplex (Middle East) Limited.

^ Associate company by way of indirect share ownership through a subsidiary, SIDPL to the extent of 34% which was disposed off during FY 2022-2023.

# During FY 2022-2023 the Company disposed off its investment in Raichur Sholapur Transmission Company Private Limited.

**Note 4(b): Other Non-current financial assets**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Security deposits	1,302	790
Deposit for Contracts	2	2
Deposit under Investment Deposit Scheme	15	15
Long Term Deposits with Banks with Maturity period more than 12 months	3	3
<b>Total</b>	<b>1,322</b>	<b>810</b>

**Note 5: Other Non-current assets**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital advances	1,075	1,081
Statutory Advances (Balances with Government Authorities)	670	670
<b>Total</b>	<b>1,745</b>	<b>1,751</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 6: Inventories

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
At lower of cost and net realisable value		
Work-in-progress	1,584	2,071
Construction Materials [including in transit ₹28 (31 <sup>st</sup> March, 2023: ₹33)]	22,638	24,108
Stores and Spares [including in transit ₹22 (31 <sup>st</sup> March, 2023: ₹24)]	5,045	5,749
<b>Total</b>	<b>29,267</b>	<b>31,928</b>

### Note 7(a): Current Investments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Unquoted</b>		
<b>Investments in Government or Trust Securities</b> [At amortised cost]		
6 Year National Savings Certificates (Matured) (Lodged as Security Deposits)	*	*
7 Year National Savings Certificates (Matured) (Lodged as Security Deposits)	*	*
<b>Total</b>	<b>*</b>	<b>*</b>
Aggregate amount of Unquoted Investments	*	*

\* Amount is below the rounding off norm adopted by the Company.

### Note 7(b): Trade receivables

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good, unless otherwise stated</b>				
Trade Receivables from related parties [Refer Note 30 (d)]				
Considered Good	586		427	
Less: Allowance for Expected Credit Loss	(21)	565	(18)	409
Trade Receivables from others				
Considered Good	1,33,731		1,35,727	
Less: Allowance for Expected Credit Loss	(8,138)	1,25,593	(7,302)	1,28,425
Considered Doubtful / Credit Impaired	3,839		3,839	
Less: Allowance for Expected Credit Loss	(3,839)	-	(3,839)	-
<b>Total</b>		<b>1,26,158</b>		<b>1,28,834</b>

### Trade Receivable ageing schedule:

As at 31 <sup>st</sup> March, 2024	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 month to 1 year	1 year to 2 years	2 years to 3 years	More than 3 years	
Undisputed - Considered Good	5,593	3,934	3,362	3,801	4,596	51,305	72,591
Undisputed - Credit Impaired	-	-	-	-	-	-	-
Disputed - Considered Good	-	173	492	1,494	1,565	58,002	61,726
Disputed - Credit Impaired	-	-	-	-	-	3,839	3,839
							<b>1,38,156</b>
Less: Allowance for Expected Credit Loss							11,998
<b>Total</b>							<b>1,26,158</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 7(b): Trade receivables (Contd..)**

As at 31 <sup>st</sup> March, 2023	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 month to 1 year	1 year to 2 years	2 years to 3 years	More than 3 years	
Undisputed - Considered Good	5,566	4,996	2,699	6,636	6,656	49,145	75,698
Undisputed - Credit Impaired	-	-	-	-	-	-	-
Disputed - Considered Good	-	984	478	1,182	1,608	56,204	60,456
Disputed - Credit Impaired	-	-	-	-	-	3,839	3,839
							<b>1,39,993</b>
Less: Allowance for Expected Credit Loss							11,159
<b>Total</b>							<b>1,28,834</b>

**Note 7(c): Cash and cash equivalents**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Cash and cash equivalents</b>		
Balances with Banks		
- in current accounts	5,356	4,955
Cheque in hand	-	18
Cash on hand	10	12
<b>Total</b>	<b>5,366</b>	<b>4,985</b>

There are no repatriations restrictions with regard to cash and cash equivalents as at the end of the reporting period.

**Note 7(d) : Bank balances other than (iii) above**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Unpaid Dividend Accounts	3	4
Escrow Account #	452	315
Term Deposits with maturity Less than 3 months	*	5
<b>Total</b>	<b>455</b>	<b>324</b>

\* Amount is below the rounding off norm adopted by the Company.

# Comprise ₹452 (31<sup>st</sup> March, 2023 : ₹315) being receipt against specific contracts to be utilised for the said project execution and for general overheads and business expenses of the Company.

**Note 7(e): Loans**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good, unless otherwise stated</b>				
Loans to Related Parties [Refer Note 30(d), 43 and 48]		17,676		17,420
Loans to other bodies corporate		185		1,078
Loan to employees				
Considered Good	547		639	
Considered Doubtful	78		78	
	625		717	
Less: Allowance for Expected Credit Loss	(78)	547	(78)	639
<b>Total</b>		<b>18,408</b>		<b>19,137</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 7(f) : Other Current financial assets

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good</b>				
Advances recoverable in cash / Reimbursable Expenses				
Due from related parties [Refer Note 30(d)]				
Subsidiaries		23		21
Joint Ventures		191		191
Associate Companies		7,884		7,790
Due from Others		588		586
Security Deposits		3,371		3,450
Other Receivables		5		5
Deposit for Contracts	360		402	
Less: Allowance for Expected Credit Loss	(31)	329	(31)	371
Claim Recoverable	1,69,249		1,47,161	
Less: Allowance for Expected Credit Loss	(151)	1,69,098	(151)	1,47,010
Accrued Interest on Deposits with Banks and Others				
Due from related parties [Refer Note 30(d)]				
Associate Companies		6,484		6,390
Due from Others		1,617		2,112
<b>Unsecured considered doubtful</b>				
Security Deposits	7		7	
Less: Allowance for Expected Credit Loss	(7)	-	(7)	-
Deposit for Contracts	5		5	
Less: Allowance for Expected Credit Loss	(5)	-	(5)	-
Claim Recoverable	290		290	
Less: Allowance for Expected Credit Loss	(290)	-	(290)	-
<b>Total</b>		<b>1,89,590</b>		<b>1,67,926</b>

### Note 8: Current tax assets (net)

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current tax assets [Net of current tax liabilities ₹87 (31 <sup>st</sup> March, 2023: ₹1,476)]	993	4,607
<b>Total</b>	<b>993</b>	<b>4,607</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 9: Other current assets**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good</b>				
Prepaid Expenses		383		473
Advances to suppliers for goods and services		7,691		8,391
Statutory Advances (Balances with Government Authorities)		26,862		28,160
Contract Assets				
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	42,822		43,243	
Less: Allowance for Expected Credit Loss	(3,609)	39,213	(3,103)	40,140
Unbilled Revenues on Construction Contracts	4,52,885		4,56,758	
Less: Allowance for Expected Credit Loss	(23,405)	4,29,480	(21,070)	4,35,688
<b>Unsecured considered doubtful</b>				
Contract Assets				
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	1,859		1,859	
Less: Allowance for Expected Credit Loss	(1,859)	-	(1,859)	-
Unbilled Revenues on Construction Contracts	22,802		22,802	
Less: Allowance for Expected Credit Loss	(22,802)	-	(22,802)	-
Advances to suppliers for goods and services	129		129	
Less: Allowance for Expected Credit Loss	(129)	-	(129)	-
Statutory Advances (Balances with Government Authorities)	421		421	
Less: Allowance for Expected Credit Loss	(421)	-	(421)	-
<b>Total</b>		<b>5,03,629</b>		<b>5,12,852</b>

**Note 10(a): Equity share capital**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Authorised:</b>		
37,49,00,000 (31 <sup>st</sup> March, 2023: 37,49,00,000) Equity Shares of ₹2/- each	7,498	7,498
20,000 (31 <sup>st</sup> March, 2023: 20,000) 15 % Cumulative Preference Shares of ₹10/- each	2	2
	<b>7,500</b>	<b>7,500</b>
<b>Issued, Subscribed and Paid-up:</b>		
57,142,820 (31 <sup>st</sup> March, 2023: 57,142,820 ) Equity Shares of ₹2/- each	1,143	1,143
Add: 1,26,000 Equity Shares of ₹10/- each (equivalent of 6,30,000 Equity Shares of ₹2/- each) forfeited in earlier years	4	4
<b>Total</b>	<b>1,147</b>	<b>1,147</b>

**(i) Rights, preferences and restrictions attached to shares**

The Company has one class of equity shares having a par value of ₹2/- per share. Each shareholder is eligible for one vote per share held. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 10(a): Equity share capital (Contd..)****(ii) Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Details of shareholder	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(1) Baba Basuki Distributors Pvt Ltd.	1,08,00,264	1,08,00,264
	18.90%	18.90%
(2) HDFC Trustee Company Limited - HDFC Equity Fund, HDFC Infrastructure Fund	5,35,297	50,48,833
	0.94%	8.84%
(3) Ajay Merchants Private Limited	48,07,264	48,07,264
	8.41%	8.41%
(4) Rajiv Mundhra	93,82,990	93,82,990
	16.42%	16.42%

As per records of the Company, including its register of shareholders / members, the above shareholding represents legal ownership of shares.

**(iii) Details of Promoters shareholding percentage in the Company is as under:**

Sl. No.	Name	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023		% Change during the year
		Nos. of Equity Shares	% of Shares	Nos. of Equity Shares	% of Shares	
1	Rajiv Mundhra	93,82,990	16.42%	93,82,990	16.42%	0.00%
2	East End Trading & Engineering Co. Private Limited	12,52,930	2.19%	12,52,930	2.19%	0.00%
3	Regard Fin-Cap Private Limited	1,05,500	0.18%	1,05,500	0.18%	0.00%
4	Universal Earth Engineering Consultancy Services Pvt. Ltd.	1,17,965	0.21%	1,17,965	0.21%	0.00%
5	Baba Basuki Distributors Private Limited	1,08,00,264	18.90%	1,08,00,264	18.90%	0.00%
6	Giriraj Apartments Private Limited	90,750	0.16%	90,750	0.16%	0.00%
7	Ajay Merchants Private Limited	48,07,264	8.41%	48,07,264	8.41%	0.00%
8	Anjali Tradelink Private Limited	7,50,000	1.31%	7,50,000	1.31%	0.00%
9	Sandeepan Exports Private Limited	10,00,000	1.75%	10,00,000	1.75%	0.00%
10	Simplex Infra Properties Private Limited	1,62,500	0.28%	1,62,500	0.28%	0.00%

**Note 10(b): Other Equity**

Particulars	Refer following items	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(i) Reserve and Surplus</b>			
Capital Reserve	(a)	6,372	6,372
Capital Redemption Reserve	(b)	1	1
Securities Premium Reserve	(c)	91,980	91,980
Debenture Redemption Reserve	(d)	12,599	12,599
Contingency Reserve	(e)	3,500	3,500
General Reserve	(f)	11,186	11,186
Retained Earnings	(g)	(1,16,343)	(1,08,980)
<b>Total</b>		<b>9,295</b>	<b>16,658</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 10(b): Other Equity (Contd..)**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a) Capital Reserve - Balance at the beginning and end of the year	6,372	6,372
(b) Capital Redemption Reserve - Balance at the beginning and end of the year	1	1
(c) Securities Premium Reserve - Balance at the beginning and end of the year	91,980	91,980
(d) Debenture Redemption Reserve - Balance at the beginning and end of the year	12,599	12,599
(e) Contingency Reserve - Balance at the beginning and end of the year	3,500	3,500
(f) General Reserve - Balance at the beginning and end of the year	11,186	11,186
(g) Retained Earnings		
Balance at the beginning of the year	(1,08,980)	(57,710)
Profit / (Loss) for the year	(7,189)	(50,624)
Items of other comprehensive income recognised directly in retained earnings		
Remeasurements of post-employment benefit obligations	(174)	(646)
Balance at the end of the year	(1,16,343)	(1,08,980)
<b>Total</b>	<b>9,295</b>	<b>16,658</b>

Particulars	Refer following items	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(ii) Other Reserves</b>			
Foreign Currency Translation Reserve	(h)	11,359	10,818
<b>Total</b>		<b>11,359</b>	<b>10,818</b>
<b>Total Other Equity (i) + (ii)</b>		<b>20,654</b>	<b>27,476</b>

Particulars	Foreign Currency Translation Reserve (h)	Total Other Reserves
<b>As at 1<sup>st</sup> April, 2022</b>	7,920	7,920
Exchange difference on translation of foreign operations	2,898	2,898
<b>As at 31<sup>st</sup> March, 2023</b>	10,818	10,818
Exchange difference on translation of foreign operation	541	541
<b>As at 31<sup>st</sup> March, 2024</b>	11,359	11,359

**Nature and purpose of Reserves**

**Capital Reserve:** Represents mainly amount out of forfeiture of equity shares and warrants for non-payment of call money and arisen pursuant to acquisition of additional interest in a Joint Venture.

**Capital Redemption Reserve:** Represents amount on redemption of Preference Shares and will be utilised as per the provisions of the Companies Act, 2013.

**Securities Premium Reserve:** Represents amount received from share holders in excess of face value of the equity shares and will be utilised as per the provisions of the Companies Act, 2013.

**Debenture Redemption Reserve:** The Company is required to create a debenture redemption reserve out of the profits which will be utilised for the purpose of redemption of Debentures.

**Contingency Reserve:** Represents reserve created out of Surplus in earlier years in the Statement of Profit and Loss for meeting future contingencies, if any.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Nature and purpose of Reserves (Contd.)

**General Reserve:** The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956 and will be utilised as per the provisions of the Companies Act, 2013. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

**Foreign Currency Translation Reserve:** Exchange differences arising on translation of foreign operations are recognised in other comprehensive income and accumulated in a Foreign Currency Translation Reserve within equity. The cumulative amount of Foreign Currency Translation Reserve is reclassified to profit and loss when the net investment is disposed-off.

### Note 11: Non-current Borrowings

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Secured Borrowings</b>		
Debentures [Refer (a) below]	64,057	49,500
Term Loans from Banks		
Rupee Loans [Refer (b) below]	3,259	3,430
Term Loans from Financial Companies [Refer (c) below]	3,698	3,221
	71,014	56,151
Less: Current Maturities of long-term debts [Refer Note 14(a)]	71,014	56,151
<b>Total</b>	-	-

### Nature of security and other terms

#### a) Secured Non-Convertible Debenture

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Face Value Per Debenture (₹)	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	13.00% p.a.	10,00,000	First Charge by way of mortgage and charge on the specified immovable Properties/Assets and first exclusive charge on specified movable Properties/Assets of the Company.	[Refer (e) below]	6,566	4,500
2	12.75% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	10,399	7,500
3	14.25% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	5,000	5,000
4	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	769	500
5	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	3,860	2,500



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 11: Non-current Borrowings (Contd..)****a) Secured Non-Convertible Debenture (Contd..)**

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Face Value Per Debenture (₹)	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
6	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company .	[Refer (e) below]	4,090	3,000
7	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	6,266	4,000
8	13.15% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	3,641	2,500
9	13.15% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	10,966	7,500
10	15.65% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	5,000	5,000
11	15.05% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	5,000	5,000
12	15.05% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Company.	[Refer (e) below]	2,500	2,500
<b>Total</b>					<b>64,057</b>	<b>49,500</b>
Less : Current maturities [Refer Note : 14(a)]					64,057	49,500
<b>Note 11: Non-current Borrowings - Debentures</b>					-	-

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 11: Non-current Borrowings (Contd..)

#### (b) Secured Rupee Term Loans from Banks

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	Ranging from 8.10% to 10.25% p.a.	Hypothecation / first and exclusive charge on assets purchased out of said loans.	[Refer (e) below]	1,945	1,951
2	10.15% p.a.	Hypothecation / exclusive charge on assets purchased out of said loans.	[Refer (e) below]	32	32
3	Base Rate + 0.15% p.a.	Exclusive charge on the plant, machinery and equipments purchased out of the said loan.	[Refer (e) below]	751	754
4	N.A.	Exclusive charge on specific equipments.	[Refer (e) below]	-	123
5	8.90% p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	104	143
6	9.49 % p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	6	6
7	Ranging from 8.05% to 10.25% p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	421	421
<b>Total</b>				<b>3,259</b>	<b>3,430</b>
Less : Current maturities [Refer Note : 14(a)]				3,259	3,430
<b>Note 11: Non-current Borrowings - Rupee Term Loans from Banks</b>				-	-

#### (c) Secured Term Loans from Financial Companies

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	9.50% p.a.	Exclusive charge on the equipment purchased out of the said loans.	[Refer (e) below]	78	78
2	Ranging from 8.40% to 8.51% p.a.	Exclusive charge on the equipment purchased out of the said loans.	[Refer (e) below]	2,010	2,022
3	Ranging from 9.00% to 10.00% p.a.	Hypothecation/exclusive charge on assets purchased out of said loans.	[Refer (e) below]	280	281
4	N.A.	Hypothecation/exclusive charge on assets purchased out of said loans.	[Refer (e) below]	-	776
5	Ranging from 8.32% to 9.53 % p.a.	Hypothecation/exclusive first charge on assets purchased out of said loans.	[Refer (e) below]	38	38
6	Ranging from 8.00% to 8.50% p.a.	Exclusive charge on assets purchased out of said loans.	[Refer (e) below]	26	26
7	Ranging from 10.01% to 11.01% p.a.	Hypothecation/exclusive charge created / to be created on assets purchased out of said loans.	[Refer (e) below]	170	-
8	Ranging from 10.01% to 11.01% p.a.	Hypothecation/exclusive charge created / to be created on assets purchased out of said loans.	[Refer (e) below]	1,096	-
<b>Total</b>				<b>3,698</b>	<b>3,221</b>
Less : Current maturities [Refer Note : 14(a)]				3,698	3,221
<b>Note 11: Non-current Borrowings - Term Loans from Financial Companies</b>				-	-

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 11: Non-current Borrowings (Contd..)****(d) The Company has made certain defaults in repayment of financial facilities (secured) and payment of interest. The details of default as at 31<sup>st</sup> March, 2024 is as below.**

Particulars	Period of delay	Principal	Interest	Total	Remarks
Debentures	1 to 180 Days	-	-	-	Amount of default persisting as on the closing date
	181 to 365 Days	-	-	-	
	Above 365 Days	64,057	10,911	74,968	
Term Loans from Banks - Rupee Loans	1 to 180 Days	7	-	7	
	181 to 365 Days	37	-	37	
	Above 365 Days	3,214	686	3,900	
Term Loans from Financial Companies	1 to 180 Days	4	-	4	
	181 to 365 Days	62	1	63	
	Above 365 Days	3,633	343	3,976	
<b>Total</b>		<b>71,014</b>	<b>11,941</b>	<b>82,955</b>	

**(e) Outstanding under default and no repayment terms as on 31<sup>st</sup> March, 2024.****Note 12: Non-current Provisions**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Provision for Employee Benefits		
Employees End of Service Benefit / Severance Pay [Refer Note 21]	338	349
Other Long-term Employee Benefits	229	440
Gratuity (Unfunded) [Refer Note 21]	2	2
<b>Total</b>	<b>569</b>	<b>791</b>

**Note 13: Deferred tax liabilities / (assets) (net)****The balance comprises temporary differences attributable to:**

Movements in deferred tax liabilities / (assets)	Balance as at 31 <sup>st</sup> March, 2022	Recognised in Profit and Loss during F.Y. 2022-23	Balance as at 31 <sup>st</sup> March, 2023	Recognised in Profit and Loss during F.Y. 2023-24	Balance as at 31 <sup>st</sup> March, 2024
<b>Deferred tax assets</b>					
Allowance for Expected Credit Loss	(19,827)	(1,524)	(21,351)	(1,286)	(22,637)
Expenditures admissible on payment basis	(35,389)	(26,148)	(61,537)	(2,936)	(64,473)
Impairment Loss on Investments in Joint Ventures and Associates	(900)	-	(900)	-	(900)
Unabsorbed Depreciation and Carry Forward Losses	(17,691)	(2,301)	(19,992)	1,318	(18,674)
	<b>(73,807)</b>	<b>(29,973)</b>	<b>(1,03,780)</b>	<b>(2,904)</b>	<b>(1,06,684)</b>
<b>Deferred tax liabilities</b>					
Property, plant and equipment and intangible assets	2,065	79	2,144	(211)	1,933
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	9,791	(244)	9,547	(90)	9,457
Other temporary differences	4	-	4	-	4
	<b>11,860</b>	<b>(165)</b>	<b>11,695</b>	<b>(301)</b>	<b>11,394</b>
<b>Deferred tax liabilities / (assets) (net)</b>	<b>(61,947)</b>	<b>(30,138)</b>	<b>(92,085)</b>	<b>(3,205)</b>	<b>(95,290)</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 14(a): Current Borrowings**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>A. Secured Borrowings</b>		
Term Loans from Banks		
Foreign Currency Loans [Refer (a) below]	3,444	9,965
Rupee Loans [Refer (b) below]	6,331	-
Term Loans from Financial Companies		
Rupee Loans [Refer (c) below]	2,029	2,029
Working Capital Loans repayable on demand from Financial Companies		
Rupee Loans [Refer (d) below]	5,88,508	2,484
Working Capital Loans repayable on demand from Banks		
Rupee Loans [Refer (e) below]	46,656	5,27,788
<b>Sub-Total</b>	<b>6,46,968</b>	<b>5,42,266</b>
<b>B. Unsecured Borrowings</b>		
Intercompany Deposit (repayable on demand)	471	483
<b>Sub-Total</b>	<b>471</b>	<b>483</b>
<b>C. Current maturities of long-term debts</b> [Refer Note 11]	<b>71,014</b>	<b>56,151</b>
<b>Total</b>	<b>7,18,453</b>	<b>5,98,900</b>

**(a) Secured Foreign Currency Term Loans from Banks**

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	Assignment of receivables at overseas branches.	3,444	3,401
2	First exclusive charge on specific assets.	-	6,564
<b>Total</b>		<b>3,444</b>	<b>9,965</b>

**(b) Secured Rupee Term Loans from Banks**

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First exclusive charge on specific assets.	6,331	-
<b>Total</b>		<b>6,331</b>	<b>-</b>

**(c) Secured Rupee Term Loans from Financial Companies**

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	By an exclusive first charge created by way of hypothecation on assets purchased out of said loan.	2,000	2,000
2	Hypothecation/exclusive first charge on assets purchased out of said loan.	29	29
<b>Total</b>		<b>2,029</b>	<b>2,029</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 14(a): Current Borrowings (Contd..)****(d) Secured Working Capital Rupee Loans repayable on demand from Financial Companies**

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First charge by way of hypothecation on entire current assets including stocks, stores, trade receivables etc., second charge on movable Plant and Equipment (other than those which are exclusively charged in favour of the respective lenders) ranking pari passu amongst the Banks on the point of security, as also by second pari passu charge on specific immovable properties by deposit of title deeds/documents in India.	5,88,508	2,484
<b>Total</b>		<b>5,88,508</b>	<b>2,484</b>

**(e) Secured Working Capital Rupee Loans repayable on demand from Banks**

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First charge by way of hypothecation on entire current assets including stocks, stores, trade receivables etc., second charge on movable Plant and Equipment (other than those which are exclusively charged in favour of the respective lenders) ranking pari passu amongst the Banks on the point of security, as also by second pari passu charge on specific immovable properties by deposit of title deeds/documents in India.	46,656	5,27,788
<b>Total</b>		<b>46,656</b>	<b>5,27,788</b>

**(f) The Company has made certain defaults in repayment of financial facilities (secured) and payment of interest. The details of default as at 31<sup>st</sup> March, 2024 is as below.**

Particulars	Period of delay	Principal	Interest	Total	Remarks
Term Loans from Banks - Rupee Loans	1 to 180 Days	-	402	402	Amount of default persisting as on the closing date
	181 to 365 Days	-	317	317	
	Above 365 Days	6,331	886	7,217	
Term Loans from Financial Companies	1 to 180 Days	-	-	-	
	181 to 365 Days	1	-	1	
	Above 365 Days	2,027	332	2,359	
Term Loans from Bank - Foreign Currency Loans	1 to 180 Days	-	-	-	
	181 to 365 Days	-	-	-	
	Above 365 Days	3,444	1,335	4,779	
Working Capital Loans - Rupee Loans - Banks	1 to 180 Days	767	1,629	2,396	
	181 to 365 Days	678	1,479	2,157	
	Above 365 Days	7,279	13,515	20,794	
Working Capital Loans - Rupee Loans - Financial Companies	1 to 180 Days	-	-	-	
	181 to 365 Days	12,560	-	12,560	
	Above 365 Days	3,62,947	-	3,62,947	
<b>Total</b>		<b>3,96,034</b>	<b>19,895</b>	<b>4,15,929</b>	

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 14(b): Trade payables**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Payable to:		
Related Party	35	35
Micro and Small Enterprises [Refer Note (a) below]	10,652	10,907
Other Parties	1,24,433	1,37,585
<b>Total</b>	<b>1,35,120</b>	<b>1,48,527</b>

**a) Information relating to Micro and Small Enterprises (MSEs) :**

Sl. No.	Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(i)	The principal amount and interest due thereon remaining unpaid to any supplier as at the end of the year		
	Principal	10,652	10,907
	Interest	4,160	3,122
(ii)	The amount of interest paid by the buyer in terms of Section 16 to the Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year		
	Principal	5,026	2,137
	Interest	-	-
(iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	12	12
(iv)	The amount of interest accrued and remaining unpaid at the end of accounting year	4,160	3,123
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	-	-

The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of information available with the Company.

**b) Trade Payables ageing Schedule:**

As at 31 <sup>st</sup> March, 2024	Unbilled	Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Micro and Small Enterprises	-	-	2,720	3,302	1,294	3,336	10,652
Others	20,522	472	14,392	10,131	10,138	68,813	1,24,468
Disputed Due - Micro and Small Enterprises	-	-	20	37	73	261	391
Disputed Due - Others	-	-	85	347	845	9,387	10,664

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 14(b): Trade payables (Contd..)**

As at 31 <sup>st</sup> March, 2023	Unbilled	Not Due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Micro and Small Enterprises	-	-	5,102	1,843	1,290	2,672	10,907
Others	17,879	2,539	28,026	13,019	10,499	65,658	1,37,620
Disputed Due - Micro and Small Enterprises	-	-	2	52	73	182	309
Disputed Due - Others	-	-	91	754	1,203	8,178	10,226

**Note 14(c): Other Current financial liabilities**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Interest accrued on borrowings	32,709	1,36,600
Interest accrued on others	8,917	8,342
Unpaid dividends	145	147
Temporary Overdraft from bank on current accounts	16	19
Employee related liabilities [Refer Note 30(d)]	12,649	12,920
Capital Liabilities	185	436
Security Deposit	5	8
Payable to Co-Venturer	272	279
Other payables	15,267	5
<b>Total</b>	<b>70,165</b>	<b>1,58,756</b>

**Note 15: Other current liabilities**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory Dues (Excise Duty, Service Tax, Sales Tax, TDS, GST, etc.)	4,298	5,221
Sub-Contractors Retention	31,087	32,021
Other Advances	34,021	34,021
Contract Liabilities		
Advances from Customers	9,603	18,441
Billing in Excess of Revenue	745	646
<b>Total</b>	<b>79,754</b>	<b>90,350</b>

**Note 16: Current Provisions**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Provision for Employee Benefits		
Employees End of Service Benefit / Severance Pay [Refer Note 21]	46	47
Other Long-term Employee Benefits	81	169
Gratuity (Funded) [Refer Note 21]	915	725
Gratuity (Unfunded) [Refer Note 21]	*	*
<b>Total</b>	<b>1,042</b>	<b>941</b>

\* Amount is below the rounding off norm adopted by the Company.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 17: Current tax liabilities (net)

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current tax liabilities [Net of current taxes paid ₹757 (31 <sup>st</sup> March, 2023: ₹513)]	409	270
<b>Total</b>	<b>409</b>	<b>270</b>

### Note 18: Revenue from Operations

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Sale of services</b>		
Contract Turnover	96,381	1,51,175
Oil Drilling Services	2,031	-
<b>Sale of Traded goods</b>	342	888
<b>Other operating revenue</b>		
Equipment Hire Charges	894	605
Miscellaneous Receipts	304	786
Sale of Scrap	1,143	1,200
<b>Total</b>	<b>1,01,095</b>	<b>1,54,654</b>

### Note 19: Other Income

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest income from financial assets at amortised cost	771	703
Liabilities no longer required and written back	293	258
Profit on disposal of property, plant and equipment	-	1,066
Profit on sale on Non-current Investments (Inclusive of Provision written back)	-	211
Other non-operating income	714	1,864
<b>Total</b>	<b>1,778</b>	<b>4,102</b>

### Note 20: Changes in inventories of Work-in-progress

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Work-in-progress		
Opening Stock	2,071	2,601
Closing Stock	1,584	2,071
<b>Changes in inventories of work-in-progress (Increase) / Decrease</b>	<b>487</b>	<b>530</b>

### Note 21: Employee Benefits Expense

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Salaries, wages and bonus	10,070	13,677
Contribution to provident fund and other funds	431	493
Staff welfare expenses	457	325
<b>Total</b>	<b>10,958</b>	<b>14,495</b>



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 21: Employee Benefits Expense (Contd.)****a) Defined Contribution Plans**

The Company has recognised, in the Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2024 an amount of ₹337 (31<sup>st</sup> March, 2023 : ₹437) as expenses under defined contribution plans.

**b) Post Employment Defined Benefit Plans**

## i) a) Gratuity (Funded)

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. As per the scheme, the Gratuity Trust fund managed by the Trust, makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary (half month's salary) depending upon the tenure of service subject to a maximum limit of amount payable under Payment of Gratuity Act. Vesting occurs upon completion of five years of service. Liabilities with regard to the Gratuity plan are determined by actuarial valuation as set out in Note 1.10, based upon which, the Company makes contribution to the Gratuity fund.

## b) Gratuity (Unfunded)

The Company provides for gratuity, a defined benefit retirement plan covering employees of a foreign branch. As per the scheme, the Company makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary (one month's salary) depending upon the tenure of service subject to a maximum limit of twenty month's salary. Vesting occurs upon completion of one year of service. Liabilities with regard to the unfunded Gratuity plan are determined by actuarial valuation as set out in Note 1.10.

## ii) End of Service Benefit / Severance Pay [ESB/SP] (Unfunded)

The Company provides for End of Service Benefit / Severance Pay (unfunded) defined benefit retirement plans for certain foreign branches covering eligible employees. As per related schemes, the Company makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary for specified number of days (ranging from five days to actual period of service rendered) depending upon the tenure of service. Vesting occurs upon completion of one year of service (except for a foreign branch where there is no vesting period). Vesting period is not applicable in case of death or disability in certain foreign branches. Liabilities with regard to the End of Service Benefit / Severance Pay Scheme are determined by actuarial valuation as set out in Note 1.10.

**c) Other long term employee benefit plan**

## Leave Encashment Scheme [LES] (Unfunded)

The Company provides for accumulated leave benefit for eligible employees payable at the time of retirement of service subject to maximum of ninety / one hundred twenty days (for India and a foreign branch) and in case of other foreign branches, actual number of days outstanding based on last drawn salary. Liabilities with regard to leave encashment scheme are determined by actuarial valuation as set out in Note 1.10.

**d) Risk Exposure**

Aforesaid post-employment defined benefit plans typically expose the Company to actuarial risks, most significant of which are discount rate risk, salary escalation risk and demographic risk.

**Discount Rate Risk**

The Company is exposed to the risk of fall in discount rate. A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of the liability.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 21: Employee Benefits Expense (Contd.)

#### Salary Escalation Risk

The present value of defined benefit plan liability is calculated by reference to the future salaries of plan participant. An increase in the salary of plan participants will increase the plan liability.

#### Demographic Risk

In the valuation of liability certain demographic (mortality and attrition rates) assumptions are made. The Company is exposed to this risk to the extent of actual experience eventually being worse compared to the assumptions thereby causing an increase in the plan liability.

### Note 21: Employee Benefits

(i) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Gratuity (Funded)			Gratuity (Unfunded)	ESB/SP (Unfunded)
	Present Value of obligation	Fair value of Plan assets	Total	Present Value of obligation	Present Value of obligation
<b>As on 1<sup>st</sup> April, 2022</b>	<b>1,535</b>	<b>(1,420)</b>	<b>115</b>	<b>2</b>	<b>346</b>
Current Service Cost	77	-	77	1	45
Interest Expenses / (Income)	64	(85)	(21)	-	15
<b>Total expense charged to the Statement of Profit and Loss</b>	<b>141</b>	<b>(85)</b>	<b>56</b>	<b>1</b>	<b>60</b>
			<b>#</b>	<b>#</b>	<b>#</b>
<b>Remeasurements</b>					
Return on plan assets, excluding amounts included in interest expenses / (income)	-	(91)	(91)	-	-
(Gain) / loss from change in financial assumptions	(36)	-	(36)	-	(31)
Experience (Gains) / losses	782	-	782	(1)	23
(Gain) / loss from change in demographic assumptions	-	-	-	-	-
<b>Total amount recognised in other comprehensive income</b>	<b>746</b>	<b>(91)</b>	<b>655</b>	<b>(1)</b>	<b>(8)</b>
Exchange (Gains) / Loss	-	-	-	-	29
Contributions:					
Employers	-	(101)	(101)	-	-
Benefit Payments	(452)	452	-	-	(31)
<b>Balance as on 31<sup>st</sup> March, 2023</b>	<b>1,970</b>	<b>(1,245)</b>	<b>725</b>	<b>2</b>	<b>396</b>

# recognised under Employee Benefits Expense.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 21: Employee Benefits (Contd..)****(i) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows: (Contd..)**

Particulars	Gratuity (Funded)			Gratuity (Unfunded)	ESB/SP (Unfunded)
	Present Value of obligation	Fair value of Plan assets	Total	Present Value of obligation	Present Value of obligation
<b>As on 1<sup>st</sup> April, 2023</b>	1,970	(1,245)	725	2	396
Current Service Cost	85	-	85	1	48
Interest Expenses / (Income)	80	(71)	9	-	16
<b>Total expense charged to the Statement of Profit and Loss</b>	<b>165</b>	<b>(71)</b>	<b>94</b>	<b>1</b>	<b>64</b>
			#	#	#
<b>Remeasurements</b>					
Return on plan assets, excluding amounts included in interest expenses / (income)	-	-	-	-	-
(Gain) / loss from change in financial assumptions	8	3	11	-	(16)
Experience (Gains) / losses	214	-	214	(1)	(34)
(Gain) / loss from change in demographic assumptions	-	-	-	-	-
<b>Total amount recognised in other comprehensive income</b>	<b>222</b>	<b>3</b>	<b>225</b>	<b>(1)</b>	<b>(50)</b>
Exchange (Gains) / Loss	-	-	-	-	8
Contributions:					
Employers	-	(129)	(129)	-	-
Benefit Payments	(667)	667	-	-	(34)
<b>Balance as on 31<sup>st</sup> March, 2024</b>	<b>1,690</b>	<b>(775)</b>	<b>915</b>	<b>2</b>	<b>384</b>

# recognised under Employee Benefits Expense.

**(ii) The net liability disclosed above relating to funded and unfunded plans are as follows:**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Present value of funded obligations	1,690	1,970
Fair value of plan assets	(775)	(1,245)
<b>Deficit / (Surplus) of funded plans</b>	<b>915</b>	<b>725</b>
<b>Unfunded plans ###</b>		
- Gratuity	2	2
- ESB / SP	384	396
<b>Net (Surplus) / Deficit</b>	<b>1,301</b>	<b>1,123</b>

### Recognised under

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Non-current Provisions (Refer Note 12)	340	351
Current Provisions (Refer Note 16)	961	772

The estimates of future salary increase, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors.

The Company expects to contribute ₹915 (F.Y. 2022-23: ₹725) to gratuity fund in the next year.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 21: Employee Benefits (Contd..)****(iii) The following table shows a breakdown of the defined benefit obligation and plan assets by location:**

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
		Gratuity (Funded)	Gratuity (Unfunded)	ESB/SP (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)	ESB/SP (Unfunded)
		India	Foreign	Foreign	India	Foreign	Foreign
(a)	Present value of obligation	1,690	2	384	1,970	2	396
(b)	Fair value of plan assets	(775)	-	-	(1,245)	-	-
	<b>Net liability/ (assets)</b>	<b>915</b>	<b>2</b>	<b>384</b>	<b>725</b>	<b>2</b>	<b>396</b>

**(iv) The Principal Actuarial Assumptions are shown below:**

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)		ESB/SP (Unfunded)	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
		<b>Financial Assumptions :</b>					
(a)	Discount Rate (per annum)	6.90%	7.10%	12.00%	8.27%	4.90%	3.00%
(b)	Expected Rate of Return on Plan Assets (per annum)	6.90%	7.10%	NA	NA	NA	NA
(c)	Salary Escalation						
	Permanent Employees	1.00%	1.00%	1.00%	1.00%	1.00%	1.00%
	Contractual Employees	1.00%	1.00%	-	-	-	-

**Demographic Assumptions:**

Mortality in service: mortality rates prior to retirement for the valuation were taken from the standard table - Indian Assured Lives Mortality (2006-08) ultimate.

**(v) Sensitivity analysis**

The sensitivity of the overall defined benefit obligation to changes in the weighted principal assumptions are as follows:

Sr. No.	Particulars	Change in assumption		Increase in assumption		Decrease in assumption	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
		(a)	Discount rate (per annum)	(+/-) 1%	(+/-) 1%	(60)	(71)
(b)	Salary escalation rate (per annum)	(+/-) 1%	(+/-) 1%	68	80	(63)	(74)
(c)	Withdrawal rates	(+/-) 50%	(+/-) 50%	37	43	(77)	(85)
(d)	Mortality rate	(+/-) 10%	(+/-) 10%	(11)	(12)	(11)	(11)

The sensitivity analysis above has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous year.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 21: Employee Benefits (Contd..)****(vi) The major categories of plan assets are as follows:**

Sr. No.	Particulars	Gratuity (funded)	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a)	Investment Funds		
	Central Government Securities	37	37
	State Government Securities	88	516
	Public Sector Securities	215	195
	Private Sector Bonds	323	404
(b)	Cash and cash equivalents	30	3
(c)	Others	82	90
	<b>Total</b>	<b>775</b>	<b>1,245</b>

**(vii) The weighted average duration of the defined benefits obligations (in years):**

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a)	Gratuity (Funded)	4.00	4.00
(b)	Gratuity (Unfunded)	4.00	5.00
(c)	End of Service Benefit / Severance Pay (Unfunded)	0.00 - 6.00	0.00 - 6.00

**(viii) The expected maturity analysis of undiscounted gratuity (funded), gratuity (unfunded) and end of service benefit / severance pay benefits is as follows:**

Particulars	Less than a year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
<b>31<sup>st</sup> March, 2024</b>					
Defined Benefit Obligation					
Gratuity (Funded)	717	658	391	339	2,105
Gratuity (Unfunded)	*	1	2	*	3
ESB/SP (Unfunded)	47	158	174	150	529
<b>Total</b>	<b>764</b>	<b>817</b>	<b>567</b>	<b>489</b>	<b>2,637</b>
<b>31<sup>st</sup> March, 2023</b>					
Defined Benefit Obligation					
Gratuity (Funded)	1,064	670	741	1,327	3,802
Gratuity (Unfunded)	1	3	6	4	14
ESB/SP (Unfunded)	48	204	325	565	1,142
<b>Total</b>	<b>1,113</b>	<b>877</b>	<b>1,072</b>	<b>1,896</b>	<b>4,958</b>

\* Amount is below the rounding off norm adopted by the Company.

**(ix) Provident Fund**

Provident Fund contributions in respect of certain employees are made to Trust administered by the Company and such Trust invests funds following a pattern of investments prescribed by the Government. Both the employer and employee contribute to this Fund and such contributions together with interest accumulated thereon are payable to employees at the time of their separation from the Company or retirement, whichever is earlier. The benefit vests immediately on rendering of services by the employee. The interest rate payable to the members of the Trust is not lower than the rate of interest declared annually by the Government under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Company.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 21: Employee Benefits (Contd..)

#### (ix) Provident Fund (Contd..)

The Actuary has carried out actuarial valuation of interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method and Deterministic Approach as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regard to interest rate guarantee obligation of the Company as at the balance sheet date. Further during the year, the Company's contribution of ₹ 164 (F.Y. 2022-23: ₹ 185) to the Provident Fund Trust, has been expensed under "Contribution to Provident and Other Funds". Disclosures given hereunder are restricted to the information available as per the Actuary's report.

Principal Actuarial Assumptions	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Discount Rate	6.90%	7.10%
Expected Investment Return	8.15%	8.15%
Guaranteed Interest Rate	8.25%	8.15%

### Note 22: Finance Costs

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest Expenses	6,791	80,982
Other Borrowing Costs	1,211	2,753
<b>Total</b>	<b>8,002</b>	<b>83,735</b>

### Note 23: Depreciation and Amortisation Expense

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Depreciation of property, plant and equipment	6,912	8,497
Amortisation of intangible assets	*	3
<b>Total</b>	<b>6,912</b>	<b>8,500</b>

\* Amount is below the rounding off norm adopted by the Company.

### Note 24: Other Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Consumption of stores and spare parts	1,683	1,784
Power and Fuel	3,863	4,784
Rent	1,089	2,064
Repairs to buildings	38	92
Repairs to machinery	1,115	2,358
Repairs to Others	173	320
Insurance	559	695
Rates and taxes	604	932
Equipment Hire Charges	1,696	3,349
Bad Debts / Advances written off	4	71
Allowance for Expected Credit Loss	3,680	4,360

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 24: Other Expenses (Contd..)**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Freight and Transport	922	982
Bank Charges	2	1
Loss on disposal / repossession of property, plant and equipment	200	-
Miscellaneous Expenses [Refer (b) below]	6,695	7,608
<b>Total</b>	<b>22,323</b>	<b>29,400</b>

**(a) Expenditure incurred as Corporate social responsibility activities:**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
(i) Construction/acquisition of any Assets	-	-
(ii) On purposes other than (i) above	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

Amount required to be spent as per Section 135 of the Act is ₹Nil (F.Y. 2022-2023: ₹ Nil).

**(b) Details of Auditors' Remuneration and out-of-pocket expenses is as below:**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Auditors' Remuneration and out-of-pocket expenses		
(i) As auditors	88	88
(ii) For other services	8	10
(iii) Out-of-pocket expenses	1	1
<b>Total</b>	<b>97</b>	<b>99</b>

**Note 25: Income tax expense**

This Note provides an analysis of the Company's income tax expense and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax positions.

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>(a) Income tax expense</b>		
Current tax		
Current tax on profits for the year	48	97
Excess Current Tax provision for earlier years written back (net)	-	(5,357)
<b>Total current tax expense</b>	<b>48</b>	<b>(5,260)</b>
Deferred tax	(3,205)	(30,138)
<b>Income tax expense</b>	<b>(3,157)</b>	<b>(35,398)</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 25: Income tax expense (Contd..)

Particulars		For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
(b)	<b>Reconciliation of tax charge as per Statutory rate of tax and effective rate of tax for the Company:</b>		
	Profit / (Loss) before income tax	(10,346)	(86,022)
	Enacted Tax rates in India (%)	34.944	34.944
	Computed expected tax expense	(3,615)	(30,060)
	Excess Current Tax provision for earlier years written back (net)	(5)	(5,357)
	Effect of non-deductible expenses	471	440
	Effect of Non-Operating Income	-	(74)
	Business Income set off with Short Term Capital Gain	-	535
	Carry Forward of Long Term Capital Loss	-	(850)
	Losses of joint operations / a foreign branch in respect of which no deferred tax assets have been recognised	53	49
	Others	(61)	(81)
	<b>Income tax expense</b>	<b>(3,157)</b>	<b>(35,398)</b>

### Note 26: Fair value measurements

#### Financial instruments by category

Particulars	Note	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
<b>Financial assets</b>							
Investments							
- Equity instruments <sup>^</sup>	4(a)	4	-	-	4	-	-
- Government or Trust Securities	7(a)	-	-	*	-	-	*
Trade receivables	7(b)	-	-	1,26,158	-	-	1,28,834
Cash and Cash equivalents	7(c)	-	-	5,366	-	-	4,985
Bank balances other than above	7(d)	-	-	455	-	-	324
Loans	7(e)	-	-	18,408	-	-	19,137
Other financial assets	4(b) & 7(f)	-	-	1,90,912	-	-	1,68,736
<b>Total Financial Assets</b>		<b>4</b>	<b>-</b>	<b>3,41,299</b>	<b>4</b>	<b>-</b>	<b>3,22,016</b>
<b>Financial liabilities</b>							
Borrowings (including current maturities or payables of non-current borrowings)	11 & 14(a)	-	-	7,18,453	-	-	5,98,900
Trade payables	14(b)	-	-	1,35,120	-	-	1,48,527
Other financial liabilities	14(c)	-	-	70,165	-	-	1,58,756
<b>Total Financial Liabilities</b>		<b>-</b>	<b>-</b>	<b>9,23,738</b>	<b>-</b>	<b>-</b>	<b>9,06,183</b>

\* Amount is below the rounding off norm adopted by the Company.

<sup>^</sup> Excluding Investments measured at cost ₹8,698 (31<sup>st</sup> March 2023 : ₹8,698).



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 26 (i): Fair value hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard based on the inputs used to arrive at fair value measurements. An explanation of each level follows underneath the table.

Financial assets measured at fair value - recurring fair value measurements	Note	As at 31 <sup>st</sup> March, 2024				As at 31 <sup>st</sup> March, 2023			
		Level I	Level II	Level III	Total	Level I	Level II	Level III	Total
<b>Financial assets</b>									
Financial Investments at FVPL									
Investments - Equity instruments	4(a)	-	-	4	4	-	-	4	4
<b>Total Financial Assets</b>		-	-	<b>4</b>	<b>4</b>	-	-	<b>4</b>	<b>4</b>

**Level I:** Level I 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 II:** The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) 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 II.

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

The carrying amount of financial assets and liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled. The fair values for the same were calculated based on cash flows discounted using a current lending rate. They are classified as level III fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counterparty credit risk.

**(ii) Valuation technique used to determine fair value****Specific valuation techniques used to value financial instruments include:**

1. The fair values of investment in quoted equity instruments is based on the current market price of respective instruments as at the Balance Sheet date.
2. The fair values of the derivative financial instruments have been received from the respective Banks which has been determined by using valuation techniques with market observable inputs at the end of each reporting dates.

**Note 27: Financial Risk Management**

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for establishing and governing the Company's financial risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's financial risk management policies. The Company's financial risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate controls.

**(A) Credit risk**

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, contract assets, bank balances, loans, investments and other financial assets.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 27: Financial Risk Management (Contd..)

At each reporting date, the Company measures loss allowance for certain class of financial assets and contract assets based on historical trend, industry practices and the business environment in which the Company operates.

Trade receivables includes Government and Non-Government customers and diversified in various construction verticals and geographies. All trade receivables are reviewed and assessed on a quarterly basis.

Credit risk arising from investments, derivative financial instruments and balances with banks is limited because the counterparties are banks and recognised financial institutions with high credit worthiness.

#### (i) Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

#### (ii) Allowance for expected credit losses

The Company measures Expected Credit Loss (ECL) for financial assets and contract assets based on historical trend, industry practices and the business environment in which the Company operates.

Expected Credit Loss is the present value of the difference between:

- (a) the contractual cash flows that are due to an entity under the contract; and
- (b) the cash flows that the entity expects to receive

The Company recognises in profit and loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date in accordance with Ind AS 109.

Judgements are required in assessing the recoverability and determining whether a provision against those receivables is required. Factors considered include the creditworthiness of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

In determination of the allowances for credit losses, the Company has used a practical expedience by computing the expected credit losses based on ageing matrix, which has taken into account historical credit loss experience and adjusted for forward looking information.

#### (iii) The movement of Trade Receivables and Allowance for Expected Credit Loss thereto are as follows:

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Trade Receivables (Gross)	7(b)	1,38,156	1,39,993
Less: Allowances for Expected Credit Loss	7(b)	11,998	11,159
<b>Trade Receivables (Net)</b>		<b>1,26,158</b>	<b>1,28,834</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 27: Financial Risk Management (Contd..)****(iv) The movement of Unbilled Revenues on Construction Contracts and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Unbilled Revenues on Construction Contracts (Gross)	9	4,75,687	4,79,560
Less: Allowances for Expected Credit Loss	9	46,207	43,872
<b>Unbilled Revenues on Construction Contracts (Net)</b>		<b>4,29,480</b>	<b>4,35,688</b>

**(v) The movement of Retention Money on Construction Contracts (including amount not due as per terms of contracts) and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Retention Money on Construction Contracts (including amount not due as per terms of contracts) (Gross)	9	44,681	45,102
Less: Allowances for Expected Credit Loss	9	5,468	4,962
<b>Retention Money on Construction Contracts (including amount not due as per terms of contracts) (Net)</b>		<b>39,213</b>	<b>40,140</b>

**(vi) The movement of Loans to Employees and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Loan to Employees (Gross)	7(e)	625	717
Less: Allowances for Expected Credit Loss	7(e)	78	78
<b>Loan to Employees (Net)</b>		<b>547</b>	<b>639</b>

**(vii) The movement of Security Deposit and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Security Deposit (Gross)	4(b) & 7(f)	4,680	4,247
Less: Allowances for Expected Credit Loss	7(f)	7	7
<b>Security Deposit (Net)</b>		<b>4,673</b>	<b>4,240</b>

**(viii) The movement of Claim Recoverable and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Claim Recoverable (Gross)	7(f)	1,69,539	1,47,451
Less: Allowances for Expected Credit Loss	7(f)	441	441
<b>Claim Recoverable (Net)</b>		<b>1,69,098</b>	<b>1,47,010</b>

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 27: Financial Risk Management (Contd..)****(ix) The movement of Deposit for Contract and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Deposit for Contract (Gross)	4(b) & 7(f)	367	409
Less: Allowances for Expected Credit Loss	7(f)	36	36
<b>Deposit for Contract (Net)</b>		<b>331</b>	<b>373</b>

**(x) The movement of Due from Statutory Advances (Balances with Government Authorities) and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory Advances (Balances with Government Authorities)	9	27,283	28,581
Less: Allowances for Expected Credit Loss	9	421	421
<b>Due from Statutory Advances (Balances with Government Authorities) (Net)</b>		<b>26,862</b>	<b>28,160</b>

**(xi) The movement of Advances to suppliers for goods and services and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Advances to suppliers for goods and services	9	7,820	8,520
Less: Allowances for Expected Credit Loss	9	129	129
<b>Advances to suppliers for goods and services (Net)</b>		<b>7,691</b>	<b>8,391</b>

**(xii) Reconciliation of Allowance for Expected Credit Loss:**

Particulars	Trade Receivable	Unbilled Revenues on Construction Contracts	Retention Money on Construction Contracts (including amount not due as per terms of contracts)	Loan to Employees	Security Deposit	Claim Recoverable	Deposit for Contract	Advances to suppliers for goods and services	Statutory Advances (Balances with Government Authorities)	Total
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2022</b>	<b>9,928</b>	<b>41,788</b>	<b>3,917</b>	<b>78</b>	<b>7</b>	<b>441</b>	<b>36</b>	<b>129</b>	<b>421</b>	<b>56,745</b>
Net Allowance for Expected Credit Loss	1,231	2,084	1,045	-	-	-	-	-	-	4,360
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2023</b>	<b>11,159</b>	<b>43,872</b>	<b>4,962</b>	<b>78</b>	<b>7</b>	<b>441</b>	<b>36</b>	<b>129</b>	<b>421</b>	<b>61,105</b>
Net Allowance for Expected Credit Loss	839	2,335	506	-	-	-	-	-	-	3,680
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2024</b>	<b>11,998</b>	<b>46,207</b>	<b>5,468</b>	<b>78</b>	<b>7</b>	<b>441</b>	<b>36</b>	<b>129</b>	<b>421</b>	<b>64,785</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 27: Financial Risk Management (Contd..)

#### (B) Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements.

The following table shows the maturity analysis of the Company's derivative and non-derivative financial liabilities based on contractually agreed undiscounted cash flows.

#### As at 31<sup>st</sup> March, 2024

Contractual maturities of financial liabilities	Note	Within 1 Year	Between 1 to 2 years	Between 2 to 4 years	Total
<b>Non-derivatives</b>					
Borrowings (including current maturities or payables of non-current borrowings)	11 & 14(a)	7,18,453	-	-	7,18,453
Trade payables	14(b)	1,35,120	-	-	1,35,120
Other financial liabilities	14(c)	70,165	-	-	70,165
<b>Total non-derivative liabilities</b>		<b>9,23,738</b>	-	-	<b>9,23,738</b>

#### As at 31<sup>st</sup> March, 2023

Contractual maturities of financial liabilities	Note	Within 1 Year	Between 1 to 2 years	Between 2 to 4 years	Total
<b>Non-derivatives</b>					
Borrowings (including current maturities or payables of non-current borrowings)	11 & 14(a)	5,98,900	-	-	5,98,900
Trade payables	14(b)	1,48,527	-	-	1,48,527
Other financial liabilities	14(c)	1,58,756	-	-	1,58,756
<b>Total non-derivative liabilities</b>		<b>9,06,183</b>	-	-	<b>9,06,183</b>

#### (C) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

The sensitivity analyses in the following sections relate to the position as at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023. The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023.

- a) **Interest rate risk:** Interest rate risk is measured by using cash flow sensitivity for changes in variable interest rate. Any movement in the reference rates could have an impact on the Company's cash flow as well as cost. The management is focused towards reducing the volatility due to interest rates, which is reflected in proportion of variable interest rate borrowing to total borrowing.

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31 <sup>st</sup> March, 2024	%	As at 31 <sup>st</sup> March, 2023	%
Variable rate borrowings	19,582	3%	31,053	5%
Fixed rate borrowings	6,98,871	97%	5,67,847	95%
<b>Total borrowings</b>	<b>7,18,453</b>	<b>100%</b>	<b>5,98,900</b>	<b>100%</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 27: Financial Risk Management (Contd..)

**Sensitivity:** A change of 50 bps in interest rates of variable rate borrowings would have following impact before tax on profit and equity:

Particulars	FY 2023-24	FY 2022-23
50 bps increase would decrease the equity and profit before tax by	(98)	(155)
50 bps decrease would Increase the equity and profit before tax by	98	155

**b) Foreign currency risk:** Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company generally enters into forward exchange contracts to hedge against its foreign currency exposures relating to the recognised underlying liabilities / assets and firm commitments. The Company's policy is to hedge its exposures other than natural hedge. The Company does not enter into any derivative instruments for trading or speculative purposes.

**Sensitivity:** A change of 3% in Foreign currency would have following impact before tax on profit and equity:

Particulars	FY 2023-24		FY 2022-23	
	3% Increase	3% Decrease	3% Increase	3% Decrease
USD	912	(912)	674	(674)
AED	*	(*)	*	(*)
EURO	(1)	1	(1)	1
<b>Total</b>	<b>911</b>	<b>(911)</b>	<b>673</b>	<b>(673)</b>

**c) Other price risk:** The Company's exposure to securities price risk arises from investments in equity instruments held by the Company and classified in the balance sheet as FVPL and FVOCI respectively.

\* Amount is below the rounding off norm adopted by the Company.

### Note 28: Capital Management

#### (a) Risk management

The Company's objectives when managing capital are to

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Management regularly monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet).

The gearing ratios were as follows:

Particulars	As at 31 March, 2024	As at 31 March, 2023
Net debt	7,13,087	5,93,915
Total equity	21,801	28,623
<b>Net debt to equity ratio</b>	<b>32.71</b>	<b>20.75</b>

The debt capital is subject to usual debt covenants, such as timely servicing of debts, maintaining adequate security coverage and appropriate gearing ratios etc. as may be specified by the lenders from time to time.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

**Note 29:** The Company's operations predominantly consist of construction / project activities, which is considered the only business segment in the context of Ind AS 108 "Operating Segment".

### Note 30: Related party transactions

Related Party Disclosures pursuant to Ind AS 24 prescribed under the Act.

Relationship	Names of Related Parties
<b>(a) Where control exists:</b>	
<b>Subsidiaries</b>	Simplex (Middle East) Limited Simplex Infrastructures Libya Joint Venture Co Simplex Infra Development Private Limited Maa Durga Expressways Private Limited Jaintia Highway Private Limited Simplex (Bangladesh) Private Limited PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.
<b>(b) Others with whom transactions were carried out during the year etc. :</b>	
<b>Associates</b>	Simplex Infrastructures LLC Shree Jagannath Expressways Private Limited * Raichur Sholapur Transmission Company Private Limited **
<b>Joint Ventures</b>	Simplex Almoayyed WLL Arabian Construction Co. - Simplex Infra Pvt. Ltd.
<b>Key Management Personnels (KMP)</b>	<b>Executive Directors</b> Mr. Rajiv Mundhra ^ Mr. S. Dutta <b>Non-executive Directors</b> Mr. Sheo Kishan Damani \$ Mr. Pratap Kumar Chakraborty Ms. Indira Biswas Mr. Dinabandhu Mukhopadhyay \$\$ Mr. Shamik Dasgupta \$\$\$ <b>Company Secretary</b> Mr. B. L. Bajoria Mr. B. D. Mundhra Mrs. Yamuna Mundhra
<b>Relatives of KMP</b>	
<b>Entities controlled by Directors or relatives of Directors</b>	Giriraj Apartments Pvt. Ltd. Mundhra Estates Baba Basuki Distributors Private Limited Anjali Tradelink Private Limited Universal Earth Engineering Consultancy Services Private Limited East End Trading & Engineering Co. Pvt. Ltd. Ajay Merchants Pvt. Ltd. Sandeepan Exports (P) Ltd. Regard Fin-Cap Private Limited Simplex Infra Properties Pvt. Limited
<b>Post employment benefit plan entity</b>	Simplex Infrastructures Gratuity Fund Simplex Employees Provident Fund

\* upto 28<sup>th</sup> June, 2022

\*\* upto 09<sup>th</sup> November, 2022

^ upto 31<sup>st</sup> March, 2023; thereafter Non-Executive Chairman

\$ resigned with effect from 25<sup>th</sup> April, 2023

\$\$ with effect from 14<sup>th</sup> November, 2022

\$\$\$ with effect from 25<sup>th</sup> April, 2023

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)**Note 30: Related party transactions (Contd..)**

(All amounts in ₹ Lakhs, unless otherwise stated)

**(c) Transactions with related parties**

Particulars	Associates		Subsidiaries		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
<b>Contract Turnover</b>																
PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.	-	-	968	840	-	-	-	-	-	-	-	-	-	-	968	840
<b>Loans and Advances Taken / (Repaid) [Net]</b>																
Simplex Infra Development Private Limited	-	-	-	7,800	-	-	-	-	-	-	-	-	-	-	-	7,800
<b>Loans given / (refund)</b>																
Shree Jagannath Expressways Private Limited	-	(316)	-	-	-	-	-	-	-	-	-	-	-	-	-	(316)
<b>Contribution during the year</b>																
Simplex Employees Provident Fund	-	-	-	-	-	-	-	-	-	-	-	-	362	804	362	804
Simplex Infrastructures Gratuity Fund	-	-	-	-	-	-	-	-	-	-	-	-	129	101	129	101
<b>Managerial Remuneration #</b>																
Mr. S. Dutta	-	-	-	-	-	-	37	37	-	-	-	-	-	-	37	37
Mr. B. L. Bajoria	-	-	-	-	-	-	27	27	-	-	-	-	-	-	27	27
<b>Sitting Fees</b>																
Mr. Sheo Kishan Damani	-	-	-	-	-	-	*	3	-	-	-	-	-	-	*	3
Mr. Pratap Kumar Chakraborty	-	-	-	-	-	-	3	3	-	-	-	-	-	-	3	3
Ms. Indira Biswas	-	-	-	-	-	-	3	3	-	-	-	-	-	-	3	3
Mr. Shamik Dasgupta	-	-	-	-	-	-	1	-	-	-	-	-	-	-	1	-
Mr. Dinabandhu Mukhopadhyay	-	-	-	-	-	-	2	1	-	-	-	-	-	-	2	1
	-	-	-	-	-	-	9	10	-	-	-	-	-	-	9	10



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

**Note 30: Related party transactions (Contd..)**

(All amounts in ₹ Lakhs, unless otherwise stated)

**(c) Transactions with related parties (Contd..)**

Particulars	Associates		Subsidiaries		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	
<b>Reimbursement / (Recovery) of expenses (Net)</b>																
Simplex Infra Development Private Limited	-	-	*	-	-	-	-	-	-	-	-	-	-	-	*	-
Maa Durga Expressways Private Limited	-	-	*	-	-	-	-	-	-	-	-	-	-	-	*	-
Jaintia Highway Pvt. Ltd.	-	-	*	-	-	-	-	-	-	-	-	-	-	-	*	-
Raichur Sholapur Transmission Company Private Limited	-	(4)	-	-	-	-	-	-	-	-	-	-	-	-	-	(4)
Simplex Bangladesh Pvt Ltd	-	-	2	-	-	-	-	-	-	-	-	-	-	-	2	-
	-	(4)	2	-	-	-	-	-	-	-	-	-	-	-	2	(4)
<b>Interest Expenses</b>																
Simplex Bangladesh Pvt Ltd	-	-	52	56	-	-	-	-	-	-	-	-	-	-	52	56
	-	-	52	56	-	-	-	-	-	-	-	-	-	-	52	56
<b>Guarantees Given/(released)(net)</b>																
Raichur Sholapur Transmission Company Private Limited	-	(21,118)	-	-	-	-	-	-	-	-	-	-	-	-	-	(21,118)
Simplex Infrastructures L.L.C	830	4,939	-	-	-	-	-	-	-	-	-	-	-	-	830	4,939
	830	(16,179)	-	-	-	-	-	-	-	-	-	-	-	-	830	(16,179)
<b>Grand Total</b>	830	(16,499)	1,022	8,696	-	-	73	74	-	-	-	-	491	905	2,416	(6,824)

\* Amount is below the rounding off norm adopted by the Company.

# Remuneration is exclusive of perquisites not covered under the Income Tax Act, 1961.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### Note 30: Related party transactions (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

#### (d) Balance outstanding at the year end

Particulars	Associates		Subsidiaries		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	
<b>Financial asset- Trade receivable</b>																
Maa Durga Expressways Private Limited	-	-	32	32	-	-	-	-	-	-	-	-	-	-	32	32
PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.	-	-	448	289	-	-	-	-	-	-	-	-	-	-	448	289
Simplex Infrastructures LLC	81	81	-	-	-	-	-	-	-	-	-	-	-	-	81	81
Arabian Construction Co- Simplex Infra Private Limited	-	-	-	-	25	25	-	-	-	-	-	-	-	-	25	25
	<b>81</b>	<b>81</b>	<b>480</b>	<b>321</b>	<b>25</b>	<b>25</b>	-	-	-	-	-	-	-	-	<b>586</b>	<b>427</b>
<b>Financial asset- Loans</b>																
Simplex Infrastructures LLC #	17,676	17,420	-	-	-	-	-	-	-	-	-	-	-	-	17,676	17,420
	<b>17,676</b>	<b>17,420</b>	-	-	-	-	-	-	-	-	-	-	-	-	<b>17,676</b>	<b>17,420</b>
<b>Other financial assets (comprising advances and other items)</b>																
Simplex Middle East Limited	-	-	17	17	-	-	-	-	-	-	-	-	-	-	17	17
Maa Durga Expressways Private Limited	-	-	1	1	-	-	-	-	-	-	-	-	-	-	1	1
Jaintia Highway Pvt. Ltd.	-	-	3	3	-	-	-	-	-	-	-	-	-	-	3	3
Arabian Construction Co- Simplex Infra Private Limited	-	-	-	-	191	191	-	-	-	-	-	-	-	-	191	191
Simplex Bangladesh Pvt Ltd	-	-	2	-	-	-	-	-	-	-	-	-	-	-	2	-
Simplex Infrastructures LLC	14,368	14,180	-	-	-	-	-	-	-	-	-	-	-	-	14,368	14,180
	<b>14,368</b>	<b>14,180</b>	<b>23</b>	<b>21</b>	<b>191</b>	<b>191</b>	-	-	-	-	-	-	-	-	<b>14,582</b>	<b>14,392</b>
<b>Other current assets (comprising advances and other items) ###</b>																
PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.	-	-	59	42	-	-	-	-	-	-	-	-	-	-	59	42
	-	-	<b>59</b>	<b>42</b>	-	-	-	-	-	-	-	-	-	-	<b>59</b>	<b>42</b>
<b>Intercorporate Deposit taken ###</b>																
Simplex Bangladesh Pvt Ltd	-	-	466	478	-	-	-	-	-	-	-	-	-	-	466	478
	-	-	<b>466</b>	<b>478</b>	-	-	-	-	-	-	-	-	-	-	<b>466</b>	<b>478</b>
<b>Financial Liabilities</b>																
Mundhra Estates	-	-	-	-	-	-	-	-	-	-	35	35	-	-	35	35
	-	-	-	-	-	-	-	-	-	-	<b>35</b>	<b>35</b>	-	-	<b>35</b>	<b>35</b>
<b>Other Financial Liabilities</b>																
<b>Managerial remuneration</b>																
Mr. Rajiv Mundhra	-	-	-	84	-	-	84	84	-	-	-	-	-	-	84	84
Mr. S. Dutta	-	-	-	45	-	-	45	36	-	-	-	-	-	-	45	36
Mr. B. L. Bajoria	-	-	-	9	-	-	9	9	-	-	-	-	-	-	9	9

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 30: Related party transactions (Contd..)**

**(d) Balance outstanding at the year end (Contd..)**

Particulars	Associates		Subsidiaries		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	
<b>Dividend</b>																
Giriraj Apartments Pvt Ltd	-	-	-	-	-	-	-	-	-	-	-	*	*	-	*	*
Baba Basuki Distributors Private Limited	-	-	-	-	-	-	-	-	-	-	-	12	12	-	12	12
Simplex Infra Properties Pvt Limited	-	-	-	-	-	-	-	-	-	-	1	1	-	-	1	1
Anjali Tradelink Private Limited	-	-	-	-	-	-	-	-	-	-	4	4	-	-	4	4
Universal Earth Engineering Consultancy Private Limited	-	-	-	-	-	-	-	-	-	-	1	1	-	-	1	1
East End Trading & Engineering Co Pvt. Ltd	-	-	-	-	-	-	-	-	-	-	6	6	-	-	6	6
Ajay Merchants Pvt. Ltd.	-	-	-	-	-	-	-	-	-	-	*	*	-	-	*	*
Sandeepan Exports (P) Ltd.	-	-	-	-	-	-	-	-	-	-	5	5	-	-	5	5
Regard Fin-Cap Private Limited	-	-	-	-	-	-	-	-	-	-	1	1	-	-	1	1
Mr. Rajiv Mundhra	-	-	-	-	-	-	9	9	-	-	-	-	-	-	9	9
Mrs. Yamuna Mundhra	-	-	-	-	-	-	-	-	11	11	-	-	-	-	11	11
Mr. B.D. Mundhra	-	-	-	-	-	-	-	-	15	15	-	-	-	-	15	15
<b>Others</b>																
Simplex Bangladesh Pvt Ltd	-	-	250	204	-	-	-	-	-	-	-	-	-	-	250	204
	-	-	<b>250</b>	<b>204</b>	-	-	<b>147</b>	<b>138</b>	<b>26</b>	<b>26</b>	<b>30</b>	<b>30</b>	-	-	<b>453</b>	<b>398</b>
<b>Other Current Liabilities</b>																
Simplex Infra Development Private Limited	-	-	8,338	8,338	-	-	-	-	-	-	-	-	-	-	8,338	8,338
Simplex Employees Provident fund	-	-	-	-	-	-	-	-	-	-	-	-	-	694	578	578
Simplex Infrastructures Gratuity Fund	-	-	-	-	-	-	-	-	-	-	-	-	-	915	725	725
	-	-	<b>8,338</b>	<b>8,338</b>	-	-	-	-	-	-	-	-	-	<b>1,609</b>	<b>1,303</b>	<b>9,947</b>
<b>Guarantees Given</b>																
Simplex Infrastructures L.L.C	66,122	65,292	-	-	-	-	-	-	-	-	-	-	-	-	66,122	65,292
	<b>66,122</b>	<b>65,292</b>	-	-	-	-	-	-	-	-	-	-	-	-	<b>66,122</b>	<b>65,292</b>
<b>Grand Total</b>	<b>98,247</b>	<b>96,973</b>	<b>9,616</b>	<b>9,404</b>	<b>216</b>	<b>216</b>	<b>147</b>	<b>138</b>	<b>26</b>	<b>26</b>	<b>65</b>	<b>65</b>	<b>1,609</b>	<b>1,303</b>	<b>1,09,926</b>	<b>1,08,125</b>

\* Amount is below the rounding off norm adopted by the Company.

## Including exchange difference of ₹3,753 [F.Y. 2022-23 ₹3,497]

### Excluding unbilled revenue.

#### Including exchange difference of ₹(43) [F.Y. 2022-23 ₹(31)]

**Terms and Conditions:**

Balances of Trade receivables are non-interest bearing. All outstanding balances are unsecured and repayable in cash.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 30: Related party transactions (Contd..)****(e) Key management personnel compensation - Summary :**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Managerial Remuneration	64	64
<b>Total compensation</b>	<b>64</b>	<b>64</b>

Note: Post employment benefit costs are recognised as per actuarial valuation from which expenses relating to individual employees are not readily available.

**Note 31: Computation of Earnings per Equity Share (Basic and Diluted)**

Particulars	F.Y. 2023-24	F.Y. 2022-23
<b>(I) Basic</b>		
(a) (i) Weighted average number of Equity Shares outstanding	5,71,42,820	5,71,42,820
(ii) Face Value of each Equity Share (In ₹)	2/-	2/-
(b) Amount of Profit / (Loss) for the year after tax attributable to Equity Shareholders	(7,189)	(50,624)
(c) Basic Earnings per Equity Share [(b)/(a)(i)] (In ₹)	(12.58)	(88.59)
<b>(II) Diluted</b>		
(a) Weighted average number of Equity Shares outstanding	5,71,42,820	5,71,42,820
(b) Diluted Earnings per Equity Share [Same as (I)(c) above] (In ₹)	(12.58)	(88.59)

**Note 32 : Information in accordance with the requirements of the Indian Accounting Standard (Ind AS 115) on 'Revenue from Contracts with Customers'.****(i) Revenue from operations**

Particulars	F.Y. 2023-24	F.Y. 2022-23
<b>Income</b>		
Income from Contracts and Services (Refer Note 18)	98,412	1,51,175
Other operating income (Refer Note 18)	2,683	3,479
	<b>1,01,095</b>	<b>1,54,654</b>

(ii) The Company recognises revenue from contracts with customers which includes Government and Non-Government customers, for construction / project activities over a period of time. During the year substantial part of the Company's business has been carried out in India.

**(iii) Contract balances**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Trade receivables [Refer Note 7(b)]	1,26,158	1,28,834
Contract assets [Refer Note 9]	4,68,693	4,75,828
Contract liabilities [Refer Note 15]	10,348	19,087

The credit period towards trade receivables generally ranges between 30 to 180 days. Further the customer retains certain amounts as per the contractual terms which usually fall due on the completion of defect liability period (DLP) of contract. These retentions are made to protect the customer from the Company failing to adequately complete all or some of its obligations under the contract.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 32 : Information in accordance with the requirements of the Indian Accounting Standard (Ind AS 115) on 'Revenue from Contracts with Customers'. (Contd..)**

Contract assets are initially recognised for revenue earned from transfer of goods and services but not billed to customer because the work completed has to meet technical requirements as well as various milestones as set out in the contract with customers. Upon fulfilling the said requirements and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables. Contract liabilities include advances received from customers towards mobilisation of resources, purchase of materials, etc. Impairment losses recognised on contract assets and trade receivables have been disclosed in note 27.

**(iv) Set out below is the amount of revenue recognised during the period from Contract liability balance at the beginning of the period:**

Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue recognised during the period from Contract liability balance at the beginning of the period	646	894

**(v) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price**

There is no difference in the contract price negotiated and the revenue recognised during the period in the statement of profit and loss.

**(vi) Performance obligation**

Method used to recognise revenue and timing of satisfaction of performance obligations have been disclosed in note 1.14. The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) is ₹202,394 (31<sup>st</sup> March, 2023: ₹391,763), which will be recognised as revenue over the respective project durations. Generally the project duration of contracts with customers is more than 12 months.

**Note 33: Assets pledged as security**

The carrying amounts of certain categories of assets pledged as security for current and non-current borrowings pursuant to the requirements of Ind AS 2, Ind AS 16, Ind AS 38 and Ind AS 107:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Current assets</b>		
Financial assets	3,41,666	3,19,899
<b>Non-financial assets</b>		
Inventories	28,175	31,561
<b>Total (A)</b>	<b>3,69,841</b>	<b>3,51,460</b>
<b>Non-current assets</b>		
Property, plant and equipment	45,092	51,917
Intangible Assets	1	1
<b>Total (B)</b>	<b>45,093</b>	<b>51,918</b>
<b>Total (A + B)</b>	<b>4,14,934</b>	<b>4,03,378</b>

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 34: Contingent Liabilities - Attributable to Claims against the Company not acknowledged as debts:

- i) In respect of the contingent liabilities set out below, pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
a) Interest (others)	6	6
b) Professional Tax	4	4
c) Sales Tax / Value Added Tax	12,784	15,716
d) Entry Tax	622	667
e) Excise Duty	1,572	1,572
f) Income Tax	1,386	1,386
g) Goods and Service Tax	13,943	3,022
h) Service Tax	179	2,832
i) The Company does not expect any reimbursement in respect of the above matters.		

- ii) There are numerous interpretative issues relating to the Supreme Court (SC) judgement on Provident Fund dated 28<sup>th</sup> February, 2019. As a matter of caution, the company has made a provision on a prospective basis from the date of the SC order. The company will update its provision, on receiving further clarity on the subject.

### Note 35: Contingent Liabilities - Attributable to Guarantees:

In respect of Guarantees set out below, the cash outflows, if any, could generally occur during the validity period of the respective guarantees:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
i) Corporate Guarantees given to Banks against credit facilities extended to third parties.		
a) In respect of Associates #	66,122	65,292

# Relates to the following:

- (A) Amount of credit facilities utilised aggregating ₹66,122 (31<sup>st</sup> March, 2023: ₹65,292) against corporate guarantee given to banks of ₹66,122 (31<sup>st</sup> March, 2023: ₹65,292) in respect of an associate.

**Note 36:** The Company has incurred loss of ₹7,189 for the year ended 31<sup>st</sup> March, 2024 (₹50,624 for the year ended 31<sup>st</sup> March, 2023) as also there was default in payment of Financial Debts to its Bankers and other financial lenders amounting to ₹498,884 as on 31<sup>st</sup> March, 2024 (31<sup>st</sup> March, 2023: ₹483,021). Based on deed of Assignment dated 28<sup>th</sup> March, 2024, the majority of Lenders had assigned their outstanding debt as of 29<sup>th</sup> July, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL"). NARCL has also appointed India Debt Resolution Company Limited ("IDRCL") as their exclusive service agent as intimated to us vide letter dated 03.04.2024 for debt Management and resolution of debt. The Company is in the process of finalizing resolution plan with NARCL / IDRCL and other Lenders who have not assigned their debts to NARCL. The company is confident of improving its credit profile including time bound realisation of its asset, arbitration claim etc. which would result in meeting its obligation in due course of time. Accordingly, management consider it is appropriate to prepare these financial results on a going concern basis.

**Note 37:** The quarterly returns or statements filed for the year ended 31 March, 2024 by the Company for working capital limits with banks are in agreement with the books of account of the Company. authorities.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 38:** Trade receivables aggregating ₹19,775 (31<sup>st</sup> March, 2023: ₹13,935) [included under Note 7(b)] as on 31<sup>st</sup> March, 2024 from customers in respect of various project sites are outstanding for a long period of time. At this stage, based on discussions and correspondences with customers, the management believes the above balances are good and recoverable.

Inventories aggregating ₹843 (31<sup>st</sup> March, 2023: ₹ 887) [included under Note 6] as on 31<sup>st</sup> March, 2024 pertaining to certain completed project sites are readily usable.

Retention monies due from customers are receivable only after clearance of final bill, by customers and after expiry of defect liability period after execution of contracts. In the opinion of the management, such retention amounts aggregating ₹6,043 (31<sup>st</sup> March, 2023: ₹3,271) (included under Note 9) of certain completed contracts as on 31<sup>st</sup> March, 2024 are good and recoverable.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issues in their Audit report on the Company's financial statements for the year ended 31<sup>st</sup> March, 2024.

**Note 39:** Loans and Advances amounting to ₹35,531 (31<sup>st</sup> March, 2023: ₹35,063) [included under Note 7(e), and 7(f) and Note 9] for which the Company is in active pursuit and confident of recovery / settlement of such advances within a reasonable period of time.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issue in their Audit report on the Company's financial statements for the year ended 31<sup>st</sup> March, 2024.

**Note 40:** The Company has defaulted in servicing of its Debts (including interest) to all Lenders. Hence, the accounts of the Company have been classified as Non-Performing Asset (NPA) by its Lenders. Consequently, majority of the Lenders stopped charging interest on facilities given to the Company, in their books of account and subsequently majority of Lenders had assigned outstanding debt to NARCL as stated in Note No.36 above. Accordingly, the Company has decided not to provide any interest charge on fund based borrowing facilities provided by various Lenders for the year ended 31<sup>st</sup> March, 2024 amounting to ₹71,062. Further interest debited by the Lenders who have not assigned their debts to NARCL has not been reversed.

**Note 41:** (a) Recognition of unbilled revenue is based on Cost to Complete (CTC) estimates as per Percentage of Completion Method (POCM) under Ind AS 115 'Revenue from Contracts with Customers'. This CTC is regularly reviewed and necessary changes are effected by the Management. Certification of unbilled revenue by customers and acceptance of final bills by customers often takes significant period of time and varies from project to project. At this stage, based on discussions with concerned customers, the Management believes that unbilled revenue of ₹76,497 (31<sup>st</sup> March, 2023: ₹41,584) [included under Note 9] as on 31<sup>st</sup> March, 2024 will be billed and realised in due course.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issue in their Audit report on the Company's financial statements for the year ended 31<sup>st</sup> March, 2024.

(b) Deferred Tax Asset will be adjusted against future projected current tax liability. The Company is confident that the Resolution Plan which is under process of finalisation will be approved by the Lenders and the said projected profit and current tax liability will be adjusted against the Deferred Tax Asset. The said reasons explain the joint auditor's emphasis of matter on the same issue in their Audit report on the Company's financial statements for the year ended 31<sup>st</sup> March, 2024.

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 42 : Commitments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a) Capital Commitments contracted for at end of reporting period but not recognised as liabilities:		
Property, plant and equipment	7	22
(b) Uncalled liability on partly paid shares	1	1

(c) The Company has entered into short-term leases for offices, warehouses, employee accommodations, equipments, etc. Terms of the lease include operating term for renewal, terms of cancellation, etc.

(d) Lease payments in respect of (c) above are recognised in the statement of profit and loss under the heads 'Rent' and 'Equipment Hire Charges' in Note 24.

### Note 43: Loans to Associates

Name of the Company	Balance as at		Maximum outstanding during	
	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	F.Y. 2023-2024	F.Y. 2022-2023
Shree Jagannath Expressways Private Limited	-	-	-	316
Simplex Infrastructures LLC	17,676	17,420	17,676	17,420

### Note 44: Offsetting financial assets and financial liabilities in terms of Ind AS 32 on Financial Instruments: Presentation

#### Effect of offsetting on the balance sheet:

The following table presents the recognised financial instruments that are offset as at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023. The column 'net amount' shows the net amount presented in the balance sheet after offsetting.

Particulars	Note	Effect of offsetting on the balance sheet		
		Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet
<b>As at 31<sup>st</sup> March, 2024</b>				
<b>Financial assets</b>				
Trade receivables	7(b)	1,28,590	(2,432)	1,26,158
<b>Total</b>		<b>1,28,590</b>	<b>(2,432)</b>	<b>1,26,158</b>
<b>Financial liabilities</b>				
Trade payables	14(b)	1,37,552	(2,432)	1,35,120
<b>Total</b>		<b>1,37,552</b>	<b>(2,432)</b>	<b>1,35,120</b>

Particulars	Note	Effect of offsetting on the balance sheet		
		Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet
<b>As at 31<sup>st</sup> March, 2023</b>				
<b>Financial assets</b>				
Trade receivables	7(b)	1,30,864	(2,030)	1,28,834
<b>Total</b>		<b>1,30,864</b>	<b>(2,030)</b>	<b>1,28,834</b>
<b>Financial liabilities</b>				
Trade payables	14(b)	1,50,557	(2,030)	1,48,527
<b>Total</b>		<b>1,50,557</b>	<b>(2,030)</b>	<b>1,48,527</b>



**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 45: Amount subject to master netting arrangements but not offset:**

The Company does not have any financial assets and financial liabilities subject to master netting arrangements but not offset in the respective financial years.

**Note 46:** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

**Note 47(a):** Details of balances outstanding in respect of transactions undertaken with a company struck-off under section 248 of the Companies Act, 2013:

Sl. No.	Name of struck off Company	Nature of transactions with struck-off Company	Balance as at 31 <sup>st</sup> March, 2024	Balance as at 31 <sup>st</sup> March, 2023	Relationship with the struck-off Company
1	A -1 Executors Pvt. Ltd	Purchase of goods and receiving of services	4	4	Vendor
2	Fundamental Infratech Pvt. Ltd.	- Do -	1	1	Vendor
3	M/S Anil Projects Pipelines Pvt. Ltd	- Do -	1	1	Vendor
4	Pacific Paras Infra Pvt. Ltd.	- Do -	3	3	Vendor
5	Purnashree Infrastructures Pvt. Ltd.	- Do -	1	1	Vendor
6	Radhey Trauma Center Pvt. Ltd.	- Do -	-	2	Vendor
7	Rekha Builders & Dismantling Works Pvt. Ltd.	- Do -	7	7	Vendor
8	Solitaire HR Consultancy Pvt. Ltd	- Do -	59	62	Vendor
9	Alfa Guard Services Pvt. Ltd.	- Do -	*	*	Vendor
10	Allied Scientific Instruments & Engineering Works	- Do -	*	*	Vendor
11	TGV Constructions Pvt. Ltd.	- Do -	*	*	Vendor
12	K I Mir Construction Company Pvt. Ltd.	- Do -	*	*	Vendor
13	Bulldyers Protections Pvt. Ltd.	- Do -	1	1	Vendor
14	Goodwin Steel & Trading	- Do -	*	*	Vendor
15	Ambition Vincom Pvt. Ltd.	- Do -	*	*	Vendor
16	Nagadi Consultants Pvt. Ltd.	- Do -	*	*	Vendor
17	Shiv Gauri Infra Engineering Pvt Ltd	- Do -	45	49	Vendor
18	R K Proinfra Private Limited	- Do -	12	12	Vendor
19	Auskini Infraqp Private Limited	- Do -	11	11	Vendor
20	Suchita Engineering & Construction (P) Ltd	- Do -	9	9	Vendor
21	Tharunkumars Foundations Private Limited	- Do -	8	10	Vendor
22	Kaydeecon Infratech (P) Ltd	- Do -	7	7	Vendor
23	L J Builders & Promoters Private Limited	- Do -	6	6	Vendor
24	Studd Safety Product	- Do -	3	3	Vendor
25	Dhanraj Korde Infra Private Limited	- Do -	3	3	Vendor
26	Atlantic Works Private Limited	- Do -	3	3	Vendor
27	Sampada Infratech Private Limited	- Do -	2	2	Vendor
28	ER Infra Innovative Private Limited	- Do -	2	2	Vendor
29	M/S Ferramech Building System (P) Ltd	- Do -	2	2	Vendor
30	Kanhaiya Chandrabhan Singh Security Force (Opc) Private Limited	- Do -	2	2	Vendor
31	Naman Devcon India Pvt. Ltd	- Do -	1	1	Vendor
32	Pb Infrastructure & Engineering Private Limited	- Do -	1	1	Vendor

## Notes to the Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 47(a):** Details of balances outstanding in respect of transactions undertaken with a company struck-off under section 248 of the Companies Act, 2013: (Contd.)

Sl. No.	Name of struck off Company	Nature of transactions with struck-off Company	Balance as at 31 <sup>st</sup> March, 2024	Balance as at 31 <sup>st</sup> March, 2023	Relationship with the struck-off Company
33	Kamala Mills Ltd	- Do -	1	1	Vendor
34	Om Techno Solve Private Limited	- Do -	1	1	Vendor
35	Toplink Enclave Private Limited	- Do -	1	1	Vendor
36	Maa Ugra Tara Power Private Limited	- Do -	1	1	Vendor
37	Deepa Fabricators Private Limited	- Do -	1	1	Vendor
38	System Infrastructure Engineering Pvt. Ltd.	- Do -	19	19	Vendor
39	Devi Shakti Infrastructure Pvt. Ltd.	- Do -	6	6	Vendor
40	Hki Interiors & Infra Private Limited	- Do -	3	3	Vendor

\* Amount is below the rounding off norm adopted by the Company.

**Note 47(b):** The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

**Note 48:** Details of Loans and advances in nature of loans granted to the Associates repayable on demand.

Type of Borrower	Balance as at 31 <sup>st</sup> March, 2024	% of Total ^	Balance as at 31 <sup>st</sup> March, 2023	% of Total ^
Simplex Infrastructures LLC	17,676	96.02	17,420	91.03
<b>Total</b>	<b>17,676</b>	<b>96.02</b>	<b>17,420</b>	<b>91.03</b>

^ represents percentage to the total loans.

**Note 49: The Ratios as per the latest amendment to Schedule III are as below:**

Sr. No.	Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023	% Variance	Reason for Variance
1	<b>Current Ratio</b> (Current assets divided by current liabilities excluding current maturities of long term borrowings)	0.94	0.92	2.17	
2	<b>Net Debt-Equity Ratio</b> (Net debt: Total Borrowings - Cash and cash equivalents) (Equity: Equity share capital + Other equity)	32.71	20.75	57.64	Change in ratio resulted primarily for decrease in equity arising on account of increase in Loss and increase in Borrowings during the year.
3	<b>Debt service coverage ratio (DSCR)</b> [Profit / (Loss) before interest, exceptional item and tax / (Interest expense + Principal repayment of long term debts during the year)]	(0.50)	(0.06)	733.33	Change in ratio resulted due to decrease in interest expenses.
4	<b>Return on equity ratio</b> [Net Profit / (Loss) after taxes / Average Equity]	(0.29)	(0.96)	(69.79)	Change in ratio resulted from increase in net loss and decrease in average equity during the year.
5	<b>Inventory turnover ratio</b> (Revenue from operations / Average Inventory)	3.30	4.33	(23.79)	Change in ratio resulted from decrease in Revenue from Operations and average Inventory.

**Notes to the Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 49: The Ratios as per the latest amendment to Schedule III are as below: (Contd..)**

Sr. No.	Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023	% Variance	Reason for Variance
6	<b>Trade Receivables turnover ratio</b> (Revenue from operations / Average Gross Trade receivable)	0.73	1.10	(33.64)	Change in ratio resulted from decrease in Revenue from Operations and average gross Trade receivable.
7	<b>Trade Payables turnover ratio</b> (Net Credit Purchases / Average Trade Payables) [Net Credit Purchase: Total Expenses - Finance Cost - Depreciation and Amortisation Expense - Employee Benefit Expenses in respect of Retirement Benefits - Other expenses with respect to Rates & Taxes, Bad Debts / Advances Written off, Provision for diminution in value of Non-current Investments, Allowance for Expected Credit loss, Net loss on foreign currency transactions, Loss on disposal of / repossession of Property, plant and equipment, net loss on foreign currency transaction and on derivatives not designated as hedge.]	0.66	0.97	(31.96)	Change in ratio resulted from decrease in Net credit purchase and average Trade Payable.
8	<b>Net Capital Turnover ratio</b> (Revenue from operations / Average Working Capital)	(0.78)	(1.66)	(53.01)	Change in ratio resulted from decrease in Revenue from Operations and average Working capital.
9	<b>Net Profit Ratio</b> [Profit / (Loss) after tax divided by revenue from operations]	(0.07)	(0.33)	(78.79)	Change in ratio resulted from decrease in net loss and in revenue form operation during the year.
10	<b>Return on Capital Employed</b> (Earning before Finance cost, tax and exceptional items / Average Capital Employed)	(0.00)	(0.00)	0.00	No significant variation in absolute terms.
11	<b>Return on investment</b> [Profit / (Loss) before tax, finance cost and exceptional items / Average total Assets]	(0.00)	(0.00)	0.00	No significant variation in absolute terms.

**Note 50:** Previous year's figures are regrouped/ rearranged, where necessary, to conform to the current year's presentation.

Signatures to Notes 1 to 50.

**For Chaturvedi & Co LLP**Firm Registration Number: 302137E/E300286  
Chartered Accountants**S. C. Chaturvedi**Partner  
Membership Number: 012705**For Binayak Dey & Co.**Firm Registration Number: 328896E  
Chartered Accountants**Binayak Dey**Proprietor  
Membership Number: 062177**For and on behalf of Board of Directors****Rajiv Mundhra**Chairman  
DIN - 00014237**S. Dutta**Whole-time Director &  
Chief Financial Officer  
DIN - 00062827**B. L. Bajoria**

Sr. V.P. &amp; Company Secretary

Kolkata, 29<sup>th</sup> May, 2024

# INDEPENDENT AUDITORS' REPORT

To the Members of  
Simplex Infrastructures Limited

## Report on the Audit of Consolidated Financial Statements

### Qualified Opinion

We have audited the accompanying Consolidated Financial Statements of **Simplex Infrastructures Limited** (hereinafter referred to as the "Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group"), its joint ventures/joint operations and associate companies, which comprise the Consolidated Balance Sheet as at March 31, 2024 the Consolidated Statement of Profit and Loss (including other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended on that date, and notes to Consolidated Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of subsidiaries, associates and joint ventures/ joint operations except for the possible effect of matters described in the 'Basis of Qualified Opinion' section of our report, the aforesaid Consolidated 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 consolidated state of affairs of the Group, its associates and joint venture/joint operations as at March 31, 2024 and their consolidated loss, their consolidated total comprehensive losses, their consolidated statement of changes in equity and their consolidated cash flows for the year ended on that date.

### Basis for Qualified Opinion

As Stated in:

- a) Note 39 to the accompanying Consolidated Financial Statements, regarding non provision of interest, the Holding Company defaulted in servicing of its Debts (including interest) to all lenders. The Holding Company has not provided any interest on fund based borrowing facility provided by various lenders for the year ended March 31, 2024 amounting to Rs. 71,062 lacs (PY Rs. Nil) as referred in the Note. The interest is based on management's assessment.

Our audit report dated May 30, 2023 on the Consolidated Financial Statements for the year ended March 31, 2023 was not qualified.

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made there under, 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 Qualified audit opinion on the Consolidated Financial Statement.

### Emphasis of Matter

- a) We draw attention to the following matters:
  1. The accompanying Consolidated Financial Statements Note 40(a) regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting Rs. 76,497 lacs

(PY Rs. 41,584), Note 37 regarding trade receivables and retention monies amounting Rs. 19,775 lacs (PY Rs. 13,935 lacs) and Rs. 6,043 lacs (PY Rs. 3,271 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients or legal action/arbitration (few cases) has been initiated in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables.

2. Note 37 to the accompanying Consolidated Financial Statements regarding inventories aggregating Rs. 843 lacs (PY Rs. 887 lacs) pertaining to certain completed/ suspended/ terminated projects in the view of management are good and readily useable. In the absence of any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to support the management's view on usability of such items, we are unable to comment whether the aforesaid inventories are usable.
3. Note 35 to the accompanying statement, regarding borrowings the Holding Company is in default in payment of Financial debts to its banker and other financials lender amounting to Rs. 4,98,884 (PY Rs. 4,83,021 lacs) as on March 31, 2024. Out of above majority of lender has assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL") for which confirmation is not available as on March 31, 2024.
4. The Company has recognized net deferred tax assets amounting to Rs. 95,290 lacs (PY Rs. 92,085 lacs) as at March 31, 2024, which includes deferred tax assets on carried forward unused tax losses, unused tax credit and other taxable temporary

differences on the basis of expected availability of future taxable profit for utilization of such deferred tax assets. The management is confident that the deferred tax assets will be set off against the future foreseeable profit by the Company.

Our opinion is not modified in respect of these matters.

- b) The accompanying Consolidated Financial Statements the Group has incurred net loss of Rs. 7,227 lacs (PY Rs. 47,098 lacs) during the year ended March 31, 2024, as also there is default in payment of financial debts to its bankers and others amounting to Rs. 4,98,884 lacs (PY Rs. 4,83,021 lacs). As stated in Note 35 these financial statements are prepared by the management on going concern basis for the reasons stated thereon.

Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the "Basis for Qualified Opinion" section, we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below our description of how our audit addresses the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedure designed to respond to our assessment of the risks of material misstatement of the consolidated financial statement. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Sr. No.	Key Audit Matter	Auditor's Response
<b>Assessment of going concern basis of accounting</b> (as described in Note 35 of the Consolidated Financial Statements)		
1	<p>The Holding company has incurred net loss of Rs. 7,227 lacs during the year ended March 31, 2024 (PY Rs. 47,098 lacs) and as of that date has accumulated losses aggregating Rs. 1,14,529 lacs resulting in substantial erosion of its net worth.</p> <p>While the above factors indicate doubt on the Company's ability to continue as a going concern, the company has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting in preparation of the accompanying Consolidated Financial Statements:</p> <ul style="list-style-type: none"> <li>● Expected successful implementation of the resolution plan with the lenders.</li> <li>● Time bound monetization of certain non-core assets; and</li> </ul> <p>We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the Consolidated Financial Statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.</p>	<p>Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting:</p> <ul style="list-style-type: none"> <li>● Obtained an understanding of the process followed by management for identifying events or conditions that could impact the Company's ability to continue as a going concern and process followed to assess the corresponding mitigating factors existing against such events or conditions. Also, obtained an understanding around the methodology adopted by the Company to assess their future business performance of a cash flow forecast for the business;</li> </ul> <p>Evaluated the design and tested the operating effectiveness of key controls relating to management's assessment of going concern as above;</p> <ul style="list-style-type: none"> <li>● Evaluated the management's assessment of the successful implementation of the resolution plan, current status of requisite approvals from lenders, reading of the minutes of the meetings held and understanding obtained from the management; and</li> <li>● Assessed the appropriateness and adequacy of the disclosures made by the management in respect of going concern in accordance with the applicable accounting standards.</li> </ul>
<b>Correctness of Project Revenue recognition – Construction Contracts</b> (as described in Note 1.14(i) and Note 42 of the Consolidated Financial Statements)		
2	<p>Revenue from construction contracts is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Revenue recognition involves usage of percentage of completion method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, reliable estimation of total project cost, identification of contractual obligations in respect of Holding Company's rights to receive payments for performance completed till date, estimation of period of recovery of receivables, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations.</p> <p>Project revenue recognition is significant to the financial statements based on the quantitative materiality and the degree of management judgment required to apply the percentage of completion method. Management has also considered this area to be a key accounting estimate as disclosed in the 'critical estimates and judgements' Note 1A to the Consolidated Financial Statements. We therefore determined this to be a key audit matter.</p>	<p>Our procedures included :</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness;</li> <li>● Testing the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard;</li> <li>● Testing a sample of contracts for appropriate identification of performance obligations;</li> <li>● For the sample selected, reviewing for amendments of orders and the impact on the estimated costs to complete;</li> <li>● Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ul>

Sr. No.	Key Audit Matter	Auditor's Response
3	<p><b>Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts of the Holding Company</b> (as described in Note 7(b) and Note 9 of the Consolidated Financial Statements)</p> <p>Unbilled Revenue balance, Trade Receivables and Retention Money of the Holding Company aggregates Rs. 6,03,164 lacs (PY Rs. 6,13,245 lacs) as at March 31, 2024.</p> <p>The collectability of above balances is a key element of the Holding Company's working capital management. In assessing the recoverability of the aforesaid balances, management's judgements involve consideration of status of the project, the likelihood of collection based on the terms of the contract and evaluation of litigations, if any.</p> <p>We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgements as stated above.</p>	<p>As part of our audit procedures:</p> <ul style="list-style-type: none"> <li>• Testing of the design and implementation of controls involving management's assessment of recoverability of Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts.</li> <li>• We performed test of details and tested relevant contracts and documents on the basis of materiality for Unbilled Revenue, Trade Receivables and Retention Money balances.</li> <li>• We also carried out additional test procedures, in respect of long outstanding balances, i.e. tested subsequent documents with customers with respect to recoverability of the same.</li> <li>• We tested contracts to determine the provisioning requirement for loss making contracts/onerous obligations, if any.</li> </ul>
	4	<p><b>Pending litigations</b> (as described in Note 33 of Consolidated Financial Statements)</p> <p>The Holding Company is subject to number of claims and litigations including arbitrations, mainly with customers and tax authorities. The assessment of the likely outcome of these matters can be judgmental due to the uncertainty inherent in their nature.</p> <p>This area is significant to our audit, since the accounting and disclosure of claims and litigations are complex and judgmental, and the amounts involved are, or may be, material to the Consolidated Financial Statements.</p>

### Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Report on Corporate Governance, Shareholder information and Report of the Board of Directors & Management Discussion and Analysis but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information

when it becomes available, compare with the financial statements of the subsidiaries, joint ventures and associates which are audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, joint ventures and associates, is traced from their financial statements audited by the other auditors.

When we will read the other information on availability of the same to us and if there is anything to report in this regard as required under SA 720 "The Auditors Responsibilities Relating to Other Information", we will communicate accordingly.

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

The Holding 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 Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including total comprehensive losses, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures/ joint operations in accordance with the Ind AS and other accounting principles generally accepted in India including the Ind AS specified under section 133 of Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and its joint ventures/ joint operations 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 the 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures/ joint operations are responsible for assessing the ability of the Group and of its associates and joint ventures/joint operations to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures/joint operations are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures/joint operations.

## Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated 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 Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures 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



Consolidated 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 Group and its associates and joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated 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 Consolidated Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

- a) We have been appointed as joint auditors of the Company along with M/s Chaturvedi & Co LLP, Chartered Accountants (the other 'Joint Auditor'). We are issuing a separate audit report in accordance with the requirements of SA 299 "Responsibility of Joint Auditors" in view of the difference of opinion with the joint auditor regarding the matters reported under "Basis for Qualified Opinion" paragraph.
- b) We did not audit the annual financial statement and other financial information, in respect 11 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 8,008 lacs as at March 31, 2024 and total revenues of Rs. 1,564 lacs, total profit/(loss) after tax of Rs. 14 lacs and total comprehensive income/(loss) of Rs. 14 lacs for the year ended on that date and net cash inflows of Rs. 8 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the other auditors.
- c) The financial information of this joint operation have been audited by the other auditor whose report have been furnished to us by the Company's management and our conclusion in so far as it relates to the amounts and disclosures included in respect of this joint operation, is based solely on the report of such other auditor.  
  
Our report on the Statement is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.
- d) We have audited the annual financial statement and other financial information, in respect of 3 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 9,018 lacs as at March 31, 2024 and total revenues of

Rs. 1,703 lacs, total profit/(loss) after tax of (Rs. 67 lacs) and total comprehensive income/(loss) of (Rs. 67 lacs) for the year ended on that date and net cash outflows of Rs. 81 lacs for the year ended March 31, 2024 as considered in the financial statements.

- e) We did not audit the annual financial statement and other financial information, in respect of 1 subsidiary (including step down subsidiaries), whose financial statements reflects total assets of Rs. 22,117 lacs as at March 31, 2024 and total revenues of Rs. 38,728 lacs, total net profit/(loss) after tax of Rs. 0.16 lacs and total net comprehensive income/(loss) of Rs. 0.16 lacs for the year ended March 31, 2024, and net cash outflows of Rs. 175 lacs for the year ended March 31, 2024. These annual financial statements and other financial information have been audited by the other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. The audited consolidated financial results also includes the Group's share of net profit/(loss) after tax of (Rs. 41 lacs) and total comprehensive income/(loss) of (Rs. 39 lacs) for the year ended March 31, 2024, in respect of 1 associate and 2 joint ventures, whose financial information have been audited by their respective auditors. According to the information and explanations given by the Holding Company's Management, these financial information are not material to the Group.

We have audited the annual financial statement and other financial information, in respect of 6 subsidiaries (including step down subsidiaries), whose financial statements reflects total assets of Rs. 9,641 lacs as at March 31, 2024 and total revenues of Rs. 57 lacs, total net profit/(loss) after tax of (Rs. 6 lacs) and total net comprehensive income/(loss) of Rs. 4 lacs for the year ended March 31, 2024, and net cash outflows of Rs. 78 lacs for the year ended March 31, 2024.

Out of the above, certain subsidiaries, associate and joint venture company are located outside India whose financial results and other financial information have been prepared in accordance with the accounting principles generally accepted in their respective countries. The Holding Company's management has converted the financial results of subsidiaries, associate and joint Ventures Company located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our conclusion on the

statement, in so far as it relates to the balances and affairs of such subsidiaries, associate and joint venture company located outside India, is based on the conversion adjustments prepared by the Holding Company's management and which have been relied upon by us.

Our Conclusion on the statement is not modified in respect of above matter with respect to our reliance on the financial information certified by the Holding Company's Management.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the joint operations, subsidiaries, associates and joint ventures referred to in the Other Matters section above we report, to the extent applicable that:
  - a) We / the other auditors whose reports we have relied upon have sought and except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
  - b) Except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, in our opinion, proper books of account as required by law relating to the preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
  - d) Except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, in our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

- e) In view of the matters described in the Basis for Qualified Opinion and Emphasis of Matter paragraph above, we are unable to comment whether these may have an adverse effect on the functioning of the Group and its associates and joint ventures/joint operations.
- f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under section 139 of the Act of its subsidiary companies, associate companies and joint venture incorporated in India, the directors of the Group companies, its associate companies and joint venture, incorporated in India are disqualified as on March 31, 2024 from being appointed or reappointed as a director in terms of Section 164 (2)(b) of the Act.
- g) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these Consolidated Financial Statements of the Holding Company and its subsidiary companies, associate companies and joint venture incorporated in India, refer to our separate Report in **Annexure A** to this Report.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
- In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, associates and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2024 has been paid/ provided in accordance with requisite approvals, which is under process as mandated by the provisions of section 197 read with Schedule V to the Act by its subsidiaries, associates and joint ventures incorporated in India to their directors except in case of Holding Company remuneration paid/provided by the Company to its Whole time Director & Chief Financial Officer amounting to Rs. 37 lacs during the year is not in accordance with the provisions of section 197 of the Companies Act, 2013 as prior approval from the lenders/financial institutions/non-convertible debenture holders or any other secured creditors has not yet received.
- i) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates, joint ventures and joint operations, as noted in the 'Other matter' paragraph:
- (i) The Consolidated Financial Statements disclose the impact, if any, of pending litigations as at March 31, 2024 on the consolidated financial position of the Group, its associate companies, joint ventures and joint operations— Refer Note 33 to the Consolidated Financial Statements.
- (ii) In our opinion, provisions has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and joint ventures incorporated in India during the year ended March 31, 2024.
- (iv) a. The respective managements of the Holding Company and its subsidiaries, joint ventures and joint operations have represented to us and the other auditors of such subsidiaries, joint ventures and joint operations respectively that, to the best of its knowledge and belief, 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 Holding Company or any of such subsidiaries or joint ventures or joint operations, incorporated in India, to or in any other persons or entities, 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 respective Holding Company or any of such subsidiaries or joint ventures or joint operations (“Ultimate Beneficiaries”), incorporated in India or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- b. The respective managements of the Holding Company and its subsidiaries, joint ventures and joint operations have represented to us and the other auditors of such subsidiaries and joint ventures respectively, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or any of such subsidiaries or joint ventures or joint operations, incorporated in India, from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any such subsidiaries or joint ventures incorporated in India 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 Parties (“Ultimate Beneficiaries”) or

- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
  - c. Based on such audit procedures as 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 (v)(a) and (v) (b) contain any material misstatement.
  - (v) The Company has not declared any dividend during the year.
2. With respect to the matters specified in clause (xxi) of paragraph (3) and paragraph (4) of the Companies (Auditor’s Report) Order, 2020 (“CARO”/ “the Order”) issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that in respect of those companies where audits have been completed under section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements except for the following:

Name of the Company	CIN	Nature of Relationship	Clause number of the CARO report which is qualified or adverse
Simplex Infrastructures Limited	L45209WB1924PLC004969	Holding Company	Clause- vii(a)
Maa Durga Expressways Private Limited	U45203WB2011PTC170736	Subsidiary	Clause-xix

For **BINAYAK DEY & CO**  
Chartered Accountants  
(FRN: 328896E)

**Binayak Dey**  
(Proprietor)  
Membership No: 062177  
UDIN: 24062177BKAHWG1472

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# ANNEXURE 'A'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (2)(g) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

**To The Independent Auditors' Report of even date on The Consolidated Financial Statement of Simplex Infrastructures Limited**

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

In conjunction with our audit of the Consolidated Financial Statements of the **Simplex Infrastructures Limited** as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of **Simplex Infrastructures Limited** (hereinafter referred to as "**the Holding Company**") and its subsidiary companies, its associate companies and joint ventures, which are companies incorporated in India, as of that date.

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

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

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with

reference to these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, associate companies, and jointly controlled companies which are companies incorporated in India, in terms of their reports referred to in the other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies, associate companies, and jointly controlled companies which are companies incorporated in India.

### Meaning of Internal Financial Controls over Financial Reporting with reference to these Consolidated Financial Statements

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 with reference to these Consolidated Financial Statements

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

### Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies, its joint operation, its associate companies and joint ventures, which are companies incorporated in India, have, in all material respects, an adequate internal

financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2024, based on the criteria for internal financial controls with reference to Consolidated Financial Statements established by the respective companies 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.

### Other Matters

Our report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the Internal Financial Control over financial reporting with reference to these Consolidated Financial Statements in so far as it related to 4 (four) subsidiary companies and 2 (two) associate companies (as Raichur Sholapur Transmission Company Private Limited w.e.f. November 9, 2022 and Shree Jagannath Expressways Private Limited w.e.f. June 28, 2022 are no longer associate to the company), so we are not presented the audited financial statements of same and 1 (one) joint venture, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, the Consolidated Financial Statements of the Holding Company, which comprise the Consolidated Balance Sheet as at March 31, 2024 and the Consolidated Statements of Profit and Loss and Consolidated Cash Flow Statement for the year then ended and the summary of significant accounting policies and other explanatory information, and our report dated May 29, 2024 express a qualified opinion thereon.

For **BINAYAK DEY & CO**  
Chartered Accountants  
(FRN: 328896E)

**Binayak Dey**  
(Proprietor)

Membership No: 062177  
UDIN: 24062177BKAHWG1472

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

# INDEPENDENT AUDITORS' REPORT

**To the Members of  
Simplex Infrastructures Limited**

## **Report on the Audit of Consolidated Financial Statements**

### **Qualified Opinion**

We have audited the accompanying Consolidated Financial Statements of **Simplex Infrastructures Limited** (hereinafter referred to as the "Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group"), its joint ventures/joint operations and associate companies, which comprise the Consolidated Balance Sheet as at March 31, 2024 the Consolidated Statement of Profit and Loss (including other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended on that date, and notes to Consolidated Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of subsidiaries, associates and joint ventures/ joint operations except for the possible effect of matters described in the 'Basis of Qualified Opinion' section of our report, the aforesaid Consolidated 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 consolidated state of affairs of the Group, its associates and joint venture/joint operations as at March 31, 2024 and their consolidated loss, their consolidated total comprehensive losses, their consolidated statement of changes in equity and their consolidated cash flows for the year ended on that date.

### **Basis for Qualified Opinion**

As Stated in:

- a) Note 40(a) to the accompanying Consolidated Financial Statements regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting to Rs. 21,440 lacs (PY Rs. 2,864), Note 37 regarding trade receivables and retention monies amounting to Rs. 11,325 lacs (PY Rs. 8,858 lacs) and Rs. 3,204 lacs (PY Rs. 3,009 lacs), respectively, as at March 31, 2024, which represent receivables in respect of completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables. However, in the absence of confirmation or any sufficient appropriate convincing audit evidence in respect of aforesaid balances mentioned above to support the significant judgments and estimates related to underlying assumptions applied by management, we are unable to comment on recoverability of such balances at this stage.
- b) Note 37 to the accompanying Consolidated Financial Statements regarding inventories aggregating Rs. 843 lacs (PY Rs. 887 lacs) pertaining to certain completed/ suspended/ terminated projects in the view of management are good and readily useable. In the absence of any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to support the management's view on usability of such items, we are unable to comment whether the aforesaid inventories are usable.
- c) Note 38 to the accompanying Consolidated Financial Statements regarding loans and advances pertaining to earlier years amounting to Rs. 35,531 lacs (PY Rs. 35,063 lacs), as informed to us the company is in active pursuit and confident of recovery of these advances. In the

absence of confirmation or any sufficient appropriate convincing audit evidence to support the significant judgments and estimates relating to management's view on the recoverability of such amount, we are unable to comment whether the aforesaid balances are recoverable at this stage.

- d) Note 39 to the accompanying Consolidated Financial Statements, regarding non provision of interest, the Holding Company defaulted in servicing of its Debts (including interest) to all lenders. The Holding Company has not provided any interest on fund based borrowing facility provided by various lenders for the year ended March 31, 2024 amounting to Rs. 71,062 lacs (PY Rs. Nil). The interest is based on management's assessment.

Our audit report dated May 30, 2023 on the Consolidated Financial Statements for the year ended March 31, 2023 was also qualified in respect of the matters mentioned in points (a) to (c).

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made there under, 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 Qualified audit opinion on the Consolidated Financial Statement.

### Emphasis of Matter

- a) We draw attention to the following matters:
1. The accompanying Consolidated Financial Statements Note 40(a) regarding uncertainties relating to recoverability of unbilled revenue pending for certification amounting Rs. 55,057 lacs (PY Rs. 38,720 lacs), Note 37 regarding trade receivables and retention monies amounting Rs. 8,450 lacs (PY Rs. 5,077 lacs) and Rs. 2,839 lacs (PY Rs. 262 lacs), respectively, as at March 31, 2024, which represent receivables in respect of

completed/ substantially completed/ suspended/ terminated projects. As explained to us the Company is at various stages of negotiation/ discussion with the clients or legal action/ arbitration (few cases) has been initiated in respect of the aforementioned receivables. Considering the contractual tenability, progress of negotiations/ discussions the management is confident of recovery of these receivables.

2. Note 35 to the accompanying statement, regarding borrowings the Holding Company is in default in payment of Financial debts to its banker and other financials lender amounting to Rs. 4,98,884 (PY Rs. 4,83,021 lacs) as on March 31, 2024. Out of above majority of lender has assigned their outstanding debt as of July 29, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL") for which confirmation is not available as on March 31, 2024.
3. The Company has recognized net deferred tax assets amounting to Rs. 95,291 lacs (PY Rs. 92,085 lacs) as at March 31, 2024, which includes deferred tax assets on carried forward unused tax losses, unused tax credit and other taxable temporary differences on the basis of expected availability of future taxable profit for utilization of such deferred tax assets. The management is confident that the deferred tax assets will be set off against the future foreseeable profit by the Company.

Our opinion is not modified in respect of these matters.

- b) The accompanying Consolidated Financial Statements the Group has incurred net loss of Rs. 7,227 lacs (PY Rs. 47,098 lacs) during the year ended March 31, 2023, as also there is default in payment of financial debts to its bankers and others amounting to Rs. 4,98,884 lacs (PY Rs. 4,83,021 lacs). As stated in Note 35 these financial statements are prepared by the management on going concern basis for the reasons stated thereon.

Our opinion is not modified in respect of this matter.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do



not provide a separate opinion on these matters. In addition to the matters described in the "Basis for Qualified Opinion" section, we have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below our description of how our audit addresses the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated

Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedure designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statement. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Sr. No.	Key Audit Matter	Auditor's Response
<b>Assessment of going concern basis of accounting</b> (as described in Note 35 of the Consolidated Financial Statements)		
1	<p>The Holding Company has incurred net loss of Rs. 7,227 lacs during the year ended March 31, 2024 (PY Rs. 47,098 lacs) and as of that date has accumulated losses aggregating Rs. 1,14,529 lacs resulting in substantial erosion of its net worth.</p> <p>While the above factors indicate doubt on the Company's ability to continue as a going concern, the company has taken into consideration the following mitigating factors in its assessment for going concern basis of accounting in preparation of the accompanying Consolidated Financial Statements:</p> <ul style="list-style-type: none"> <li>● Expected successful implementation of the resolution plan with the lenders.</li> <li>● Time bound monetization of certain non-core assets; and</li> </ul> <p>We have considered the assessment of management's evaluation of going concern basis of accounting as a key audit matter due to the pervasive impact thereof on the Consolidated Financial Statements and the significant judgements and assumptions that are inherently subjective and dependent on future events, involved in preparation of cash flow projections and determination of the overall conclusion by the management.</p>	<p>Our audit procedures included but were not limited to, the following in relation to assessment of appropriateness of going concern basis of accounting:</p> <ul style="list-style-type: none"> <li>● Obtained an understanding of the process followed by management for identifying events or conditions that could impact the Company's ability to continue as a going concern and process followed to assess the corresponding mitigating factors existing against such events or conditions. Also, obtained an understanding around the methodology adopted by the Company to assess their future business performance of a cash flow forecast for the business;</li> </ul> <p>Evaluated the design and tested the operating effectiveness of key controls relating to management's assessment of going concern as above;</p> <ul style="list-style-type: none"> <li>● Evaluated the management's assessment of the successful implementation of the resolution plan, current status of requisite approvals from lenders, reading of the minutes of the meetings held and understanding obtained from the management; and</li> <li>● Assessed the appropriateness and adequacy of the disclosures made by the management in respect of going concern in accordance with the applicable accounting standards.</li> </ul>
<b>Correctness of Project Revenue recognition – Construction Contracts</b> (as described in Note 1.14(i) and Note 42 of the Consolidated Financial Statements)		
2	<p>Revenue from construction contracts is recognised over a period of time in accordance with the requirements of Ind AS 115, Revenue from Contracts with Customers. Revenue recognition involves usage of percentage of completion method which is determined based on proportion of contract costs incurred to date compared to estimated total contract costs, which involves significant judgments, reliable estimation of total project cost, identification of contractual obligations in respect of Holding Company's rights to receive payments for performance completed till date, estimation of period of recovery of receivables, changes in scope and consequential revised contract price and recognition of the liability for loss making contracts/ onerous obligations.</p>	<p>Our procedures included :</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involved for the determination of the estimates used as well as their operating effectiveness;</li> <li>● Testing the relevant information technology systems' access and change management controls relating to contracts and related information used in recording and disclosing revenue in accordance with the new revenue accounting standard;</li> </ul>

Sr. No.	Key Audit Matter	Auditor's Response
	<p>Project revenue recognition is significant to the financial statements based on the quantitative materiality and the degree of management judgment required to apply the percentage of completion method. Management has also considered this area to be a key accounting estimate as disclosed in the 'critical estimates and judgements' Note 1A to the Consolidated Financial Statements. We therefore determined this to be a key audit matter.</p>	<ul style="list-style-type: none"> <li>● Testing a sample of contracts for appropriate identification of performance obligations;</li> <li>● For the sample selected, reviewing for amendments of orders and the impact on the estimated costs to complete;</li> <li>● Performed analytical procedures for reasonableness of revenues disclosed by type and service offerings.</li> </ul>
	<p><b>Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts of the Holding Company</b> (as described in Note 7(b) and Note 9 of the Consolidated Financial Statements)</p>	
3	<p>Unbilled Revenue balance, Trade Receivables and Retention Money of the Holding Company aggregates Rs. 6,03,164 lacs (PY Rs. 6,02,842 lacs) as at March 31, 2024.</p> <p>The collectability of above balances is a key element of the Holding Company's working capital management. In assessing the recoverability of the aforesaid balances, management's judgements involve consideration of status of the project, the likelihood of collection based on the terms of the contract and evaluation of litigations, if any.</p> <p>We considered this as key audit matter due to the materiality of the amounts and significant estimates and judgements as stated above.</p>	<p>As part of our audit procedures:</p> <ul style="list-style-type: none"> <li>● Testing of the design and implementation of controls involving management's assessment of recoverability of Unbilled Revenue balance, Trade Receivables and Retention Money relating to construction contracts.</li> <li>● We performed test of details and tested relevant contracts and documents on the basis of materiality for Unbilled Revenue, Trade Receivables and Retention Money balances.</li> <li>● We also carried out additional test procedures, in respect of long outstanding balances, i.e. tested subsequent documents with customers with respect to recoverability of the same.</li> <li>● We tested contracts to determine the provisioning requirement for loss making contracts/onerous obligations, if any.</li> </ul>
	<p><b>Pending litigations</b> (as described in Note 33 of Consolidated Financial Statements)</p>	
4	<p>The Holding Company is subject to number of claims and litigations including arbitrations, mainly with customers and tax authorities. The assessment of the likely outcome of these matters can be judgmental due to the uncertainty inherent in their nature.</p> <p>This area is significant to our audit, since the accounting and disclosure of claims and litigations are complex and judgmental, and the amounts involved are, or may be, material to the Consolidated Financial Statements.</p>	<p>Principal Audit Procedures:</p> <p>Our audit approach was a combination of test of internal controls and substantive procedures including:</p> <ul style="list-style-type: none"> <li>● Assessing the appropriateness of the design and implementation of the Holding Company's controls over the assessment of litigations and completeness of disclosures. Supporting documentation are tested to assess the status of arbitration/legal proceedings with reference to related counselors' views for likely outcome of these matters.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Report on Corporate Governance, Shareholder information and Report of the Board of Directors & Management Discussion and Analysis but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information when it becomes available, compare with the financial statements of the subsidiaries, joint ventures and associates which are audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other

information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, joint ventures and associates, is traced from their financial statements audited by the other auditors.

When we will read the other information on availability of the same to us and if there is anything to report in this regard as required under SA 720 "The Auditors Responsibilities Relating to Other Information", we will communicate accordingly.

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

The Holding 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 Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including total comprehensive losses, consolidated changes in equity and consolidated cash flows of the Group including its associates and joint ventures/ joint operations in accordance with the Ind AS and other accounting principles generally accepted in India including the Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and its joint ventures/ joint operations 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 the 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures/ joint operations are responsible for assessing the ability of the Group and of its associates and joint ventures/joint operations to continue as a going concern, disclosing, as

applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures/joint operations are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures/joint operations.

### **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated 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 Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures 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 Consolidated 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 Group and its associates and joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated 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 Consolidated Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

- a) We have been appointed as joint auditors of the Company along with M/s Binayak Dey & Co., Chartered Accountants (the other 'Joint Auditor'). We are issuing a separate audit report in accordance with the requirements of SA 299 "Responsibility of Joint Auditors" in view of the difference of opinion with the joint auditor regarding the matters reported under "Basis for Qualified Opinion" paragraph.
- b) We did not audit the annual financial statement and other financial information, in respect of 11 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 8,008 lacs as at March 31, 2024 and total revenues of Rs. 1,564 lacs, total profit/(loss) after tax of Rs. 14 lacs and total comprehensive income/(loss) of Rs. 14 lacs for the year ended on that date and net cash inflows of Rs. 8 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the other auditors.
- c) We did not audit the annual financial statement and other financial information, in respect of 3 joint operations whose annual financial statements and other financial information reflects total assets of Rs. 9,018 lacs as at March 31, 2024 and total revenues of Rs. 1,703 lacs, total profit/(loss) after tax of (Rs. 67 lacs) and total comprehensive income/(loss) of (Rs. 67 lacs) for the year ended on that date and net cash outflows of Rs. 81 lacs for the year ended March 31, 2024 as considered in the financial statements which have been audited by the joint auditors.

The financial information of this joint operation have been audited by the other auditor/joint auditor whose report have been furnished to us by the Company's management and our conclusion in so far as it relates to the amounts and disclosures included in respect of this joint operation, is based solely on the report of such other auditor/joint auditor.

Our report on the statement is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor/joint auditor.

- d) We did not audit the annual financial statement and other financial information, in respect of 7 subsidiaries (including step down subsidiaries), whose financial statements reflects total assets of Rs. 31,759 lacs as at March 31, 2024 and total revenues of Rs. 38,786 lacs, total net profit/(loss) after tax of (Rs. 6 lacs) and total net comprehensive income/(loss) of Rs. 4 lacs for the year ended March 31, 2024, and net cash outflows of Rs. 253 lacs for the year ended March 31, 2024. These annual financial statements and other financial information have been audited by the other auditors, whose financial statements, other financial information and auditor's reports have been furnished to us by the management. The audited consolidated financial results also includes the Group's share of net profit/(loss) after tax of (Rs. 41 lacs) and total comprehensive income/(loss) of (Rs. 39 lacs) for the year ended March 31, 2024, in respect of 1 associate and 2 joint ventures, whose financial information have been audited by their respective auditors. According to the information and explanations given by the Holding Company's Management, these financial information are not material to the Group.

Out of the above, 3 subsidiaries, 1 associate and 1 joint venture company are located outside India whose financial results and other financial information have been prepared in accordance with the accounting principles generally accepted in their respective countries. The Holding Company's management has converted the financial results of subsidiaries, associate and Joint Ventures Company located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our conclusion on the statement, in so far as it relates to the balances and affairs of such subsidiaries, associate and joint venture company located outside India, is based on the conversion adjustments prepared by the Holding Company's management and which have been relied upon by us.

Our conclusion on the statement is not modified in respect of above matter with respect to our reliance on the financial information certified by the Holding Company's Management.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the joint operations, subsidiaries, associates and joint ventures referred to in the Other Matters section above we report, to the extent applicable that:
  - a) We / the other auditors whose reports we have relied upon have sought and except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
  - b) Except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, in our opinion, proper books of account as required by law relating to the preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
  - d) Except for the matters referred to in Basis for Qualified Opinion and Emphasis of Matter paragraphs above, in our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) In view of the matters described in the Basis for Qualified Opinion and Emphasis of Matter paragraph above, we are unable to comment whether these may have an adverse effect on the

functioning of the Group and its associates and joint ventures/joint operations.

- f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under section 139 of the Act of its subsidiary companies, associate companies and joint venture incorporated in India, the directors of the Group companies, its associate companies and joint venture, incorporated in India are disqualified as on March 31, 2023 from being appointed or reappointed as a director in terms of Section 164 (2)(b) of the Act.
- g) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these Consolidated Financial Statements of the Holding Company and its subsidiary companies, associate companies and joint venture incorporated in India, refer to our separate Report in **Annexure A** to this Report.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, associates and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2024 has been paid/provided in accordance with requisite approvals, which is under process as mandated by the provisions of section 197 read with Schedule V to the Act by its subsidiaries, associates and joint ventures incorporated in India to their directors except in case of Holding Company remuneration paid/provided by the Company to its Whole time Director & Chief Financial Officer amounting to Rs. 37 lacs during the year is not in accordance with the provisions of section 197 of the Companies Act, 2013 as prior approval from the lenders/financial institutions/non-convertible debenture holders or any other secured creditors has not yet received.

- i) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, associates, joint ventures and joint operations, as noted in the 'Other matter' paragraph:
- i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations as at March 31, 2024 on the consolidated financial position of the Group, its associate companies, joint ventures and joint operations – Refer Note 33 to the Consolidated Financial Statements.
  - ii. In our opinion, provisions has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associates and joint ventures incorporated in India during the year ended March 31, 2023.
  - iv. a. The respective managements of the Holding Company and its subsidiaries, joint ventures and joint operations have represented to us and the other auditors of such subsidiaries, joint ventures and joint operations respectively that, to the best of its knowledge and belief, 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 Holding Company or any of such subsidiaries or joint ventures or joint operations, incorporated in India, to or in any other persons or entities, 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 respective Holding Company or any of such subsidiaries or joint ventures or joint operations ("Ultimate Beneficiaries"), incorporated in India or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- b. The respective managements of the Holding Company and its subsidiaries, joint ventures and joint operations have represented to us and the other auditors of such subsidiaries and joint ventures respectively, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or any of such subsidiaries or joint ventures or joint operations, incorporated in India, from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any such subsidiaries or joint ventures incorporated in India 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 Parties ("Ultimate Beneficiaries") or
  - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- c. Based on such audit procedures as 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 (v)(a) and (v)(b) contain any material mis-statement.

v. The Company has not declared any dividend during the year.

vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company and subsidiaries have used an accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, as amended is applicable to the Holding Company and its subsidiaries which are companies incorporated in India, only w.e.f. 1 April 2023, therefore, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended, on preservation of audit trail as per the statutory requirements for record retention is not applicable for financial year ended 31 March 2024.

2. With respect to the matters specified in clause (xxi) of paragraph (3) and paragraph (4) of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the Consolidated Financial Statements to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company, we report that in respect of those companies where audits have been completed under section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the Consolidated Financial Statements except for the following:

Name of the Company	CIN	Nature of Relationship	Clause number of the CARO report which is qualified or adverse
Simplex Infrastructures Limited	L45209WB1924PLC004969	Holding Company	Clause- vii(a)
Maa Durga Expressways Private Limited	U45203WB2011PTC170736	Subsidiary	Clause-xix

For **CHATURVEDI & CO LLP**  
Chartered Accountants  
(FRN: 302137E/E300286)

**S.C. Chaturvedi**  
(Partner)

Membership No: 012705  
UDIN: 24012705BKFYND1272

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024



# ANNEXURE 'A'

## TO THE INDEPENDENT AUDITOR'S REPORT

{Referred to in Paragraph (2)(g) of "Report on Other Legal and Regulatory Requirements" section of our Independent Auditors Report}

**To The Independent Auditors' Report of even date on The Consolidated Financial Statement of Simplex Infrastructures Limited**

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

In conjunction with our audit of the Consolidated Financial Statements of the **Simplex Infrastructures Limited** as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of **Simplex Infrastructures Limited** (hereinafter referred to as "**the Holding Company**") and its subsidiary companies, its associate companies and joint ventures, which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with

reference to these Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, associate companies, and jointly controlled companies which are companies incorporated in India, in terms of their reports referred to in the other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies, associate companies, and jointly controlled companies which are companies incorporated in India.

## Meaning of Internal Financial Controls over Financial Reporting with reference to these Consolidated Financial Statements

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 with reference to these Consolidated Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these Consolidated Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls 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.

## Qualified Opinion

According to information and explanation given to us and based on the report issued by other auditors on internal financial controls over financial reporting in case of subsidiary companies, its associate companies and a joint venture, which are companies incorporated in India, the following weakness have been identified as at March 31, 2024.

- a. The Holding Company's internal financial controls for evaluation of recoverability of old balances of unbilled revenue, loans/ advances, trade receivables, retention monies, inventories at project sites and claims recoverable were not operating effectively as on March 31, 2024 which could potential result in the Holding Company's not recognizing appropriate provision on the Consolidated Financial Statement in respect of assets that are doubtful of recovery/ credit impaired/ measuring the fair values of those financial assets.
- b. The Company did not have an appropriate internal control system with respect to compliance with the provisions of section 197 of the Companies Act, 2013 relating to obtaining prior approval from lenders for payment to whole time director & chief financial officer amounting to Rs. 37 lacs during the year which has resulted in a misstatement in the value of Holding Company's employee benefit expenses, financial assets and its resultant impact on the loss after tax and the other equity including levy of fine, if any, on account of such non-compliance.

A 'material weakness' is a deficiency, or a combination of deficiencies in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of Holding Company's annual or interim Consolidated Financial Statements will not be prevented or detected on the timely basis.

In our opinion, the Holding Company, its subsidiary companies, its associate companies and a joint ventures which are companies incorporated in India, have, in all material respects, maintained adequate internal financial control over financial reporting with reference to these Consolidated Financial Statements as at March 31, 2024 based on internal control over financial reporting criteria establish by Holding Company considering the essential components of internal control stated in the Guidance note on Audit of Internal Financial Control over financial reporting issued by Institute of Chartered Accountants of India, and except for the possible effects of material weakness described above on the achievement of the objectives of the control criteria, the internal financial control over financial reporting with reference to these Consolidated Financial Statements were operating effectively in the Holding Company, its subsidiary companies, its associate companies and a joint venture which are companies incorporated in India as of March 31, 2024.

## Other Matters

Our report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the Internal Financial Control over financial reporting with reference to these Consolidated Financial Statements in so far as it related to 4 (four) subsidiary companies and 2 (two) associate companies (as Raichur Sholapur Transmission Company Private Limited w.e.f. November 9, 2022 and Shree Jagannath Expressways Private Limited w.e.f. June 28, 2022 are no longer associate to the company), so we are not presented the audited financial statements of same and 1 (one) joint venture, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, the Consolidated Financial Statements of the Holding

Company, which comprise the Consolidated Balance Sheet as at March 31, 2024 and the Consolidated Statements of Profit and Loss and Consolidated Cash Flow Statement for the year then ended and the summary of significant accounting policies and other explanatory information, and our report dated May 29, 2024 express a qualified opinion thereon.

For **CHATURVEDI & CO LLP**  
Chartered Accountants  
(FRN: 302137E/E300286)

**S.C. Chaturvedi**  
(Partner)

Membership No: 012705  
UDIN: 24012705BKFYND1272

Place: Kolkata  
Date: 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	2	46,225	53,119
Capital work-in-progress	2(a)	255	240
Intangible assets	3	1	1
Right - of - use assets	53	6	8
Investments accounted for using equity method	29(c) & (d)	681	720
<b>Financial assets</b>			
i. Investments	4(a)	4	4
ii. Other financial assets	4(b)	12,767	6,766
Deferred tax assets (net)	14(a) & (b)	95,291	92,086
Other non-current assets	5	1,745	1,751
<b>Total non-current assets</b>		<b>1,56,975</b>	<b>1,54,695</b>
<b>Current assets</b>			
Inventories	6	29,267	31,928
<b>Financial assets</b>			
i. Investments	7(a)	10	9
ii. Trade receivables	7(b)	1,34,660	1,37,558
iii. Cash and cash equivalents	7(c)	5,704	5,577
iv. Bank balances other than (iii) above	7(d)	455	324
v. Loans	7(e)	18,408	19,136
vi. Other financial assets	7(f)	1,89,930	1,69,579
Current tax assets (net)	8	1,286	4,879
Other current assets	9	5,04,677	5,13,620
<b>Total current assets</b>		<b>8,84,397</b>	<b>8,82,610</b>
<b>Total Assets</b>		<b>10,41,372</b>	<b>10,37,305</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	10(a)	1,147	1,147
Other equity	10(b)	22,049	28,925
<b>Equity attributable to owners of Simplex Infrastructures Limited</b>		<b>23,196</b>	<b>30,072</b>
Non-controlling interests	29(a)	136	136
<b>Total Equity</b>		<b>23,332</b>	<b>30,208</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
i. Borrowings	11	-	-
ii. Other financial liabilities	12	10,629	7,423
iii. Lease liability	53	5	7
Provisions	13	569	791
Deferred tax liabilities (net)	14(b)	-	-
<b>Total non-current liabilities</b>		<b>11,203</b>	<b>8,221</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
i. Borrowings	15(a)	7,17,987	5,98,422
ii. Trade payables			
Total outstanding dues of micro enterprises and small enterprises	15(b)	10,652	10,907
Total outstanding dues of creditors other than micro enterprises and small enterprises	15(b)	1,35,114	1,47,594
iii. Other financial liabilities	15(c)	69,926	1,58,563
iv. Lease liability	53	1	1
Other current liabilities	16	71,641	82,097
Provisions	17	1,042	942
Current tax liabilities (net)	18	474	350
<b>Total current liabilities</b>		<b>10,06,837</b>	<b>9,98,876</b>
<b>Total Liabilities</b>		<b>10,18,040</b>	<b>10,07,097</b>
<b>Total Equity and Liabilities</b>		<b>10,41,372</b>	<b>10,37,305</b>

### Significant accounting policies

1

The accompanying notes are an integral part of the Financial Statements  
As per our report of the even date

#### For Chaturvedi & Co LLP

Firm Registration Number: 302137E/E300286  
Chartered Accountants

#### S. C. Chaturvedi

Partner  
Membership Number: 012705

#### For Binayak Dey & Co.

Firm Registration Number: 328896E  
Chartered Accountants

#### Binayak Dey

Proprietor  
Membership Number: 062177

#### For and on behalf of Board of Directors

#### Rajiv Mundhra

Chairman  
DIN - 00014237

#### S. Dutta

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

#### B. L. Bajoria

Sr. V.P. & Company Secretary

Kolkata, 29<sup>th</sup> May, 2024

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

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>INCOME</b>			
Revenue from Operations	19	1,38,847	1,87,383
Other Income	20	1,798	8,803
<b>Total Income</b>		<b>1,40,645</b>	<b>1,96,186</b>
<b>EXPENSES</b>			
Construction Materials Consumed		19,520	42,068
Purchases of Stock-in-trade		362	633
Changes in Inventories of Work-in-progress	21	487	530
Employee Benefits Expense	22	10,958	14,495
Finance Costs	23	7,951	83,906
Depreciation and Amortisation Expense	24	6,966	8,570
Sub-Contractors' Charges		82,244	97,882
Other Expenses	25	22,456	29,827
<b>Total Expenses</b>		<b>1,50,944</b>	<b>2,77,911</b>
<b>Profit / (Loss) for the year before share of net profit / (loss) of associates and joint ventures accounted for using equity method and Tax</b>		<b>(10,299)</b>	<b>(81,725)</b>
Share of profit / (loss) of associates and joint ventures accounted for using equity method	29(e)	(41)	(731)
<b>Profit / (Loss) before Tax</b>		<b>(10,340)</b>	<b>(82,456)</b>
Income Tax Expense			
Current Tax		92	130
Excess Current Tax provision for earlier years written back (net)		-	(5,357)
Deferred Tax Credit		(3,205)	(30,131)
<b>Total Tax Expense</b>	26	<b>(3,113)</b>	<b>(35,358)</b>
<b>Profit / (Loss) for the year</b>		<b>(7,227)</b>	<b>(47,098)</b>
<b>Other Comprehensive Income / (Loss)</b>			
<b>(a) Items that will be reclassified to Statement of Profit and Loss</b>			
Exchange differences on translation of foreign operations	10(b)(ii)	523	2,792
Share of other comprehensive income of associates and joint ventures accounted using equity method	10(b)(ii) & 29(f)	7	58
		530	2,850
<b>(b) Items that will not be reclassified to Statement of Profit and Loss</b>			
Remeasurements of post-employment benefit obligations	10(b)(i)	(174)	(646)
Share of other comprehensive income of associates and joint ventures accounted using equity method	10(b)(i) & 29(f)	(5)	(1)
		(179)	(647)
<b>Other Comprehensive Income / (Loss) for the year, net of tax (a+b)</b>		<b>351</b>	<b>2,203</b>
<b>Total Comprehensive Income / (Loss) for the year</b>		<b>(6,876)</b>	<b>(44,895)</b>

## Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Note	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>Profit / (Loss) for the year attributable to :</b>			
Owners of Simplex Infrastructures Limited		(7,227)	(47,089)
Non-controlling Interests	29 (b)	*	(9)
		<b>(7,227)</b>	<b>(47,098)</b>
<b>Other Comprehensive Income attributable to:</b>			
Owners of Simplex Infrastructures Limited		351	2,222
Non-controlling Interests	29 (b)	*	(19)
		<b>351</b>	<b>2,203</b>
<b>Total Comprehensive Income / (Loss) attributable to:</b>			
Owners of Simplex Infrastructures Limited		(6,876)	(44,867)
Non-controlling Interests	29 (b)	*	(28)
		<b>(6,876)</b>	<b>(44,895)</b>
<b>Earnings per equity share [Nominal value per share ₹2/- (31<sup>st</sup> March, 2023: ₹2/-)]</b>			
Basic and Diluted earnings per share	32	₹ (12.65)	₹ (82.41)

**Significant accounting policies**

1

\* Amount is below the rounding off norm adopted by the Group.

The accompanying notes are an integral part of the Financial Statements

As per our report of the even date

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**

Partner  
Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**

Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors****Rajiv Mundhra**

Chairman  
DIN - 00014237

**S. Dutta**

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**

Sr. V.P. & Company Secretary

Kolkata, 29<sup>th</sup> May, 2024

**Consolidated Statement of Cash Flow** for the year ended 31<sup>st</sup> March, 2024

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Profit / (Loss) before Tax	(10,340)	(82,456)
Adjustments for:		
Depreciation and Amortisation Expense (Refer Note 24)	6,966	8,570
Finance Costs (Refer Note 23)	7,951	83,906
Dividend Income from Current Investments (Refer Note 20)	(1)	(1)
Interest Income (Refer Note 20)	(790)	(1,092)
Liabilities no longer required and written back (Refer Note 20)	(293)	(258)
Profit on sale of other non-current Investments (Refer Note 20)	-	(4,521)
Share of Net Loss of associates and joint ventures accounted for using equity method	41	731
Bad Debts / Advances written off and Allowance for Expected Credit Loss (Net) (Refer Note 25)	3,684	4,431
Net Loss / (Gain) on disposal of property, plant and equipment (Refer Note 20 & 25)	200	(1,066)
Exchange Loss (Net)	(411)	(1,659)
Effect of Changes in Foreign Exchange Translation	491	(175)
	17,838	88,866
<b>Operating Profit before Working Capital Changes</b>	<b>7,498</b>	<b>6,410</b>
<b>Change in operating assets and liabilities</b>		
(Decrease) / Increase in Trade Payables	(11,051)	(2,117)
(Decrease) / Increase in Other Liabilities	7,344	(14,373)
(Increase) / Decrease in Trade Receivables	2,109	(338)
(Increase) / Decrease in Other Assets	(14,453)	(40,262)
(Increase) / Decrease in Non-current Assets	(6,001)	(1,674)
(Increase) / Decrease in Inventories	2,661	7,621
	(19,391)	(51,143)
<b>Cash used in operations</b>	<b>(11,893)</b>	<b>(44,733)</b>
Income Taxes Refund (Net)	3,624	1,571
<b>Net Cash used in Operating Activities</b>	<b>(8,269)</b>	<b>(43,162)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Property, plant and equipment including capital work-in-progress and Capital Advances	(1,027)	(413)
Proceeds from Sale of Property, plant and equipment	522	2,515
Interest Received	694	3,590
Term Deposits - Matured [Net]	5	34
Proceeds from sale of Investments in a Associates	-	8,412
Inter Corporate Loans Recovered	-	6,392
<b>Net Cash generated from Investing Activities</b>	<b>194</b>	<b>20,530</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Short term borrowings - Receipts / (Payment) [Net] (inclusive of amount debited by Banks) (Refer Note 2 below)	12,157	62,322
Finance Cost (inclusive of amount debited by Banks)	(3,818)	(36,372)
Dividend Paid	(1)	(1)
<b>Net Cash (used in) / generated from Financing Activities</b>	<b>8,338</b>	<b>25,949</b>
<b>Net Increase / (Decrease) in cash and cash equivalents</b>	<b>263</b>	<b>3,317</b>

**Consolidated Statement of Cash Flow** for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

Particulars	Year ended 31 <sup>st</sup> March, 2024		Year ended 31 <sup>st</sup> March, 2023	
<b>D. Effects of Exchange rate changes on Cash and Cash Equivalents</b>		*		<b>20</b>
		<b>263</b>		<b>3,337</b>
Cash and Cash Equivalents at the beginning of the year [Refer Note 1(a) below]	5,896		2,559	
Cash and Cash Equivalents at the end of the year [Refer Note 1(a) below]	6,159	263	5,896	3,337

**1(a) Reconciliation of Cash and Cash Equivalents as per statement of cash flows**

Particulars	Year ended 31 <sup>st</sup> March, 2024		Year ended 31 <sup>st</sup> March, 2023	
Cash and Cash Equivalents as per above comprise the following:				
Cash and Cash Equivalents [Refer Note 7(c)]		5,704		5,577
Add : Unpaid Dividend Accounts as disclosed under Note 7(d)	3		4	
Add : Escrow Account as disclosed under Note 7(d)	452	455	315	319
Cash and Cash Equivalents as per statement of cash flows		<b>6,159</b>		<b>5,896</b>

1(b) The above Consolidated Statement of Cash Flows is prepared as per "indirect method" specified in Ind AS 7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules, 2015.

## 2) Changes in liabilities arising from financing activities

Particulars	Opening Balance as on 1 <sup>st</sup> April, 2023	Changes from financing cash flows	Effect of changes in foreign exchange rates	Other Changes	Closing Balance as on 31 <sup>st</sup> March, 2024
Non Current Borrowings [Refer Note 11]	-	-	-	-	-
Current Borrowings including Current Maturities of Non Current Borrowings [Refer Note 15(a)]	5,98,422	12,157	(12)	1,07,420	7,17,987
	<b>5,98,422</b>	<b>12,157</b>	<b>(12)</b>	<b>1,07,420</b>	<b>7,17,987</b>

Particulars	Opening Balance as on 1 <sup>st</sup> April, 2022	Changes from financing cash flows	Effect of changes in foreign exchange rates	Other Changes	Closing Balance as on 31 <sup>st</sup> March, 2023
Non Current Borrowings [Refer Note 11]	-	-	-	-	-
Current Borrowings including Current Maturities of Non Current Borrowings [Refer Note 15(a)]	5,35,390	62,322	698	12	5,98,422
	<b>5,35,390</b>	<b>62,322</b>	<b>698</b>	<b>12</b>	<b>5,98,422</b>

\* Amount is below the rounding off norm adopted by the Group.

The accompanying notes are an integral part of the Financial Statements  
As per our report of the even date

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**

Partner  
Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**

Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors****Rajiv Mundhra**

Chairman  
DIN - 00014237

**S. Dutta**

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**

Sr. V.P. & Company Secretary

Kolkata, 29<sup>th</sup> May, 2024



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

(All amounts in ₹ Lakhs, unless otherwise stated)

### A. Equity share capital

Particulars	Amount
<b>Balance As at 1<sup>st</sup> April, 2022</b>	<b>1,147</b>
Changes in Equity Share Capital due to prior period errors	-
<b>Restated balance at 1<sup>st</sup> April, 2022</b>	<b>1,147</b>
Changes in equity share capital during the year	-
<b>Balance at 31<sup>st</sup> March, 2023</b>	<b>1,147</b>
Changes in Equity Share Capital due to prior period errors	-
<b>Restated balance at 1<sup>st</sup> April, 2023</b>	<b>1,147</b>
Changes in equity share capital during the year	-
<b>Balance As at 31<sup>st</sup> March, 2024</b>	<b>1,147</b>

### B. Other Equity

Particulars	Reserves and surplus [Refer Note 10(b)(i)]						Other reserves [Refer Note 10(b)(ii)]	Total other equity	Non-controlling Interest [Refer Note 29(a)]	Total
	Securities Premium Reserve	General Reserve	Retained Earnings	Contingency Reserve	Debt Redemption Reserve	Capital Reserve				
<b>Balance at 1<sup>st</sup> April, 2022</b>	<b>91,980</b>	<b>11,186</b>	<b>(59,387)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>7,541</b>	<b>164</b>	<b>73,956</b>
Profit / (Loss) for the year	-	-	(47,089)	-	-	-	-	-	(9)	(47,098)
Other Comprehensive Income / (Loss) for the year	-	-	(647)	-	-	-	-	-	-	(647)
Remeasurements of post-employment benefit obligations	-	-	-	-	-	-	-	2,869	(19)	2,850
Other Items	-	-	-	-	-	-	-	(647)	-	(647)
<b>Total Comprehensive Income / (Loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(47,736)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,869</b>	<b>(28)</b>	<b>(44,895)</b>
<b>Balance at 31<sup>st</sup> March, 2023</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,07,123)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>10,410</b>	<b>136</b>	<b>29,061</b>
<b>Balance at 1<sup>st</sup> April, 2023</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,07,123)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>10,410</b>	<b>136</b>	<b>29,061</b>
Profit / (Loss) for the year	-	-	(7,227)	-	-	-	-	-	*	(7,227)
Other Comprehensive Income / (Loss) for the year	-	-	(179)	-	-	-	-	-	-	(179)
Remeasurements of post-employment benefit obligations	-	-	-	-	-	-	-	530	*	530
Other Items	-	-	(7,406)	-	-	-	-	-	-	(7,406)
<b>Total Comprehensive Income / (Loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(7,406)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>530</b>	<b>*</b>	<b>(6,876)</b>
<b>Balance at 31<sup>st</sup> March, 2024</b>	<b>91,980</b>	<b>11,186</b>	<b>(1,14,529)</b>	<b>3,500</b>	<b>12,599</b>	<b>6,372</b>	<b>1</b>	<b>10,940</b>	<b>136</b>	<b>22,185</b>

\* Amount is below the rounding off norm adopted by the Group.

The accompanying notes are an integral part of the Financial Statements  
As per our report of the even date

**For Chaturvedi & Co LLP**  
Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**  
Partner  
Membership Number: 012705

Kolkata, 29<sup>th</sup> May, 2024

**For Binayak Dey & Co.**  
Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**  
Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors**

**Rajiv Mundhra**  
Chairman  
DIN - 00014237

**S. Dutta**  
Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**  
Sr. V.P. & Company Secretary

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024

### COMPANY OVERVIEW

Simplex Infrastructures Limited ('the Company') is a diversified Infrastructure Company established in 1924 and its subsidiaries (collectively referred to as 'the Group'), are executing projects in several verticals like Piling, Energy and Power, Building & Housing, Marine, Roads and Highways, Railways, Urban infrastructures etc. The Company is a Public Limited Company and has its Registered Office in Kolkata, India with Branch Offices in Delhi, Mumbai and Chennai in India & Overseas Branches in Qatar, Oman, Abu Dhabi, Dubai, Sri Lanka, Ethiopia, Saudi Arabia and Bangladesh. The Company is listed on BSE Limited, National Stock Exchange of India Limited and the Calcutta Stock Exchange Limited.

### 1 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. The financial statements are for the Group consisting of Simplex Infrastructures Limited (the "Parent Company" or "SIMPLEX") and its subsidiaries.

#### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

##### i) Compliance with Ind AS

These consolidated financial statements of the Group have been prepared to comply in all material respects with Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act. Accounting policies have been consistently applied except where newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy.

All assets and liabilities have been classified as current or non current as per the Group's normal operating cycle which is more than 12 months considering the average project period in respect of its construction business and 12 months in respect of its other business and other criteria set out in the Schedule III of the Act.

These Consolidated Financial Statements were approved and authorised for issue with the resolution of the Board of Directors on 29<sup>th</sup> May, 2024.

##### ii) Historical cost convention

These financial statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:-

- Certain Financial Assets and Liabilities (including derivative instruments).
- Defined benefit plans – Plan Assets.

##### iii) Items reported in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The financial statements of the Group are presented in Indian Rupee (₹) which is the functional and presentation currency of the Parent Company.

**As a Lessee:** The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets. The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are initially measured at cost. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, an estimate of costs to be incurred in dismantling and removing or restoring the underlying asset and lease payments made at or before the commencement date less any lease incentives received. After the commencement date, the Right of use assets are measured applying the Cost model. They are subsequently measured at cost, less any accumulated depreciation, adjustments for any remeasurement of the lease liabilities and impairment losses. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

### 1.2 SEGMENT REPORTING

The Group operating segments are established on the basis of those components that are evaluated regularly by the 'Chief Operating Decision Making Group' (CODMG) as defined in Ind AS 108 - 'Operating Segments', in deciding how to allocate resources and in assessing performance. CODMG consists of the Executive Chairman and the Whole-time Directors. These have been identified taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. CODMG examines the performance both from business and geographical perspective and has considered business segment as primary segment for disclosure.

### 1.3 PROPERTY, PLANT AND EQUIPMENT

Freehold land is stated at cost. All other items of property, plant and equipment are stated at cost, net of recoverable taxes, trade discounts and rebate, etc. less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

The carrying amount of any component accounted for as a separate asset is de-recognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

The items of property, plant and equipment which are not yet ready for use are disclosed as Capital work-in-progress and are carried at cost, net of accumulated impairment loss, if any.

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. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of Profit and Loss within 'Other Income/ Expense'.

#### Depreciation methods, estimated useful lives and residual value

- (a) Depreciation is calculated using the straight line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Act. In respect of the following assets, useful lives different from Schedule II have been considered on the basis of technical assessment made by expert and management estimate. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Particulars	Useful Lives
Concreting, Crushing, Piling, Road Making and Heavy Lift Equipment	3-20 years
Transmission Line, Tunnelling Equipment	20 years
Material Handling, Welding Equipment	4-20 years
Plant and Equipment / Motor Vehicle (used at branches outside India)	10 Years (Maximum)

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(b) Leasehold Land and Buildings thereon are amortised over the tenure of respective leases using the straight line method. 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.

(c) In case of a foreign subsidiary and a foreign associate, depreciation is provided on "Straight Line Method" at the following rates which are different from those applied by the Parent Company :

<u>Class of Assets</u>	<u>Straight Line Method</u>
Plant and Equipment	15%
Furniture and Fittings	33.33%
Computer	15-20 %
Motor Vehicles	33.33%
Office Equipment	10-15 %

(d) In case of a foreign Joint Venture Company, depreciation is provided on "Straight Line Method" at the following rates which are different from those applied by the Parent Company :

<u>Class of Assets</u>	<u>Straight Line Method</u>
Plant and Equipment	20%
Motor Vehicles	20-50 %
Office Equipment	20-50 %

(e) In case of an associate company, depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets which are higher than the rates prescribed under Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets.

<u>Class of Assets</u>	<u>Useful Lives</u>
Plant and Equipment	25 years

### 1.4 INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost incurred till it is necessary for bringing intangible assets to the location and condition necessary for it to be capable of operating in the manner intended by management. Such cost includes purchase price and any cost directly attributable to bringing the asset to its working condition for the intended use. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Computer Software for internal use which is primarily acquired is capitalised. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of Software includes licenses fees and cost of implementation, system integration services etc. where applicable.

#### Amortisation method and period

The Group amortises intangible assets (Computer Software) with a finite useful life using the straight line method over a period of 3 years.

The amortisation period and the amortisation method for Intangible Assets with a finite useful life are reviewed at each reporting date and adjusted prospectively, if appropriate.

### 1.5 IMPAIRMENT OF NON-FINANCIAL ASSETS (INCLUDING PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS)

The Group assesses at each reporting date as to whether there is any indication that any non-financial asset or group of Assets, identified as Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

Intangible assets are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

### 1.6 INVENTORIES

Raw material, stores, work-in-progress and traded goods are stated at the lower of cost and net realisable value. Cost of inventories comprise all cost of purchase and other cost incurred in bringing them to their present location and condition. Cost is determined on first in, first out basis.

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

Contract cost incurred related to future activity of the contract are recognised as an asset provided it is probable that they will be recovered during the contract period. Such costs represent the amount due from customer and are often classified as contract work-in-progress.

### 1.7 FINANCIAL INSTRUMENTS

#### (i) Financial Assets

##### A. Initial Recognition and Measurement

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. On initial recognition, a financial asset is recognised at fair value. Transaction costs that are directly attributable to the acquisition of Financial Assets, which are not at Fair Value through Profit or Loss, are adjusted to the fair value on initial recognition.

##### B. Subsequent Measurement

Financial assets are subsequently classified as measured at

- Amortised Cost- A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Fair Value through Other Comprehensive Income (FVOCI)- A Financial Asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Fair Value through Profit or Loss (FVPL)- A Financial Asset which is not classified in any of the above categories are measured at FVPL.

##### C. Other Equity Instruments

Equity instruments which are held for trading are required to measure at FVPL. All other equity instruments are initially measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Group has elected to present the value changes in 'Other Comprehensive Income'.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

For investments in quoted equity instruments, the Group has made an irrevocable election at the time of initial recognition to account for equity instruments at FVOCI. The Group makes such election on an instrument-by-instrument basis. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the statement of profit and loss. Dividend income on the investments in equity instruments are recognised as 'Other Income' in the Statement of Profit and Loss.

### D. Impairment of financial assets and contract assets

In accordance with Ind AS 109, the Group uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at FVPL and contract assets.

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument), as applicable.

The Group assesses on a forward looking basis the expected credit losses associated with its financial assets and contract assets considered for ECL. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables and contract assets only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

ECL allowance (or reversal) recognized during the period is recognized as expense / income in the Statement of Profit and Loss.

### (ii) Financial Liabilities

#### A. Initial Recognition and Measurement

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

#### B. Subsequent Measurement

Financial Liabilities are carried at amortized cost using the effective interest method.

For trade and other financial liabilities maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

### (iii) Derecognition of Financial Instruments

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

### (iv) Offsetting

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events. It must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1.8 DERIVATIVES

The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit and loss and are included in 'Other Income/Expense'.

### 1.9 CASH AND CASH EQUIVALENTS

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term highly liquid investments with original maturities of less than three months or less that are readily convertible to cash and which are subject to an insignificant risk of changes in value.

### 1.10 EMPLOYEE BENEFITS

#### i) Short term Employee Benefits:

The undiscounted amount of short term employee benefits expected to be settled in exchange for the services rendered by employees are recognised as expense during the period when the employee renders the service.

#### ii) Post Employment Benefit Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenses for the period, in which the employee has rendered the service. The Group has no further payment obligations once the contributions have been paid. If the contribution payable for service received before the balance sheet date exceeds the contribution already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment.

For Defined Benefit Plans, the liability in respect of gratuity is calculated using the Projected Unit Credit Method, and spread over the period during which the benefit is expected to be derived from employees' services with actuarial valuations being carried out at each balance sheet date.

Re-measurement of Defined Benefit Plans in respect of post-employment are recognised in the Other Comprehensive Income. Past service costs due to changes in present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit and loss. The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of reductions in future contributions to the plan.

#### iii) Other Long term Employee Benefits (unfunded):

The cost of providing other long term employee benefits is calculated using the Projected Unit Credit Method, and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement actuarial gains and losses and past service cost are recognised immediately in the statement of profit and loss for the period in which they occur. Other long term employee benefit obligation recognised in the balance sheet represents the present value of related obligation.

### 1.11 LEASES

Leases are accounted as per Ind AS 116. At inception of a contract, the Group assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee, applies the short-term lease recognition exemption to its short-term leases (i.e. leases that has a lease term of 12 months or less from the commencement date and do not contain a purchase option) for offices, warehouses, employee accommodations, equipments, etc. Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1.12 PROVISIONS AND CONTINGENT LIABILITIES

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimates of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense. Contingent liability is not recognised. However, a disclosure for contingent liabilities is made 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 Group or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of the amount cannot be made.

### 1.13 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 for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

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 the countries where the Group's operations generate taxable income. 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 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 profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively 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 and unused tax losses/tax credits only if it is probable that future taxable amounts will be available to utilise those temporary differences/credits and losses.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset 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 offset 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 and 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.



## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1.14 REVENUE RECOGNITION

#### i) Revenue from Construction Contracts

Contract Revenue is recognised under 'percentage-of-completion method'. Use of the 'percentage-of-completion method' requires the Company to measure the efforts or costs expended to date to the satisfaction of a performance obligation as a proportion of the total expected efforts or costs to be expended to the satisfaction of that performance obligation over the time. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion.

Further, the Group uses significant judgements while determining the transaction price allocated to performance obligation using the expected cost plus margin approach.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

Variations in contract work, claims and incentive payments are included in contract revenue only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and are capable of being reliably measured.

#### ii) Revenue from Real Estate Projects

The Company recognises revenue at transaction price based on execution of agreement or letter of allotment and when control of the goods or services are transferred to the customer for which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). The Company transfers control of a good or service over time and therefore, satisfies a performance obligation and recognises revenue over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation and having an enforceable right to receive payment for performance completed till the date of revenue recognition.

The Company uses cost based input method for measuring progress for performance obligation satisfied over time. Under this method, the Company recognises revenue in proportion to the actual project cost incurred as against the total estimated project cost.

The management reviews and revises its measure of progress periodically and considered the change in estimates and accordingly, the effect of such changes in estimates is recognised prospectively in the period in which such changes are determined.

#### iii) Other Revenues

##### (a) Rendering of other services

Revenue from Oil Drilling services is recognised when the service is performed on a time basis at rates mutually agreed with the customer.

##### (b) Interest income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the entity estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### (c) Dividends

Dividends are recognised in profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

### (d) Sale of traded goods

Revenue from sale of traded goods is recognised upon transfer of significant risk and rewards of ownership of such goods without retaining effective control over the goods sold and when associated costs of purchase of such goods and related revenue can be measured reliably.

### (e) Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the Statement of Profit or Loss due to its operating nature.

## 1.15 BORROWING COST

Borrowing cost attributable to the acquisition of qualifying assets (i.e. the assets that necessarily take substantial period of time to get ready for their intended use) are added to the cost up to the date when such assets are ready for their intended use. Other borrowing cost are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

## 1.16 TRANSACTIONS IN FOREIGN CURRENCIES

### i) Functional and presentation currency

Items reported in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the respective entities operate (the functional currency). The financial statements of the Group are presented in Indian Rupee (₹) which is the functional and presentation currency of the Parent Company.

### ii) Transactions and balances

Foreign currency transactions are translated into the functional currency at the reporting date 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 Statement of Profit and Loss. They are deferred in equity if they 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 costs are presented in the statement of profit and loss under finance cost. All other foreign exchange gains and losses (including notional) are presented in the statement of profit and loss on a net basis.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

### iii) FOREIGN OPERATIONS - GROUP COMPANIES

The result and financial position of foreign operations (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities are translated at the closing rate at the date of the Balance Sheet.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

- Income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- All resulting exchange differences are recognised in Other Comprehensive Income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognised in other comprehensive income. When a foreign operation is sold, the associated exchange differences are reclassified to profit and loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

### 1.17 DIVIDEND

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

### 1.18 EARNINGS PER SHARE

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

### 1.19 PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING

#### i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Accounting policies of subsidiaries are changed, where necessary, to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively [Refer Note 29(a) for list of subsidiaries].

#### ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting [see (iv) below], after initially being recognised at cost [Refer Note 29(c) for list of associates].

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### iii) Joint arrangements

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

#### Joint ventures

Interests in joint ventures are accounted for using the equity method (see (iv) below), after initially being recognised at cost in the consolidated balance sheet [Refer Note 29(d) for list of joint ventures].

### iv) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of other comprehensive income of the investee in other comprehensive income.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees are changed where necessary to ensure consistency with the policies adopted by the Group.

### v) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity (Refer Note 29).

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit and loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit and loss.

If the ownership interest in a joint venture or an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit and loss where appropriate.

## 1.20 RECENT PRONOUNCEMENTS

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA under section 133 of the Companies Act, 2013, has not notified any new standards or amendments to the existing standards, which are issued and not effective as at March 31, 2024.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### 1A Critical estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgement and assumptions which affect the reported amount of assets, liabilities, revenue and expenses and the accompanying disclosures. The application of accounting policies that require critical accounting estimates involving complex and subjective judgements and the use of assumptions in these financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Change in estimates are reflected in the financial statements in the period in which such changes are made and, if material, their effects are disclosed in the notes to the financial statements.

- a) **Defined Benefit Plans (Gratuity and other post-employment benefits):** Refer Note 22.
- b) **Depreciation/Amortisation and useful lives of Property, Plant and Equipment / Intangible Assets:** Refer Note 1.3, 1.4, 2 and 3.
- c) **Fair value measurement of financial instruments:** Refer Note 27.
- d) **Revenue Recognition:** Refer Note 1.14, 7(b) and 9.
- e) **Allowance for expected credit losses:** Refer Note 28.
- f) **Provisions:** Refer Note 1.12.
- g) **Taxes:** Refer Note 1.13, 8, 14(a), 14(b), 18 and 26.
- h) **Impairment of Non-Financial Assets:** Refer Note 1.5, 2, 3, 5 and 9.
- i) **Impairment of Financial Assets and Contract Assets:** Refer Note 1.7(i)(D), 4(a), 4(b), 7(a), 7(b), 7(e) and 7(f).

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 2: Property, plant and equipment

Particulars	Freehold Land	Buildings [Refer (a) below]	Plant and Equipment [Refer (c) below]	Computers	Furniture and Fittings	Motor Vehicles	Office Equipment	Electrical Equipment	Total
<b>Year ended 31<sup>st</sup> March, 2023</b>									
<b>Gross carrying amount</b>									
Opening gross carrying amount	453	2,954	1,49,032	1,158	1,926	3,399	733	117	1,59,772
Exchange differences [Refer (b) below]	-	-	1,744	-	(50)	153	7	-	1,854
Additions during the year	-	-	191	3	-	69	15	-	278
Less: Disposals	(28)	(1,449)	(844)	(5)	(11)	(119)	(5)	-	(2,461)
<b>Closing gross carrying amount</b>	<b>425</b>	<b>1,505</b>	<b>1,50,123</b>	<b>1,156</b>	<b>1,865</b>	<b>3,502</b>	<b>750</b>	<b>117</b>	<b>1,59,443</b>
<b>Accumulated Depreciation</b>									
Opening accumulated depreciation	-	361	90,993	1,020	1,653	2,329	617	81	97,054
Depreciation charge during the year	-	48	8,126	6	84	263	32	8	8,567
Less: Disposals	-	(187)	(714)	(4)	(10)	(93)	(5)	-	(1,013)
Exchange differences	-	-	1,622	-	(50)	136	8	-	1,716
<b>Closing accumulated depreciation</b>	<b>-</b>	<b>222</b>	<b>1,00,027</b>	<b>1,022</b>	<b>1,677</b>	<b>2,635</b>	<b>652</b>	<b>89</b>	<b>1,06,324</b>
<b>Net carrying amount</b>	<b>425</b>	<b>1,283</b>	<b>50,096</b>	<b>134</b>	<b>188</b>	<b>867</b>	<b>98</b>	<b>28</b>	<b>53,119</b>
<b>Year ended 31<sup>st</sup> March, 2024</b>									
<b>Gross carrying amount</b>									
Opening gross carrying amount	425	1,505	1,50,123	1,156	1,865	3,502	750	117	1,59,443
Exchange differences [Refer (b) below]	-	-	191	*	1	11	1	-	204
Additions during the year	-	-	669	6	-	74	16	-	765
Less: Disposals	-	-	(1,476)	(4)	-	(156)	(*)	-	(1,636)
<b>Closing gross carrying amount</b>	<b>425</b>	<b>1,505</b>	<b>1,49,507</b>	<b>1,158</b>	<b>1,866</b>	<b>3,431</b>	<b>767</b>	<b>117</b>	<b>1,58,776</b>
<b>Accumulated Depreciation</b>									
Opening accumulated depreciation	-	222	1,00,027	1,022	1,677	2,635	652	89	1,06,324
Depreciation charge during the year	-	31	6,652	4	48	208	16	7	6,966
Less: Disposals	-	-	(802)	(4)	-	(107)	*	-	(913)
Exchange differences	-	-	165	*	1	7	1	-	174
<b>Closing accumulated depreciation</b>	<b>-</b>	<b>253</b>	<b>1,06,042</b>	<b>1,022</b>	<b>1,726</b>	<b>2,743</b>	<b>669</b>	<b>96</b>	<b>1,12,551</b>
<b>Net carrying amount</b>	<b>425</b>	<b>1,252</b>	<b>43,465</b>	<b>136</b>	<b>140</b>	<b>688</b>	<b>98</b>	<b>21</b>	<b>46,225</b>

\* Amount is below the rounding off norm adopted by the Group.

- (a) Buildings include ₹9 (31<sup>st</sup> March, 2023: ₹9) being the Gross Carrying Amount of a building erected on land taken on lease and depreciated over the period of lease which is less than the useful life of the asset.
- (b) Exchange differences comprise ₹204 (31<sup>st</sup> March, 2023: ₹1,854) being adjustments on account of exchange fluctuations relating to Property, plant and equipment of foreign operations.
- (c) The Net Carrying Amount of Plant and Equipment as on 31<sup>st</sup> March, 2024 includes Tools ₹369 (31<sup>st</sup> March, 2023: ₹385).
- (d) No proceedings have been initiated on or are pending against the Parent Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder.

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 2(a) : Capital Work-in-Progress**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital Work-in-progress	255	240
<b>Total</b>	<b>255</b>	<b>240</b>

**(a) Capital Work-in Progress (CWIP) ageing Schedule:**

As at 31 <sup>st</sup> March, 2024	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	15	-	-	240	255
<b>Total</b>	<b>15</b>	<b>-</b>	<b>-</b>	<b>240</b>	<b>255</b>

As at 31 <sup>st</sup> March, 2023	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	-	-	-	240	240
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>240</b>	<b>240</b>

**(b) Capital Work-in-Progress (CWIP) for which completion is overdue compared to its original plan:**

As at 31 <sup>st</sup> March, 2024	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
Projects in progress	255	-	-	-
<b>Total</b>	<b>255</b>	<b>-</b>	<b>-</b>	<b>-</b>

As at 31 <sup>st</sup> March, 2023	To be completed in			
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years
Projects in progress	240	-	-	-
<b>Total</b>	<b>240</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Note 3: Intangible assets**

Particulars	Computer Software
<b>Year ended 31<sup>st</sup> March, 2023</b>	
<b>Gross carrying amount</b>	
Opening gross carrying amount	492
Exchange differences [Refer (a) below]	1
Additions	-
<b>Closing gross carrying amount</b>	<b>493</b>
<b>Accumulated amortisation</b>	
Opening accumulated amortisation	488
Amortisation charge for the year	3
Less: Disposals	(1)
Exchange differences	2
<b>Closing accumulated amortisation</b>	<b>492</b>
<b>Closing net carrying amount</b>	<b>1</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 3: Intangible assets (Contd..)

Particulars	Computer Software
<b>Year ended 31<sup>st</sup> March, 2024</b>	
<b>Gross carrying amount</b>	
Opening gross carrying amount	493
Exchange differences [Refer (a) below]	*
Additions	*
<b>Closing gross carrying amount</b>	<b>493</b>
<b>Accumulated amortisation</b>	
Opening accumulated amortisation	492
Amortisation charge for the year	*
Less: Disposals	-
Exchange differences	*
<b>Closing accumulated amortisation</b>	<b>492</b>
<b>Closing net carrying amount</b>	<b>1</b>

\* Amount is below the rounding off norm adopted by the Group.

(a) Exchange differences comprise adjustments on account of exchange fluctuation to Intangible assets of foreign operations.

### Note 4(a): Non-current Investments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Investments in Equity Instruments</b>		
<b>Unquoted</b>		
Others (At FVPL)		
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹50/- each in Mercantile Apartments Co-operative Housing Society Ltd., Mumbai - Face value ₹250/-	*	*
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹50/- each in Borlo Co-operative Housing Society Ltd., Chembur, Mumbai - Face value ₹250/-	*	*
5 (31 <sup>st</sup> March, 2023: 5) - Fully paid-up Ordinary Shares of ₹+ 50/- each in Saket Co-operative Housing Society Ltd., Mumbai-Face value ₹250/-	*	*
1,500 (31 <sup>st</sup> March, 2023: 1,500) - Fully paid-up ordinary shares of ₹10/- each in Simplex Avash Pvt. Ltd.	*	*
40,000 (31 <sup>st</sup> March, 2023: 40,000) Equity Shares of ₹10/- each of Electrosteel Steels Limited - Fully paid up	4	4
<b>Total</b>	<b>4</b>	<b>4</b>
Aggregate amount of Unquoted Investments	4	4

\* Amount is below the rounding off norm adopted by the Group.



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 4(b): Other Non-current financial assets**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Security deposits	3,738	790
Deposit for Contracts	2	2
Deposit under Investment Deposit Scheme	15	15
Receivable from a customer for over burden deduction	9,009	5,956
Long Term Deposits with Banks with Maturity period more than 12 months	3	3
<b>Total</b>	<b>12,767</b>	<b>6,766</b>

**Note 5: Other Non-current assets**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Capital advances	1,075	1,081
Statutory Advances (Balances with Government Authorities)	670	670
<b>Total</b>	<b>1,745</b>	<b>1,751</b>

**Note 6: Inventories**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
At lower of cost or net realisable value		
Work-in-progress	1,584	2,071
Construction Material [including in transit ₹28 (31 <sup>st</sup> March, 2023: ₹33)]	22,638	24,108
Stores and Spares [including in transit ₹22 (31 <sup>st</sup> March, 2023: ₹24)]	5,045	5,749
<b>Total</b>	<b>29,267</b>	<b>31,928</b>

**Note 7(a): Current Investments**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Unquoted</b>		
<b>Investments in Government or Trust Securities</b> [At amortised cost]		
6 Year National Savings Certificates (Matured) (Lodged as Security Deposits)	*	*
7 Year National Savings Certificates (Matured) (Lodged as Security Deposits)	*	*
<b>Investment in Mutual Fund</b> [At FVPL]		
Axis Liquid Fund - Daily Dividend Reinvestment Plan	10	9
<b>Total</b>	<b>10</b>	<b>9</b>
Aggregate amount of Unquoted Investments	<b>10</b>	<b>9</b>

\* Amount is below the rounding off norm adopted by the Group.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 7(b): Trade receivables

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good, unless otherwise stated</b>				
Receivables from related parties [Refer Note 31(d)]				
Considered Good	106		106	
Less: Allowance for Expected Credit Loss	(21)	85	(18)	88
Trade receivables from others				
Considered Good	1,42,713		1,44,772	
Less: Allowance for Expected Credit Loss	(8,138)	1,34,575	(7,302)	1,37,470
Considered Doubtful / Credit Impaired	3,839		3,839	
Less: Allowance for Expected Credit Loss	(3,839)	-	(3,839)	-
<b>Total</b>		<b>1,34,660</b>		<b>1,37,558</b>

### Trade Receivable ageing schedule:

As at 31 <sup>st</sup> March, 2024	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 month to 1 year	1 year to 2 years	2 years to 3 years	More than 3 years	
Undisputed - Considered Good	5,419	12,815	3,337	3,753	4,546	51,222	81,092
Undisputed - Credit Impaired	-	-	-	-	-	-	-
Disputed - Considered Good	-	173	493	1,494	1,565	58,002	61,727
Disputed - Credit Impaired	-	-	-	-	-	3,839	3,839
							<b>1,46,658</b>
Less: Allowance for Expected Credit Loss							11,998
<b>Total</b>							<b>1,34,660</b>

### Note 7(b): Trade receivables (Contd..)

As at 31 <sup>st</sup> March, 2023	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 month to 1 year	1 year to 2 years	2 years to 3 years	More than 3 years	
Undisputed - Considered Good	5,418	14,023	2,676	6,587	6,631	49,087	84,422
Undisputed - Credit Impaired	-	-	-	-	-	-	-
Disputed - Considered Good	-	984	478	1,182	1,608	56,204	60,456
Disputed - Credit Impaired	-	-	-	-	-	3,839	3,839
							<b>1,48,717</b>
Less: Allowance for Expected Credit Loss							11,159
<b>Total</b>							<b>1,37,558</b>

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 7(c): Cash and cash equivalents**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Cash and cash equivalents</b>		
Balances with Banks		
-in current accounts	5,694	5,546
Cheques in hand	-	18
Cash on hand	10	13
<b>Total</b>	<b>5,704</b>	<b>5,577</b>

There are no repatriations restrictions with regard to cash and cash equivalents as at the end of the reporting period.

**Note 7(d) : Bank balances other than (iii) above**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Unpaid Dividend Accounts	3	4
Escrow Account #	452	315
Term Deposits with maturity less than 3 months and up to 12 months	*	5
<b>Total</b>	<b>455</b>	<b>324</b>

\* Amount is below the rounding off norm adopted by the Group.

# Comprise ₹452 (31<sup>st</sup> March, 2023 : ₹315) being receipt against specific contracts to be utilised for the said project execution and for general overheads and business expenses of the Parent Company.

**Note 7(e): Current Loans**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good</b>				
Loans to Related Parties [Refer Note 31(d), 45 and 51]		17,676		17,420
Loans to other bodies corporate		185		1,078
Loan to employees				
Considered Good	547		638	
Considered Doubtful	78		78	
	625		716	
Less: Allowance for Expected Credit Loss	(78)	547	(78)	638
<b>Total</b>		<b>18,408</b>		<b>19,136</b>

**Note 7(f) : Other Current financial assets**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good</b>				
Reimbursable Expenses				
Due from related parties [Refer Note 31(d)]				
Joint Ventures		191		191
Associate Companies		7,884		7,790
Due from Others		588		621
Security Deposits		3,731		5,089

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 7(f) : Other Current financial assets (Contd..)

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
Other Receivable		5		5
Deposit for Contracts	360		402	
Less: Allowance for Expected Credit Loss	(31)	329	(31)	371
Claim Recoverable	1,69,249		1,47,161	
Less: Allowance for Expected Credit Loss	(151)	1,69,098	(151)	1,47,010
Accrued Interest on Deposits with Banks and Others				
Due from related parties [Refer Note 31(d)]				
Associate Companies		6,484		6,390
Due from Others		1,620		2,112
<b>Unsecured considered doubtful</b>				
Security Deposits	7		7	
Less: Allowance for Expected Credit Loss	(7)	-	(7)	-
Deposit for Contracts	5		5	
Less: Allowance for Expected Credit Loss	(5)	-	(5)	-
Claim Recoverable	290		290	
Less: Allowance for Expected Credit Loss	(290)	-	(290)	-
<b>Total</b>		<b>1,89,930</b>		<b>1,69,579</b>

### Note 8: Current tax assets (net)

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current tax assets [Net of current tax liabilities ₹ 139 (31 <sup>st</sup> March, 2023: ₹ 1,490)]	1,286	4,879
<b>Total</b>	<b>1,286</b>	<b>4,879</b>

### Note 9: Other current assets

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered good</b>				
Prepaid Expenses		383		473
Advances to suppliers for goods and services		7,702		8,402
Statutory Advances (Balances with Government Authorities)		28,088		29,058
Contract Assets				
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	42,763		43,200	
Less: Allowance for Expected Credit Loss	(3,609)	39,154	(3,103)	40,097
Unbilled Revenues on Construction Contracts	4,52,755		4,56,660	
Less: Allowance for Expected Credit Loss	(23,405)	4,29,350	(21,070)	4,35,590

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 9: Other current assets (Contd..)**

Particulars	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
<b>Unsecured considered doubtful</b>				
Contract Assets				
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	1,859		1,859	
Less: Allowance for Expected Credit Loss	(1,859)	-	(1,859)	-
Unbilled Revenues on Construction Contracts	22,802		22,802	
Less: Allowance for Expected Credit Loss	(22,802)	-	(22,802)	-
Advances to suppliers for goods and services	129		129	
Less: Allowance for Expected Credit Loss	(129)	-	(129)	-
Statutory Advances (Balances with Government Authorities)	421		421	
Less: Allowance for Expected Credit Loss	(421)	-	(421)	-
<b>Total</b>		<b>5,04,677</b>		<b>5,13,620</b>

**Note 10(a): Equity share capital**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Authorised:</b>		
37,49,00,000 (31 <sup>st</sup> March, 2023: 37,49,00,000) Equity Shares of ₹2/- each	7,498	7,498
20,000 (31 <sup>st</sup> March, 2023: 20,000) 15 % Cumulative Preference Shares of ₹10/- each	2	2
	<b>7,500</b>	<b>7,500</b>
<b>Issued, Subscribed and Paid-up:</b>		
57,142,820 (31 <sup>st</sup> March, 2023: 57,142,820 ) Equity Shares of ₹2/- each	1,143	1,143
Add: 1,26,000 Equity Shares of ₹10/- each (equivalent of 6,30,000 Equity Shares of ₹2/- each) forfeited in earlier years	4	4
<b>Total</b>	<b>1,147</b>	<b>1,147</b>

**(i) Rights, preferences and restrictions attached to shares**

The Company has one class of equity shares having a par value of ₹2/- per share. Each shareholder is eligible for one vote per share held. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 10(a): Equity share capital (Contd..)

#### (ii) Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the Company

Details of shareholder	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(1) Baba Basuki Distributors Pvt Ltd.	1,08,00,264	1,08,00,264
	18.90%	18.90%
(2) HDFC Trustee Company Limited - HDFC Equity Fund, HDFC Infrastructure Fund	5,35,297	50,48,833
	0.94%	8.84%
(3) Ajay Merchants Private Limited	48,07,264	48,07,264
	8.41%	8.41%
(4) Rajiv Mundhra	93,82,990	93,82,990
	16.42%	16.42%

As per records of the Company, including its register of shareholders / members, the above shareholding represents legal ownership of shares.

#### (iii) Details of Promoters shareholding percentage in the Company is as under:

Sl. No.	Name	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023		% Change during the year
		Nos. of Equity Shares	% of Shares	Nos. of Equity Shares	% of Shares	
1	Rajiv Mundhra	93,82,990	16.42%	93,82,990	16.42%	0.00%
2	East End Trading & Engineering Co. Private Limited	12,52,930	2.19%	12,52,930	2.19%	0.00%
3	Regard Fin-Cap Private Limited	1,05,500	0.18%	1,05,500	0.18%	0.00%
4	Universal Earth Engineering Consultancy Services Pvt. Ltd.	1,17,965	0.21%	1,17,965	0.21%	0.00%
5	Baba Basuki Distributors Private Limited	1,08,00,264	18.90%	1,08,00,264	18.90%	0.00%
6	Giriraj Apartments Private Limited	90,750	0.16%	90,750	0.16%	0.00%
7	Ajay Merchants Private Limited	48,07,264	8.41%	48,07,264	8.41%	0.00%
8	Anjali Tradelink Private Limited	7,50,000	1.31%	7,50,000	1.31%	0.00%
9	Sandeepan Exports Private Limited	10,00,000	1.75%	10,00,000	1.75%	0.00%
10	Simplex Infra Properties Private Limited	1,62,500	0.28%	1,62,500	0.28%	0.00%

### Note 10(b): Other equity

Particulars	Refer following items	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(i) Reserve and Surplus</b>			
Capital Reserve	(a)	6,372	6,372
Capital Redemption Reserve	(b)	1	1
Securities Premium Reserve	(c)	91,980	91,980
Debenture Redemption Reserve	(d)	12,599	12,599
Contingency Reserve	(e)	3,500	3,500
General Reserve	(f)	11,186	11,186
Retained Earnings	(g)	(1,14,529)	(1,07,123)
<b>Total</b>		<b>11,109</b>	<b>18,515</b>

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 10(b): Other Equity (Contd..)**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a) Capital Reserve - Balance at the beginning and end of the year	6,372	6,372
(b) Capital Redemption Reserve - Balance at the beginning and end of the year	1	1
(c) Securities Premium Reserve - Balance at the beginning and end of the year	91,980	91,980
(d) Debenture Redemption Reserve - Balance at the beginning and end of the year	12,599	12,599
(e) Contingency Reserve - Balance at the beginning and end of the year	3,500	3,500
(f) General Reserve - Balance at the beginning and end of the year	11,186	11,186
(g) Retained Earnings		
Balance at the beginning of the year	(1,07,123)	(59,387)
Profit / (Loss) for the year	(7,227)	(47,089)
Items of other comprehensive income recognised directly in retained earnings		
Remeasurements of post-employment benefit obligations	(179)	(647)
Balance at the end of the year	(1,14,529)	(1,07,123)
<b>Total</b>	<b>11,109</b>	<b>18,515</b>

Particulars	Refer following items	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>(ii) Other Reserves</b>			
Foreign Currency Translation Reserve	(h)	10,940	10,410
<b>Total</b>		<b>10,940</b>	<b>10,410</b>
<b>Total Other Equity (i) + (ii)</b>		<b>22,049</b>	<b>28,925</b>

Particulars	Foreign Currency Translation Reserve (h)	Total Other Reserves
<b>As at 1<sup>st</sup> April, 2022</b>	7,541	7,541
Exchange difference on translation of foreign operations	2,792	2,792
Exchange difference on translation of foreign operations of associates and joint ventures	58	58
Non-controlling interests share in translation differences	19	19
<b>As at 31<sup>st</sup> March, 2023</b>	<b>10,410</b>	<b>10,410</b>
Exchange difference on translation of foreign operations	523	523
Exchange difference on translation of foreign operations of associates and joint ventures	7	7
Non-controlling interests share in translation differences	*	-
<b>As at 31<sup>st</sup> March, 2024</b>	<b>10,940</b>	<b>10,940</b>

\* Amount is below the rounding off norm adopted by the Group.

**Nature and purpose of Reserves**

**Capital Reserve:** Represents mainly amount out of forfeiture of equity shares and warrants for non-payment of call money and arisen pursuant to acquisition of additional interest in a Joint Venture.

**Capital Redemption Reserve:** Represents amount on redemption of Preference Shares and will be utilised as per the provisions of the Companies Act, 2013.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Nature and purpose of Reserves (Contd..)

**Securities Premium Reserve:** Represents amount received from share holders in excess of face value of the equity shares and will be utilised as per the provisions of the Companies Act, 2013.

**Debenture Redemption Reserve:** The Group is required to create a debenture redemption reserve out of the profits which will be utilised for the purpose of redemption of Debentures.

**Contingency Reserve:** Represents reserve created out of Surplus in earlier years in the Statement of Profit and Loss for meeting future contingencies, if any.

**General Reserve:** The Group has transferred a portion of the net profit of the Group before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act 1956 and will be utilised as per the provisions of the Companies Act, 2013. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

**Foreign Currency Translation Reserve:** Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income and accumulated in a Foreign Currency Translation Reserve within equity. The cumulative amount of Foreign Currency Translation Reserve is reclassified to profit and loss when the net investment is disposed-off.

### Note 11: Non-current Borrowings

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Secured Borrowings</b>		
Debentures [Refer (a) below]	64,057	49,500
Term Loans from Banks		
Rupee Loans [Refer (b) below]	3,259	3,430
Term Loans from Financial Companies [Refer (c) below]	3,698	3,221
	71,014	56,151
Less: Current Maturities [Refer Note 15(a)]	71,014	56,151
<b>Total</b>	-	-

### Nature of security and other terms of Non-current Borrowings

#### (a) Secured Non-Convertible Debenture

Sl. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Face Value Per Debenture (₹)	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	13.00% p.a.	10,00,000	First Charge by way of mortgage and charge on the specified immovable Properties / Assets and first exclusive charge on specified movable Properties / Assets of the Parent Company.	[Refer (e) below]	6,566	4,500
2	12.75% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	10,399	7,500
3	14.25% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	5,000	5,000



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 11: Non-current Borrowings (Contd..)****(a) Secured Non-Convertible Debenture (Contd..)**

Sl. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Face Value Per Debenture (₹)	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
4	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	769	500
5	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	3,860	2,500
6	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company .	[Refer (e) below]	4,090	3,000
7	14.50% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	6,266	4,000
8	13.15% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	3,641	2,500
9	13.15% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	10,966	7,500
10	15.65% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	5,000	5,000
11	15.05% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	5,000	5,000
12	15.05% p.a.	10,00,000	First pari passu charge on specified immovable Property, Plant and Equipment (Fixed Assets) & First charge on specified movable Property, Plant and Equipment (Fixed Assets) of the Parent Company.	[Refer (e) below]	2,500	2,500
<b>Total</b>					<b>64,057</b>	<b>49,500</b>
Less : Current maturities [Refer Note : 15(a)]					64,057	49,500
<b>Note 11: Non-current Borrowings - Debentures</b>					-	-

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 11: Non-current Borrowings (Contd..)

#### (b) Secured Rupee Term Loans from Banks

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	Ranging from 8.10% to 10.25% p.a.	Hypothecation / first and exclusive charge on assets purchased out of said loans.	[Refer (e) below]	1,945	1,951
2	10.15% p.a.	Hypothecation / exclusive charge on assets purchased out of said loans.	[Refer (e) below]	32	32
3	Base Rate + 0.15% p.a.	Exclusive charge on the plant, machinery and equipments purchased out of the said loan.	[Refer (e) below]	751	754
4	N.A.	Exclusive charge on specific equipments.	[Refer (e) below]	-	123
5	8.90% p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	104	143
6	9.49 % p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	6	6
7	Ranging from 8.05% to 10.25% p.a.	Hypothecation / exclusive charge on the assets financed.	[Refer (e) below]	421	421
<b>Total</b>				<b>3,259</b>	<b>3,430</b>
Less : Current maturities [Refer Note : 15(a)]				3,259	3,430
<b>Note 11: Non-current Borrowings - Rupee Term Loans from Banks</b>				-	-

#### (c) Secured Term Loans from Financial Companies

Sr. No.	Rate of Interest as at 31 <sup>st</sup> March, 2024	Nature of Security	Repayment Terms as at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	9.50% p.a.	Exclusive charge on the equipment purchased out of the said loans.	[Refer (e) below]	78	78
2	Ranging from 8.40% to 8.51% p.a.	Exclusive charge on the equipment purchased out of the said loans.	[Refer (e) below]	2,010	2,022
3	Ranging from 9.00% to 10.00% p.a.	Hypothecation/exclusive charge on assets purchased out of said loans.	[Refer (e) below]	280	281
4	N.A.	Hypothecation/exclusive charge on assets purchased out of said loans.	[Refer (e) below]	-	776
5	Ranging from 8.32% to 9.53 % p.a.	Hypothecation/exclusive first charge on assets purchased out of said loans.	[Refer (e) below]	38	38
6	Ranging from 8.00% to 8.50% p.a.	Exclusive charge on assets purchased out of said loans.	[Refer (e) below]	26	26
7	Ranging from 10.01% to 11.01% p.a.	Hypothecation/exclusive charge created / to be created on assets purchased out of said loans.	[Refer (e) below]	170	-
8	Ranging from 10.01% to 11.01% p.a.	Hypothecation/exclusive charge created / to be created on assets purchased out of said loans.	[Refer (e) below]	1,096	-
<b>Total</b>				<b>3,698</b>	<b>3,221</b>
Less : Current maturities [Refer Note : 15(c)]				3,698	3,221
<b>Note 11: Non-current Borrowings - Term Loans from Financial Companies</b>				-	-

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 11: Non-current Borrowings (Contd..)****(d) The Group has made certain defaults in repayment of financial facilities (secured) and payment of interest. The details of default as at 31<sup>st</sup> March, 2024 is as below.**

Particulars	Period of delay	Principal	Interest	Total	Remarks
Debentures	1 to 180 Days	-	-	-	Amount of default persisting as on the closing date
	181 to 365 Days	-	-	-	
	Above 365 Days	64,057	10,911	74,968	
Term Loans from Banks - Rupee Loans	1 to 180 Days	7	-	7	
	181 to 365 Days	37	-	37	
	Above 365 Days	3,214	686	3,900	
Term Loans from Financial Companies	1 to 180 Days	4	-	4	
	181 to 365 Days	62	1	63	
	Above 365 Days	3,633	343	3,976	
<b>Total</b>		<b>71,014</b>	<b>11,941</b>	<b>82,955</b>	

**(e) Outstanding under default and no repayment terms as on 31<sup>st</sup> March, 2024.****Note 12: Other financial liabilities**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Security deposits	8,275	5,790
Payable to sub-contractors for over burden deduction	2,354	1,633
<b>Total</b>	<b>10,629</b>	<b>7,423</b>

**Note 13: Non-current Provisions**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Provision for Employee Benefits		
Employees End of Service Benefit / Severance Pay [Refer Note 22]	338	349
Other Long-term Employee Benefits	229	440
Gratuity (Unfunded) [Refer Note 22]	2	2
<b>Total</b>	<b>569</b>	<b>791</b>

**Note 14: Deferred tax liabilities / (assets) (net)**

Movements in deferred tax liabilities / (assets)	Balance as at 31 <sup>st</sup> March, 2022	Recognised in Profit and Loss during F.Y. 2022-23	Balance as at 31 <sup>st</sup> March, 2023	Recognised in Profit and Loss during F.Y. 2023-24	Balance as at 31 <sup>st</sup> March, 2024
<b>Note 14 (a): Deferred tax liabilities / (assets) of a subsidiary company</b>					
Unabsorbed Depreciation and Carry forward losses of a subsidiary company	(8)	7	(1)	-	(1)
<b>Deferred tax liabilities / (assets) of a subsidiary company</b>	<b>(8)</b>	<b>7</b>	<b>(1)</b>	<b>-</b>	<b>(1)</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 14: Deferred tax liabilities / (assets) (net) (Contd..)

Movements in deferred tax liabilities / (assets)	Balance as at 31 <sup>st</sup> March, 2022	Recognised in Profit and Loss during F.Y. 2022-23	Balance as at 31 <sup>st</sup> March, 2023	Recognised in Profit and Loss during F.Y. 2023-24	Balance as at 31 <sup>st</sup> March, 2024
<b>Note 14 (b): Deferred tax liabilities / (assets)</b>					
<b>Deferred tax assets</b>					
Allowance for Expected Credit Loss	(19,827)	(1,524)	(21,351)	(1,286)	(22,637)
Expenditures admissible on payment basis	(35,389)	(26,148)	(61,537)	(2,936)	(64,473)
Impairment Loss on Investments in Joint Ventures and Associates	(900)	-	(900)	-	(900)
Unabsorbed Depreciation and Carry forward Losses	(17,691)	(2,301)	(19,992)	1,318	(18,674)
	<b>(73,807)</b>	<b>(29,973)</b>	<b>(1,03,780)</b>	<b>(2,904)</b>	<b>(1,06,684)</b>
<b>Deferred tax liabilities</b>					
Property, plant and equipment and intangible assets	2,065	79	2,144	(211)	1,933
Retention Money on Construction Contracts (including amount not due as per terms of contracts)	9,791	(244)	9,547	(90)	9,457
Other temporary differences	4	-	4	-	4
	<b>11,860</b>	<b>(165)</b>	<b>11,695</b>	<b>(301)</b>	<b>11,394</b>
<b>Deferred tax liabilities / (assets) (net)</b>	<b>(61,947)</b>	<b>(30,138)</b>	<b>(92,085)</b>	<b>(3,205)</b>	<b>(95,290)</b>

### Note 15(a): Current Borrowings

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>A. Secured Borrowings</b>		
Term Loans from Banks		
Foreign Currency Loans [Refer (a) below]	3,444	9,965
Rupee Loans [Refer (b) below]	6,331	-
Term Loans from Financial Companies		
Rupee Loans [Refer (c) below]	2,029	2,029
Working Capital Loans repayable on demand from Financial Companies		
Rupee Loans [Refer (d) below]	5,88,508	2,484
Working Capital Loans repayable on demand from Banks		
Rupee Loans [Refer (e) below]	46,656	5,27,788
<b>Sub-Total</b>	<b>6,46,968</b>	<b>5,42,266</b>
<b>B. Unsecured Borrowings</b>		
Intercompany Deposit (repayable on demand)	5	5
<b>Sub-Total</b>	<b>5</b>	<b>5</b>
<b>C. Current maturities of long-term debts [Refer Note 11]</b>	<b>71,014</b>	<b>56,151</b>
<b>Total</b>	<b>7,17,987</b>	<b>5,98,422</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 15(a): Current Borrowings (Contd..)

#### Nature of security of Current Borrowings

##### (a) Secured Foreign Currency Term Loans from Banks

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	Assignment of receivables at overseas branches.	3,444	3,401
2	First exclusive charge on specific assets.	-	6,564
<b>Total</b>		<b>3,444</b>	<b>9,965</b>

##### (b) Secured Rupee Term Loans from Banks

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First exclusive charge on specific assets.	6,331	-
<b>Total</b>		<b>6,331</b>	<b>-</b>

##### (c) Secured Rupee Term Loans from Financial Companies

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	By an exclusive first charge created by way of hypothecation on assets purchased out of said loan.	2,000	2,000
2	Hypothecation/exclusive first charge on assets purchased out of said loan.	29	29
<b>Total</b>		<b>2,029</b>	<b>2,029</b>

##### (d) Secured Working Capital Rupee Loans repayable on demand from Financial Companies

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First charge by way of hypothecation on entire current assets including stocks, stores, trade receivables etc., second charge on movable Plant and Equipment (other than those which are exclusively charged in favour of the respective lenders) ranking pari passu amongst the Banks on the point of security, as also by second pari passu charge on specific immovable properties by deposit of title deeds/documents in India.	5,88,508	2,484
<b>Total</b>		<b>5,88,508</b>	<b>2,484</b>

##### (e) Secured Working Capital Rupee Loans repayable on demand from Banks

Sr. No.	Nature of Security	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	First charge by way of hypothecation on entire current assets including stocks, stores, trade receivables etc., second charge on movable Plant and Equipment (other than those which are exclusively charged in favour of the respective lenders) ranking pari passu amongst the Banks on the point of security, as also by second pari passu charge on specific immovable properties by deposit of title deeds/documents in India.	46,656	5,27,788
<b>Total</b>		<b>46,656</b>	<b>5,27,788</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 15(a): Current Borrowings (Contd..)

(f) The Group has made certain defaults in repayment of financial facilities (secured) and payment of interest. The details of default as at 31<sup>st</sup> March, 2024 is as below.

Particulars	Period of delay	Principal	Interest	Total	Remarks
Term Loans from Banks - Rupee Loans	1 to 180 Days	-	402	402	Amount of default persisting as on the closing date
	181 to 365 Days	-	317	317	
	Above 365 Days	6,331	886	7,217	
Term Loans from Financial Companies	1 to 180 Days	-	-	-	
	181 to 365 Days	1	-	1	
	Above 365 Days	2,027	332	2,359	
Term Loans from Bank - Foreign Currency Loans	1 to 180 Days	-	-	-	
	181 to 365 Days	-	-	-	
	Above 365 Days	3,444	1,335	4,779	
Working Capital Loans - Rupee Loans - Banks	1 to 180 Days	767	1,629	2,396	
	181 to 365 Days	678	1,479	2,157	
	Above 365 Days	7,279	13,515	20,794	
Working Capital Loans - Rupee Loans - Financial Companies	1 to 180 Days	-	-	-	
	181 to 365 Days	12,560	-	12,560	
	Above 365 Days	3,62,947	-	3,62,947	
<b>Total</b>		<b>3,96,034</b>	<b>19,895</b>	<b>4,15,929</b>	

### Note 15(b): Trade payables

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Payable to:		
Related Party [Refer Note 31(d)]	35	35
Micro and Small Enterprises	10,652	10,907
Other Parties	1,35,079	1,47,559
<b>Total</b>	<b>1,45,766</b>	<b>1,58,501</b>

#### a) Trade Payables ageing Schedule:

As at 31 <sup>st</sup> March, 2024	Unbilled	Not Due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Micro and Small Enterprises	-	-	2,720	3,302	1,294	3,336	10,652
Others	20,522	472	24,877	10,284	10,139	68,820	1,35,114
Disputed Due - Micro and Small Enterprises	-	-	20	37	73	261	391
Disputed Due - Others	-	-	85	347	845	9,387	10,664

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 15(b): Trade payables(Contd..)**

As at 31 <sup>st</sup> March, 2023	Unbilled	Not Due	Outstanding for following periods from due date of payment				
			Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Micro and Small Enterprises	-	-	5,102	1,843	1,290	2,672	10,907
Others	17,879	2,539	37,991	13,019	10,499	65,667	1,47,594
Disputed Due - Micro and Small Enterprises	-	-	2	52	73	182	309
Disputed Due - Others	-	-	91	754	1,203	8,178	10,226

**Note 15(c): Other Current financial liabilities**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Interest accrued on borrowings	32,459	1,36,396
Interest accrued on others	8,917	8,342
Unpaid dividends	145	147
Temporary Overdraft from bank on current accounts	16	19
Employee related liabilities [Refer Note 31(d)]	12,649	12,920
Capital Liabilities	185	436
Security Deposit	5	8
Payable to Co-Venturer	272	279
Other payables	15,278	16
<b>Total</b>	<b>69,926</b>	<b>1,58,563</b>

**Note 16: Other current liabilities**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory Dues (Excise Duty, Service Tax, Sales Tax, TDS, GST, etc.)	4,523	5,306
Sub-Contractors Retention	31,087	32,021
Other Advances	25,683	25,683
Contract liabilities		
Advances from Customers	9,603	18,441
Billing in Excess of Revenue	745	646
<b>Total</b>	<b>71,641</b>	<b>82,097</b>

**Note 17: Current Provisions**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Provision for Employee Benefits		
Employees End of Service Benefit / Severance Pay [Refer Note 22]	46	47
Other Long-term Employee Benefits	81	170
Gratuity (Funded) [Refer Note 22]	915	725
Gratuity (Unfunded) [Refer Note 22]	*	*
<b>Total</b>	<b>1,042</b>	<b>942</b>

\* Amount is below the rounding off norm adopted by the Group.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 18: Current tax liabilities (net)

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current tax liabilities [Net of current taxes paid ₹762 (31 <sup>st</sup> March, 2023: ₹518)]	474	350
<b>Total</b>	<b>474</b>	<b>350</b>

### Note 19: Revenue from Operations

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>Sale of services</b>		
Contract Turnover	95,413	1,50,336
Mining Services	38,720	33,568
Oil Drilling Services	2,031	-
<b>Sale of Traded goods</b>	342	888
<b>Other operating revenue</b>		
Equipment Hire Charges	894	605
Miscellaneous Receipts	304	786
Sale of Scrap	1,143	1,200
<b>Total</b>	<b>1,38,847</b>	<b>1,87,383</b>

### Note 20: Other Income

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest income from financial assets at amortised cost	790	1,092
Dividend income from equity instruments	1	1
Net Gain on sale of investments	-	4,521
Liabilities no longer required and written back	293	258
Profit on disposal of property, plant and equipment	-	1,066
Other non-operating income	714	1,865
<b>Total</b>	<b>1,798</b>	<b>8,803</b>

### Note 21: Changes in inventories of Work-in-progress

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Work-in-progress		
Opening Stock	2,071	2,601
Closing Stock	1,584	2,071
<b>Changes in Inventories of Work-in-progress (Increase) / Decrease</b>	<b>487</b>	<b>530</b>



## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 22: Employee Benefits Expense

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Salaries, wages and bonus	10,070	13,677
Contribution to provident fund and other funds	431	493
Staff welfare expenses	457	325
<b>Total</b>	<b>10,958</b>	<b>14,495</b>

#### a) Defined Contribution Plans

The Group has recognised, in the Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2024 an amount of ₹337 (31<sup>st</sup> March, 2023: ₹437) as expenses under defined contribution plans.

#### b) Post Employment Defined Benefit Plans

##### i) a) Gratuity (Funded)

The Group provides for gratuity, a defined benefit retirement plan covering eligible employees of SIMPLEX working in India. As per the scheme, the Gratuity Trust fund managed by the Trust, makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary (half month's salary) depending upon the tenure of service subject to a maximum limit of amount payable under Payment of Gratuity Act. Vesting occurs upon completion of five years of service. Liabilities with regard to the Gratuity plan are determined by actuarial valuation as set out in Note 1.10, based upon which, the Group makes contribution to the Gratuity fund.

##### b) Gratuity (Unfunded)

The Group provides for gratuity, a defined benefit retirement plan covering employees of a foreign branch of SIMPLEX. As per the scheme, the Group makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary (one month's salary) depending upon the tenure of service subject to a maximum limit of twenty month's salary. Vesting occurs upon completion of one year of service. Liabilities with regard to the unfunded Gratuity plan are determined by actuarial valuation as set out in Note 1.10.

##### ii) End of Service Benefit / Severance Pay [ESB/SP] (Unfunded)

The Group provides for End of Service Benefit / Severance Pay (unfunded) defined benefit retirement plans for certain foreign branches covering eligible employees. As per the schemes, the Group makes payment to vested employees on retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's eligible salary for specified number of days (ranging from five days to actual period of service rendered) depending upon the tenure of service. Vesting occurs upon completion of one year of service (except for a foreign branch where there is no vesting period). Vesting period is not applicable in case of death or disability in certain foreign branches. Liabilities with regard to the End of Service Benefit / Severance Pay Scheme are determined by actuarial valuation as set out in Note 1.10.

#### c) Other long term employee benefit plan

##### Leave Encashment Scheme [LES] (Unfunded)

The Group provides for accumulated leave benefit for eligible employees payable at the time of retirement of service subject to maximum of ninety / one hundred twenty days and in case of foreign branches, actual number of day's undrawn leave based on last drawn salary. Liabilities with regard to leave encashment scheme are determined by actuarial valuation as set out in Note 1.10.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 22: Employee Benefits Expense (Contd.)

#### d) Risk Exposure

Aforesaid post-employment defined benefit plans typically expose the Group to actuarial risks, most significant of which are discount rate risk, salary escalation risk and demographic risk.

##### Discount Rate Risk

The Group is exposed to the risk of fall in discount rate. A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of the liability.

##### Salary Escalation Risk

The present value of defined benefit plan liability is calculated by reference to the future salaries of plan participant. An increase in the salary of plan participants will increase the plan liability.

##### Demographic Risk

In the valuation of liability certain demographic (mortality and attrition rates) assumptions are made. The Group is exposed to this risk to the extent of actual experience eventually being worse compared to the assumptions thereby causing an increase in the plan liability.

### Note 22: Employee Benefit

(i) The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Particulars	Gratuity (Funded)			Gratuity (Unfunded)	ESB/SP (Unfunded)
	Present Value of obligation	Fair value of Plan assets	Total	Present Value of obligation	Present Value of obligation
<b>As on 1<sup>st</sup> April, 2022</b>	<b>1,535</b>	<b>(1,420)</b>	<b>115</b>	<b>2</b>	<b>346</b>
Current Service Cost	77	-	77	1	45
Interest Expenses / (Income)	64	(85)	(21)	-	15
<b>Total expense charged to the Statement of Profit and Loss</b>	<b>141</b>	<b>(85)</b>	<b>56</b>	<b>1</b>	<b>60</b>
			<b>#</b>	<b>#</b>	<b>#</b>
<b>Remeasurements</b>					
Return on plan assets, excluding amounts included in interest expenses / (income)	-	(91)	(91)	-	-
(Gain) / loss from change in financial assumptions	(36)	-	(36)	-	(31)
Experience (Gains) / losses	782	-	782	(1)	23
(Gain) / loss from change in demographic assumptions	-	-	-	-	-
<b>Total amount recognised in other comprehensive income</b>	<b>746</b>	<b>(91)</b>	<b>655</b>	<b>(1)</b>	<b>(8)</b>
Exchange (Gains) / Loss	-	-	-	-	29
Contributions:					
Employers	-	(101)	(101)	-	-
Benefit Payments	(452)	452	-	-	(31)
<b>Balance as on 31<sup>st</sup> March, 2023</b>	<b>1,970</b>	<b>(1,245)</b>	<b>725</b>	<b>2</b>	<b>396</b>

# recognised under Employee Benefits Expense.

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 22: Employee Benefit (Contd..)**

Particulars	Gratuity (Funded)			Gratuity (Unfunded)	ESB/SP (Unfunded)
	Present Value of obligation	Fair value of Plan assets	Total	Present Value of obligation	Present Value of obligation
<b>As on 1<sup>st</sup> April, 2023</b>	1,970	(1,245)	725	2	396
Current Service Cost	85	-	85	1	48
Interest Expenses / (Income)	80	(71)	9	-	16
<b>Total expense charged to the Statement of Profit and Loss</b>	<b>165</b>	<b>(71)</b>	<b>94</b>	<b>1</b>	<b>64</b>
			#	#	#
<b>Remeasurements</b>					
Return on plan assets, excluding amounts included in interest expenses / (income)	-	-	-	-	-
(Gain) / loss from change in financial assumptions	8	3	11	-	(16)
Experience (Gains) / losses	214	-	214	(1)	(34)
(Gain) / loss from change in demographic assumptions	-	-	-	-	-
<b>Total amount recognised in other comprehensive income</b>	<b>222</b>	<b>3</b>	<b>225</b>	<b>(1)</b>	<b>(50)</b>
Exchange (Gains) / Loss	-	-	-	-	8
Contributions:					
Employers	-	(129)	(129)	-	-
Benefit Payments	(667)	667	-	-	(34)
<b>Balance as on 31<sup>st</sup> March, 2024</b>	<b>1,690</b>	<b>(775)</b>	<b>915</b>	<b>2</b>	<b>384</b>

# recognised under Employee Benefits Expense.

**(ii) The net liability disclosed above relating to funded and unfunded plans are as follows:**

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Present value of funded obligations	1,690	1,970
Fair value of plan assets	(775)	(1,245)
<b>Deficit / (Surplus) of funded plans</b>	<b>915</b>	<b>725</b>
<b>Unfunded plans ###</b>		
- Gratuity	2	2
- ESB / SP	384	396
<b>Net (Surplus) / Deficit</b>	<b>1,301</b>	<b>1,123</b>

### Recognised under

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Non-current Provisions (Refer Note 13)	340	351
Current Provisions (Refer Note 17)	961	772

The estimates of future salary increase, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors.

The Group expects to contribute ₹915 (31<sup>st</sup> March, 2023: ₹725) to gratuity fund in the next year.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 22: Employee Benefit (Contd..)

(iii) The following table shows a breakdown of the defined benefit obligation and plan assets by location:

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
		Gratuity (Funded)	Gratuity (Unfunded)	ESB/SP (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)	ESB/SP (Unfunded)
		India	Foreign	Foreign	India	Foreign	Foreign
(a)	Present value of obligation	1,690	2	384	1,970	2	396
(b)	Fair value of plan assets	(775)	-	-	(1,245)	-	-
	<b>Net liability/ (assets)</b>	<b>915</b>	<b>2</b>	<b>384</b>	<b>725</b>	<b>2</b>	<b>396</b>

(iv) The Principal Actuarial Assumptions are shown below:

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)		ESB/SP (Unfunded)	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
		<b>Financial Assumptions :</b>					
(a)	Discount Rate (per annum)	6.90%	7.10%	12.00%	8.27%	4.90%	3.00%
(b)	Expected Rate of Return on Plan Assets (per annum)	6.90%	7.10%	NA	NA	NA	NA
(c)	Salary Escalation						
	Permanent Employees	1.00%	1.00%	1.00%	1.00%	1.00%	1.00%
	Contractual Employees	1.00%	1.00%	-	-	-	-

### Demographic Assumptions:

Mortality in service: mortality rates prior to retirement for the valuation were taken from the standard table - Indian Assured Lives Mortality (2006-08) ultimate.

### (v) Sensitivity analysis

The sensitivity of the overall defined benefit obligation to changes in the weighted principal assumptions are as follows:

Sr. No.	Particulars	Change in assumption		Increase in assumption		Decrease in assumption	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
		(a)	Discount rate (per annum)	(+/-) 1%	(+/-) 1%	(60)	(71)
(b)	Salary escalation rate (per annum)	(+/-) 1%	(+/-) 1%	68	80	(63)	(74)
(c)	Withdrawal rates	(+/-) 50%	(+/-) 50%	37	43	(77)	(85)
(d)	Mortality rate	(+/-) 10%	(+/-) 10%	(11)	(12)	(11)	(11)

The sensitivity analysis above has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous year.

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 22: Employee Benefit (Contd..)****(vi) The major categories of plan assets are as follows:**

Sr. No.	Particulars	Gratuity (funded)	
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a)	<b>Investment Funds</b>		
	Central Government Securities	37	37
	State Government Securities	88	516
	Public Sector Securities	215	195
	Private Sector Bonds	323	404
(b)	Cash and cash equivalents	30	3
(c)	Others	82	90
	<b>Total</b>	<b>775</b>	<b>1,245</b>

**(vii) The weighted average duration of the defined benefits obligations (in years):**

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
(a)	Gratuity (Funded)	4.00	4.00
(b)	Gratuity (Unfunded)	4.00	5.00
(c)	End of Service Benefit / Severance Pay (Unfunded)	6.00	0.00 - 6.00

**(viii) The expected maturity analysis of undiscounted gratuity (funded) , gratuity (unfunded) and end of service benefit / severance pay benefits is as follows:**

Particulars	Less than a year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
<b>31<sup>st</sup> March, 2024</b>					
<u>Defined Benefit Obligation</u>					
Gratuity (Funded)	717	658	391	339	2,105
Gratuity (Unfunded)	*	1	2	*	3
ESB/SP (Unfunded)	47	158	174	150	529
<b>Total</b>	<b>764</b>	<b>817</b>	<b>567</b>	<b>489</b>	<b>2,637</b>
<b>31<sup>st</sup> March, 2023</b>					
<u>Defined Benefit Obligation</u>					
Gratuity (Funded)	1,064	670	741	1,327	3,802
Gratuity (Unfunded)	1	3	6	4	14
ESB/SP (Unfunded)	48	204	325	565	1,142
<b>Total</b>	<b>1,113</b>	<b>877</b>	<b>1,072</b>	<b>1,896</b>	<b>4,958</b>

\* Amount is below the rounding off norm adopted by the Group.

**(ix) Provident Fund**

Provident Fund contributions in respect of certain employees are made to Trust administered by SIMPLEX and such Trust invests funds following a pattern of investments prescribed by the Government. Both the employer and employee contribute to this Fund and such contributions together with interest accumulated thereon are payable to employees at the time of their separation from SIMPLEX or retirement, whichever is earlier. The benefit vests immediately on rendering of services by the employee. The interest rate payable to the members of the Trust is not lower than the rate of interest declared annually by the Government under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by SIMPLEX.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 22: Employee Benefit (Contd..)

#### (ix) Provident Fund (Contd..)

The Actuary has carried out actuarial valuation of interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method and Deterministic Approach as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regard to interest rate guarantee obligation of SIMPLEX as at the balance sheet date. Further during the year, the SIMPLEX's contribution of ₹ 164 (F.Y. 2022-23 ₹ 185) to the Provident Fund Trust, has been expensed under "Contribution to Provident and Other Funds". Disclosures given hereunder are restricted to the information available as per the Actuary's report.

Principal Actuarial Assumptions	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Discount Rate	6.90%	7.10%
Expected Investment Return	8.15%	8.15%
Guaranteed Interest Rate	8.25%	8.15%

### Note 23: Finance Costs

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Interest Expenses	6,740	81,153
Other Borrowing Costs	1,211	2,753
<b>Total</b>	<b>7,951</b>	<b>83,906</b>

### Note 24: Depreciation and Amortisation Expense

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Depreciation of Property, plant and equipment	6,966	8,567
Amortisation of intangible assets	*	3
<b>Total</b>	<b>6,966</b>	<b>8,570</b>

\* Amount is below the rounding off norm adopted by the Group.

### Note 25: Other Expenses

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Consumption of stores and spare parts	1,683	1,784
Power and Fuel	3,863	4,784
Rent	1,089	2,064
Repairs to buildings	38	92
Repairs to machinery	1,115	2,358
Repairs to Others	173	320
Insurance	559	696
Rates and taxes	604	932
Equipment Hire Charges	1,696	3,349
Bad Debts / Advances written off	4	71
Allowance for Expected Credit Loss	3,680	4,360

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 25: Other Expenses (Contd..)**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Freight and Transport	922	982
Loss on disposal / repossession of property, plant and equipment	200	-
Bank Charges	2	1
Miscellaneous Expenses [Refer (b) below]	6,828	8,034
<b>Total</b>	<b>22,456</b>	<b>29,827</b>

**(a) Expenditure incurred as Corporate Social Responsibility activities by the Parent Company:**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
(i) Construction/acquisition of any Assets	-	-
(ii) On purposes other than (i) above	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

Amount required to be spent as per Section 135 of the Act is ₹Nil (F.Y. 2022-23: ₹Nil).

**(b) Details of Auditors' Remuneration and out-of-pocket expenses is as below:**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Auditors' Remuneration and out-of-pocket expenses		
(i) As auditors	88	88
(ii) For other services	8	10
(iii) Out-of-pocket expenses	1	1
<b>Total</b>	<b>97</b>	<b>99</b>

**Note 26: Income tax expense**

This Note provides an analysis of the Group's income tax expense and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Group's tax positions.

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
<b>(a) Income tax expense</b>		
Current tax		
Current tax on profits for the year	92	130
Excess Current Tax provision for earlier years written back (net)	-	(5,357)
<b>Total current tax expense</b>	<b>92</b>	<b>(5,227)</b>
Deferred tax	(3,205)	(30,131)
<b>Income tax expense</b>	<b>(3,113)</b>	<b>(35,358)</b>
Income tax expense is attributable to:		
Profit / (Loss) from Continuing operations	(3,113)	(35,358)
<b>Total</b>	<b>(3,113)</b>	<b>(35,358)</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 26: Income tax expense (Contd..)

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
(b) <b>Reconciliation of tax charge as per Statutory rate of tax and effective rate of tax :</b>		
Profit / (Loss) from continuing operations before income tax expense	(10,299)	(81,725)
Enacted Tax rates in India (%)	34.944	34.944
Computed expected tax expense	(3,599)	(28,558)
Excess Current Tax provision for earlier years written back (net)	(2)	(5,357)
Effect of non-deductible expenses	471	440
Effect of Non-Operating Income	-	(1,559)
Business Income set off with Short Term Capital Gain	-	535
Carry Forward of Long Term Capital Loss	-	(850)
Losses of joint operations / a foreign branch / subsidiary in respect of which no deferred tax assets have been recognised	58	68
Others	(41)	(77)
<b>Income tax expense</b>	<b>(3,113)</b>	<b>(35,358)</b>

### Note 27: Fair value measurements

#### Financial instruments by category

Particulars	Note	As at 31 <sup>st</sup> March, 2024			As at 31 <sup>st</sup> March, 2023		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
<b>Financial assets</b>							
Investments							
- Equity instruments	4(a)	4	-	-	4	-	-
- Mutual Funds	7(a)	10	-	-	9	-	-
- Government or Trust Securities	7(a)	-	-	*	-	-	*
Trade receivables	7(b)	-	-	1,34,660	-	-	1,37,558
Cash and Cash equivalents	7(c)	-	-	5,704	-	-	5,577
Bank balances other than above	7(d)	-	-	455	-	-	324
Loans	7(e)	-	-	18,408	-	-	19,136
Other financial assets	4(b) & 7(f)	-	-	2,02,697	-	-	1,76,345
<b>Total Financial Assets</b>		<b>14</b>	<b>-</b>	<b>3,61,924</b>	<b>13</b>	<b>-</b>	<b>3,38,940</b>
<b>Financial liabilities</b>							
Borrowings (including current maturities or payables of non-current borrowings)	11 & 15(a)	-	-	7,17,987	-	-	5,98,422
Trade payables	15(b)	-	-	1,45,766	-	-	1,58,501
Other financial liabilities	12 & 15(c)	-	-	80,555	-	-	1,65,986
<b>Total Financial Liabilities</b>		<b>-</b>	<b>-</b>	<b>9,44,308</b>	<b>-</b>	<b>-</b>	<b>9,22,909</b>

\* Amount is below the rounding off norm adopted by the Group.



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 27: Fair value measurements (Contd.)****Note 27 (i): Fair value hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard based on the inputs used to arrive at fair value measurements. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements	Note	As at 31 <sup>st</sup> March, 2024				As at 31 <sup>st</sup> March, 2023			
		Level I	Level II	Level III	Total	Level I	Level II	Level III	Total
<b>Financial assets</b>									
Financial Investments at FVPL									
Investments									
- Equity instruments	4(a)	-	-	4	4	-	-	4	4
- Mutual Funds	7(a)	10	-	-	10	9	-	-	9
<b>Total Financial Assets</b>		<b>10</b>	<b>-</b>	<b>4</b>	<b>14</b>	<b>9</b>	<b>-</b>	<b>4</b>	<b>13</b>

**Level I:** Level I hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, Mutual Funds 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. The Mutual Funds are valued using the closing NAV.

**Level II:** The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) 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 II.

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

The carrying amount of financial assets and liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

**(ii) Valuation technique used to determine fair value****Specific valuation techniques used to value financial instruments include:**

1. The fair values of investment in quoted equity instruments is based on the current market price of respective instruments as at the Balance Sheet date.
2. The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.
3. The fair values of the derivative financial instruments have been received from the respective Banks which has been determined by using valuation techniques with market observable inputs at the end of each reporting dates.

**Note 28: Financial Risk Management**

The Group's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Group's senior management has the overall responsibility for establishing and governing the Group's financial risk management framework. The Group has constituted a Risk Management Committee, which is responsible for developing and monitoring the Group's financial risk management policies. The Group's financial risk management policies are established to identify and analyse the risks faced by the Group, to set and monitor appropriate controls.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 28: Financial Risk Management (Contd..)

#### (A) Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk arises primarily from financial assets such as trade receivables, contract assets, bank balances, loans, investments and other financial assets.

At each reporting date, the Group measures loss allowance for certain class of financial assets and contract assets based on historical trend, industry practices and the business environment in which the Group operates.

Trade receivables include Government and Non-Government customers and are diversified in various construction verticals and geographies. All trade receivables are reviewed and assessed on a quarterly basis.

Credit risk arising from investments, derivative financial instruments and balances with banks is limited because the counterparties are banks and recognised financial institutions with high credit worthiness.

#### (i) Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Group focuses on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

#### (ii) Allowance for expected credit losses

The Group measures Expected Credit Loss (ECL) for financial assets and contract assets based on historical trend, industry practices and the business environment in which the Group operates.

Expected credit loss is the present value of the difference between:

- (a) the contractual cash flows that are due to an entity under the contract; and
- (b) the cash flows that the entity expects to receive

The Group recognises in profit and loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date in accordance with Ind AS 109.

Judgements are required in assessing the recoverability and determining whether a provision against those receivables is required. Factors considered include the creditworthiness of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

In determination of the allowances for credit losses, the Group has used a practical expedience by computing the expected credit losses based on ageing matrix, which has taken into account historical credit loss experience and adjusted for forward looking information.

#### (iii) The movement of Trade Receivables and Allowances for Expected Credit Loss thereto are as follows:

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Trade Receivables (Gross)	7(b)	1,46,658	1,48,717
Less: Allowances for Expected Credit Loss	7(b)	11,998	11,159
<b>Trade Receivables (Net)</b>		<b>1,34,660</b>	<b>1,37,558</b>

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 28: Financial Risk Management (Contd..)****(iv) The movement of Unbilled Revenues on Construction Contracts and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Unbilled Revenues on Construction Contracts (Gross)	9	4,75,557	4,79,462
Less: Allowances for Expected Credit Loss	9	46,207	43,872
<b>Unbilled Revenues on Construction Contracts (Net)</b>		<b>4,29,350</b>	<b>4,35,590</b>

**(v) The movement of Retention Money on Construction Contracts (including amount not due as per terms of contracts) and Allowance for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Retention Money on Construction Contracts (including amount not due as per terms of contracts) (Gross)	9	44,622	45,059
Less: Allowances for Expected Credit Loss	9	5,468	4,962
<b>Retention Money on Construction Contracts (including amount not due as per terms of contracts) (Net)</b>		<b>39,154</b>	<b>40,097</b>

**(vi) The movement of Loans to Employees and Allowances for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Loan to Employees (Gross)	7(e)	625	716
Less: Allowances for Expected Credit Loss	7(e)	78	78
<b>Loan to Employees (Net)</b>		<b>547</b>	<b>638</b>

**(vii) The movement of Security Deposit and Allowances for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Security Deposit (Gross)	4(b) & 7(f)	7,476	5,886
Less: Allowances for Expected Credit Loss	7(f)	7	7
<b>Security Deposit (Net)</b>		<b>7,469</b>	<b>5,879</b>

**(viii) The movement of Claim Recoverable and Allowances for Expected Credit Loss thereto are as follows:**

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Claim Recoverable (Gross)	7(f)	1,69,539	1,47,451
Less: Allowances for Expected Credit Loss	7(f)	441	441
<b>Claim Recoverable (Net)</b>		<b>1,69,098</b>	<b>1,47,010</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 28: Financial Risk Management (Contd..)

(ix) The movement of Deposit for Contract and Allowances for Expected Credit Loss thereto are as follows:

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Deposit for Contract (Gross)	4(b) & 7(f)	367	409
Less: Allowances for Expected Credit Loss	7(f)	36	36
<b>Deposit for Contract (Net)</b>		<b>331</b>	<b>373</b>

(x) The movement of Due from Statutory Advances (Balances with Government Authorities) and Allowance for Expected Credit Loss thereto are as follows:

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Statutory Advances (Balances with Government Authorities)	9	28,509	29,479
Less: Allowances for Expected Credit Loss	9	421	421
<b>Due from Statutory Advances (Balances with Government Authorities) (Net)</b>		<b>28,088</b>	<b>29,058</b>

(xi) The movement of Advances to suppliers for goods and services and Allowance for Expected Credit Loss thereto are as follows:

Particulars	Note	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Advances to suppliers for goods and services	9	7,831	8,531
Less: Allowances for Expected Credit Loss	9	129	129
<b>Advances to suppliers for goods and services (Net)</b>		<b>7,702</b>	<b>8,402</b>

(xii) Reconciliation of Allowance for Expected Credit Loss:

Particulars	Trade Receivable	Unbilled Revenues on Construction Contracts	Retention Money on Construction Contracts (including amount not due as per terms of contracts)	Loan to Employees	Security Deposit	Claim Recoverable	Deposit for Contract	Advances to suppliers for goods and services	Statutory Advances (Balances with Government Authorities)	Total
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2022</b>	9,928	41,788	3,917	78	7	441	36	129	421	56,745
Net of Allowance for Expected Credit Loss	1,231	2,084	1,045	-	-	-	-	-	-	4,360
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2023</b>	11,159	43,872	4,962	78	7	441	36	129	421	61,105
Net Allowance for Expected Credit Loss	839	2,335	506	-	-	-	-	-	-	3,680
<b>Allowance for Expected Credit Loss as on 31<sup>st</sup> March, 2024</b>	11,998	46,207	5,468	78	7	441	36	129	421	64,785

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 28: Financial Risk Management (Contd..)****(B) Liquidity risk**

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities. The Group has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements.

The following table shows the maturity analysis of the Group's derivative and non-derivative financial liabilities based on contractually agreed undiscounted cash flows.

**As at 31<sup>st</sup> March, 2024**

Contractual maturities of financial liabilities	Note	Within 1 Year	Between 1 and 2 years	Between 2 and 4 years	4 Years and above	Total
<b>Non-derivatives</b>						
Borrowings (including current maturities or payables of non-current borrowings)	11 & 15(a)	7,17,987	-	-	-	7,17,987
Trade payables	15(b)	1,45,766	-	-	-	1,45,766
Other financial liabilities	12 & 15(c)	80,555	-	-	-	80,555
<b>Total non-derivative liabilities</b>		<b>9,44,308</b>	-	-	-	<b>9,44,308</b>

**As at 31<sup>st</sup> March, 2023**

Contractual maturities of financial liabilities	Note	Within 1 Year	Between 1 to 2 years	Between 2 to 4 years	4 Years and above	Total
<b>Non-derivatives</b>						
Borrowings (including current maturities or payables of non-current borrowings)	11 & 15(a)	5,98,422	-	-	-	5,98,422
Trade payables	15(b)	1,58,501	-	-	-	1,58,501
Other financial liabilities	12 & 15(c)	1,65,986	-	-	-	1,65,986
<b>Total non-derivative liabilities</b>		<b>9,22,909</b>	-	-	-	<b>9,22,909</b>

**(C) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

The sensitivity analyses in the following sections relate to the position as at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023. The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant. The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023.

- a) **Interest rate risk:** Interest rate risk is measured by using cash flow sensitivity for changes in variable interest rate. Any movement in the reference rates could have an impact on the Group's cash flow as well as cost. The management is focused towards reducing the volatility due to interest rates, which is reflected in proportion of variable interest rate borrowing to total borrowing.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 28: Financial Risk Management (Contd..)

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period are as follows :

Particulars	As at 31 <sup>st</sup> March, 2024	%	As at 31 <sup>st</sup> March, 2023	%
Variable rate borrowings	19,582	3%	31,053	5%
Fixed rate borrowings	6,98,405	97%	5,67,369	95%
<b>Total borrowings</b>	<b>7,17,987</b>	<b>100%</b>	<b>5,98,422</b>	<b>100%</b>

**Sensitivity:** A change of 50 bps in interest rates of variable rate borrowings would have following impact before tax on profit and equity:

Particulars	FY 2023-24	FY 2022-23
50 bps increase would decrease the equity and profit before tax by	(98)	(155)
50 bps decrease would Increase the equity and profit before tax by	98	155

**b) Foreign currency risk:** Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Parent Company generally enters into forward exchange contracts to hedge against its foreign currency exposures relating to the recognised underlying liabilities / assets and firm commitments. The Parent Company's policy is to hedge its exposures other than natural hedge. The Parent Company does not enter into any derivative instruments for trading or speculative purposes.

**Sensitivity:** A change of 3% in Foreign currency would have following impact before tax on profit and equity:

Particulars	FY 2023-24		FY 2022-23	
	3% Increase	3% Decrease	3% Increase	3% Decrease
USD	912	(912)	674	(674)
EURO	(1)	1	(1)	1
<b>Total</b>	<b>911</b>	<b>(911)</b>	<b>673</b>	<b>(673)</b>

**c) Other price risk:** The Group's exposure to securities price risk arises from investments in mutual funds and equity instruments held by the Group and classified in the balance sheet as FVPL and FVOCI respectively.

The sensitivity of profit and loss to changes in Net Asset Value (NAVs) as at year end for investments in mutual funds.

Particulars	FY 2023-24	FY 2022-23
5% increase in NAV would increase the equity and profit before tax by	*	*
5% decrease in NAV would decrease the equity and profit before tax by	(*)	(*)

\* Amount is below the rounding off norm adopted by the Group.

### Note 29: Interests in other entities

#### (a) Interests in subsidiaries

The Group's subsidiaries at 31<sup>st</sup> March, 2024 and at 31<sup>st</sup> March, 2023 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the Group, and the proportion of ownership

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 29: Interests in other entities (Contd..)**

interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name	Country of Incorporation	Ownership Interest held by the group		Ownership Interest held by non-controlling interests		Non-controlling interests		Principal business activities
		As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	
<b>Subsidiaries</b>								
Simplex (Middle East) Limited	United Arab Emirates	100%	100%	-	-	N.A.	N.A.	Set up for Construction activities
Simplex Infrastructures Libya Joint Venture Co.	Libya	65%	65%	35%	35%	35	35	Set up for Construction activities
Simplex Infra Development Private Limited	India	100%	100%	-	-	N.A.	N.A.	Set up for Construction of Infrastructure projects
Maa Durga Expressways Private Limited <sup>^</sup>	India	100%	100%	-	-	N.A.	N.A.	Set up for Construction activities
Jaintia Highway Private Limited <sup>^</sup>	India	100%	100%	-	-	N.A.	N.A.	Set up for Construction activities
Simplex Bangladesh Private Limited <sup>^^</sup>	Bangladesh	95%	95%	5%	5%	33	33	Set up for Construction activities
PC Patel Mahalaxmi Simplex Consortium Private Limited	India	51%	51%	49%	49%	68	68	Set up for Mine Development and Operation
<b>Total</b>						<b>136</b>	<b>136</b>	

<sup>^</sup> Subsidiary of Simplex Infra Development Private Limited.

<sup>^^</sup> Subsidiary of Simplex (Middle East) Limited.

N.A. - Not Applicable

**(b) Non-controlling interests (NCI)**

Set out below is summarised financial information for each subsidiary that has non-controlling interests.

Summarised Balance Sheet	Simplex Bangladesh Private Limited		Simplex Infrastructures Libya Joint Venture Co.		Simplex Infra Development Private Limited		PC Patel Mahalaxmi Simplex Consortium Private Limited	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current Assets	650	595	12	12	8,738	8,733	10,666	11,947
Current Liabilities	69	67	677	677	162	165	11,080	10,152
<b>Net Current Assets</b>	<b>581</b>	<b>528</b>	<b>(665)</b>	<b>(665)</b>	<b>8,576</b>	<b>8,568</b>	<b>(414)</b>	<b>1,795</b>
Non-current Assets	97	150	-	-	-	-	11,451	5,965
Non-current Liabilities	-	-	-	-	-	-	10,898	7,621
<b>Net Non-current Assets</b>	<b>97</b>	<b>150</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>553</b>	<b>(1,656)</b>
<b>Net assets</b>	<b>678</b>	<b>678</b>	<b>(665)</b>	<b>(665)</b>	<b>8,576</b>	<b>8,568</b>	<b>139</b>	<b>139</b>
<b>Accumulated NCI</b>	<b>33</b>	<b>33</b>	<b>35</b>	<b>35</b>	<b>N.A.</b>	<b>N.A.</b>	<b>68</b>	<b>68</b>

N.A. - Not Applicable

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 29: Interests in other entities (Contd..)

#### (b) Non-controlling interests (NCI) (Contd..)

Summarised statement of profit and loss	Simplex Bangladesh Private Limited		Simplex Infrastructures Libya Joint Venture Co.		Simplex Infra Development Private Limited		PC Patel Mahalaxmi Simplex Consortium Private Limited		Total	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Revenue	46	60	-	-	11	1,841	38,728	33,587	38,785	35,488
Profit/(loss) for the year	(9)	(14)	-	-	8	1,451	*	(16)	(1)	1,421
Other comprehensive income	9	(156)	*	(32)	-	-	-	-	9	(188)
<b>Total Comprehensive income</b>	-	<b>(170)</b>	<b>*</b>	<b>(32)</b>	<b>8</b>	<b>1,451</b>	<b>*</b>	<b>(16)</b>	<b>8</b>	<b>1,233</b>
Profit/(loss) allocated to NCI	*	(1)	-	-	N.A.	N.A.	*	(8)	*	(9)
<b>Total profit/(loss) allocated to NCI</b>	<b>*</b>	<b>(1)</b>	<b>-</b>	<b>-</b>	<b>N.A.</b>	<b>N.A.</b>	<b>*</b>	<b>(8)</b>	<b>*</b>	<b>(9)</b>
Other comprehensive income allocated to NCI	*	(8)	*	(11)	N.A.	N.A.	-	-	*	(19)
<b>Total comprehensive income allocated to NCI</b>	<b>*</b>	<b>(9)</b>	<b>*</b>	<b>(11)</b>	<b>N.A.</b>	<b>N.A.</b>	<b>*</b>	<b>(8)</b>	<b>*</b>	<b>(28)</b>

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Profit/(loss) allocated to NCI which are material to the Group [As above]	*	(9)
Profit/(loss) allocated to other NCI which are immaterial to the Group	-	-
<b>Total profit/(loss) attributable to NCI</b>	<b>*</b>	<b>(9)</b>
Other comprehensive income allocated to NCI which are material to the Group [As above]	*	(19)
<b>Total comprehensive income allocated to NCI</b>	<b>*</b>	<b>(28)</b>

Summarised Cash flows	Simplex Bangladesh Private Limited		Simplex Infrastructures Libya Joint Venture Co.		Simplex Infra Development Private Limited		PC Patel Mahalaxmi Simplex Consortium Private Limited		Total	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Cash flows from operating activities	(*)	(*)	-	-	(75)	(95)	401	(53)	326	(148)
Cash flows from investing activities	-	-	-	-	-	8,775	(574)	4	(574)	8,779
Cash flows from financing activities	-	-	-	-	-	(8,570)	(2)	(2)	(2)	(8,572)
Effects of Exchange Differences on cash and cash equivalents	-	-	-	-	-	-	-	-	-	-
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>(*)</b>	<b>(*)</b>	<b>-</b>	<b>-</b>	<b>(75)</b>	<b>110</b>	<b>(175)</b>	<b>(51)</b>	<b>(250)</b>	<b>59</b>

N.A. - Not Applicable

\* Amount is below the rounding off norm adopted by the Group.



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 29: Interests in other entities (Contd..)****(c) Interests in associates**

Set out below are the associates of the Group as at 31<sup>st</sup> March, 2024. The entities listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Name of the entity	Country of Incorporation	% of Ownership interest	Principal business activities	Accounting Method	Carrying Amount	
					As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Raichur Sholapur Transmission Company Private Limited [Refer (a) below]	India	33.33%	Transmission of Electricity	Equity Method	-	-
Shree Jagannath Expressways Private Limited <sup>^</sup>	India	34%	Building of roads under Build Owned Operate Transfer	Equity Method	-	-
Simplex Infrastructures LLC	Sultanate of Oman	45%	Construction activities	Equity Method	-	-
<b>Total</b>					-	-

<sup>^</sup> Associate company by way of indirect share ownership through a subsidiary, Simplex Infra Development Private Limited to the extent of 34%. During FY 2022-2023 the Group disposed off its investment in Shree Jagannath Expressways Private Limited.

(a) During FY 2022-2023 the Group disposed off its investment in Raichur Sholapur Transmission Company Private Limited.

(b) Carrying amount includes Goodwill arising on Acquisition ₹ Nil (31<sup>st</sup> March, 2023: ₹ Nil).

**Summarised financial information for associates.**

The tables below provide summarised financial information for the associates of the Group. The information disclosed reflects the amounts presented in the financial statements of the relevant associates and not Group's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method.

Summarised balance sheet	Raichur Sholapur Transmission Company Private Limited		Shree Jagannath Expressways Private Limited		Simplex Infrastructures LLC	
	As at 31 <sup>st</sup> March, 2024	As at 28 <sup>th</sup> October, 2022	As at 31 <sup>st</sup> March, 2024	As at 28 <sup>th</sup> June, 2022	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Current assets	-	3,939	-	21,191	1,44,319	1,42,507
Non-current assets	-	20,764	-	1,24,906	-	4
<b>Total Assets</b>	-	<b>24,703</b>	-	<b>1,46,097</b>	<b>1,44,319</b>	<b>1,42,511</b>
Current Liabilities	-	5,123	-	15,952	1,70,695	1,63,765
Non-current Liabilities	-	19,157	-	1,23,532	457	451
<b>Total Liabilities</b>	-	<b>24,280</b>	-	<b>1,39,484</b>	<b>1,71,152</b>	<b>1,64,216</b>
<b>Net Equity</b>	-	<b>423</b>	-	<b>6,613</b>	<b>(26,833)</b>	<b>(21,705)</b>
Less: Net Equity sold by the Group	-	423	-	6,613	-	-
<b>Carrying amount of net Equity</b>	-	-	-	-	<b>(26,833)</b>	<b>(21,705)</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 29: Interests in other entities (Contd..)

#### (c) Interests in associates (Contd..)

Reconciliation to carrying amounts	Raichur Sholapur Transmission Company Private Limited		Shree Jagannath Expressways Private Limited		Simplex Infrastructures LLC	
	As at 31 <sup>st</sup> March, 2024	As at 28 <sup>th</sup> October, 2022	As at 31 <sup>st</sup> March, 2024	As at 28 <sup>th</sup> June, 2022	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Opening net equity	-	610	-	8,737	(21,705)	(15,636)
Profit/(Loss) for the year	-	(187)	-	(2,124)	(4,828)	(4,699)
Other comprehensive income	-	*	-	-	(300)	(1,370)
<b>Closing net equity</b>	<b>-</b>	<b>423</b>	<b>-</b>	<b>6,613</b>	<b>(26,833)</b>	<b>(21,705)</b>
Group Share in %	-	33.33%	-	34%	45%	45%
Group Share in ₹	-	142	-	2,249	(12,075)	(9,767)
Goodwill	-	-	-	1,500	-	-
Sale of Net Equity (Net of amount holdback)	-	(413)	-	(7,999)	-	-
Profit on Sale of Net Equity	-	271	-	4,250	-	-
Loss on fair valuation of shares held as on the date of sale by the group	-	-	-	-	(612)	(612)
Elimination of Mark up price on sale of trading Items	-	-	-	-	(53)	(53)
Share of unrealised profit on sale of Plant & Equipment	-	-	-	-	(126)	(126)
<b>Carrying amount / (unrecognised losses)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(12,866)</b>	<b>(10,558)</b>
					\$	\$

Summarised statement of profit and loss	Raichur Sholapur Transmission Company Private Limited		Shree Jagannath Expressways Private Limited		Simplex Infrastructures LLC		Total	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 28 <sup>th</sup> October, 2022	For the year ended 31 <sup>st</sup> March, 2024	For the period ended 28 <sup>th</sup> June, 2022	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the period / year ended 31 <sup>st</sup> March, 2024	For the period / year ended 31 <sup>st</sup> March, 2023
Revenue	-	2,202	-	7,354	-	-	-	9,556
Profit/(Loss) for the year	-	(187)	-	(2,124)	(4,828)	(4,699)	(4,828)	(7,010)
Other comprehensive income	-	-	-	-	(300)	(1,370)	(300)	(1,370)
<b>Total comprehensive income</b>	<b>-</b>	<b>(187)</b>	<b>-</b>	<b>(2,124)</b>	<b>(5,128)</b>	<b>(6,069)</b>	<b>(5,128)</b>	<b>(8,380)</b>
Group Share in %	-	33.33%	-	34%	45%	45%		
Group Share of:								
<b>Profit/(Loss) for the year</b>	<b>-</b>	<b>(62)</b>	<b>-</b>	<b>(722)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(784)</b>
<b>Other comprehensive income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
					\$	\$		

\$ restricted to the carrying value of investment made by the Group in the entity.

\* Amount is below the rounding off norm adopted by the Group.

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 29: Interests in other entities (Contd..)****(d) Interests in joint ventures**

Set out below are the joint ventures of the Group as at 31<sup>st</sup> March, 2024. The entities listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Name of the entity	Country of Incorporation	% of Ownership interest	Principal business activities	Accounting Method	Carrying Amount	
					As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Arabian Construction Co - Simplex Infra Private Limited	India	50%	Construction activities	Equity Method	-	-
Simplex Almoayyed WLL	Kingdom of Bahrain	49%	Construction activities	Equity Method	681	720
<b>Total</b>					<b>681</b>	<b>720</b>

**Summarised financial information for joint ventures.**

The tables below provide summarised financial information for joint ventures of the Group. The information disclosed reflects the amounts presented in the financial statements of the relevant joint ventures and not Group's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method.

Summarised balance sheet	Arabian Construction Co. - Simplex Infra Private Limited		Simplex Almoayyed WLL	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Current Assets</b>				
Cash and cash equivalents	1	1	402	163
Other Assets	590	590	2,326	1,827
<b>Total Current Assets</b>	<b>591</b>	<b>591</b>	<b>2,728</b>	<b>1,990</b>
<b>Non-Current Assets</b>				
Other Assets	-	-	529	595
<b>Total Non-Current Assets</b>	<b>-</b>	<b>-</b>	<b>529</b>	<b>595</b>
<b>Current Liabilities</b>				
Financial liabilities (excluding trade payables & provisions)	216	216	4	4
Other liabilities	519	519	1,672	966
<b>Total Current Liabilities</b>	<b>735</b>	<b>735</b>	<b>1,676</b>	<b>970</b>
<b>Non-Current Liabilities</b>				
Other liabilities	-	-	191	146
<b>Total Non-Current Liabilities</b>	<b>-</b>	<b>-</b>	<b>191</b>	<b>146</b>
<b>Net Assets</b>	<b>(144)</b>	<b>(144)</b>	<b>1,390</b>	<b>1,469</b>

Reconciliation to carrying amounts	Arabian Construction Co. - Simplex Infra Private Limited		Simplex Almoayyed WLL	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Opening net assets</b>	(144)	(144)	1,470	1,246
Profit / (Loss) for the year	(*)	(*)	(84)	108
Other comprehensive income	-	-	4	116
<b>Closing net assets</b>	<b>(144)</b>	<b>(144)</b>	<b>1,390</b>	<b>1,470</b>
Group Share in %	50%	50%	49%	49%
Group Share in ₹	(72)	(72)	681	720
<b>Carrying amount</b>	<b>(72)</b>	<b>(72)</b>	<b>681</b>	<b>720</b>
	\$	\$		

\$ restricted to the carrying value of investment made by the Group in the entity.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 29: Interests in other entities (Contd..)

#### (d) Interests in joint ventures (Contd..)

Summarised statement of profit and loss	Arabian Construction Co. - Simplex Infra Private Limited		Simplex Almoayyed WLL		Total	
	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Revenue	-	-	2,779	1,530	2,779	1,530
Other Income	-	-	69	71	69	71
Construction Materials Consumed	-	-	1,772	856	1,772	856
Employee benefits expense	-	-	90	67	90	67
Depreciation and amortisation expense	-	-	160	133	160	133
Other expenses	*	*	910	437	910	437
Income tax expense	-	-	-	-	-	-
<b>Profit / (Loss) for the year</b>	<b>(*)</b>	<b>(*)</b>	<b>(84)</b>	<b>108</b>	<b>(84)</b>	<b>108</b>
Other comprehensive income	-	-	4	116	4	116
<b>Total comprehensive income</b>	<b>(*)</b>	<b>(*)</b>	<b>(80)</b>	<b>224</b>	<b>(80)</b>	<b>224</b>
Group Share in %	50%	50%	49%	49%		
<b>Group Share of:</b>						
<b>Profit/(Loss) for the year</b>	-	-	<b>(41)</b>	<b>53</b>	<b>(41)</b>	<b>53</b>
<b>Other comprehensive income</b>	-	-	<b>2</b>	<b>57</b>	<b>2</b>	<b>57</b>
	\$	\$				

\* Amount is below the rounding off norm adopted by the Group.

\$ restricted to the carrying value of investment made by the Group in the entity.

#### (e) Share of net loss from associates and joint ventures

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Share of profit/(loss) from associates [Refer Note 29(c)]	-	(784)
Share of profit/(loss) from joint ventures [Refer Note 29(d)]	(41)	53
<b>Total share of net loss from associates and joint ventures</b>	<b>(41)</b>	<b>(731)</b>

#### (f) Share of other comprehensive income from associates and joint ventures

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Share of other comprehensive income from associates [Refer Note 29(c)]	-	-
Share of other comprehensive income from joint ventures [Refer Note 29(d)]	2	57
<b>Total share of other comprehensive income from associates and joint ventures</b>	<b>2</b>	<b>57</b>

\* Amount is below the rounding off norm adopted by the Group.

**Note 30:** The Group's operations predominantly consist of construction / project activities, which is considered the only business segment in the context of Ind AS 108 "Operating Segment".

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

### Note 31: Related party transactions

Related Party Disclosures pursuant to Ind AS 24 prescribed under the Act.

Relationship	Names of Related Parties
<b>(a) Where control exists:</b>	
Information relating to subsidiaries have been set out in Note 29(a)	
<b>(b) Name of the related parties with whom transactions were carried out during the year etc. :</b>	
<b>Associates</b>	Simplex Infrastructures LLC Shree Jagannath Expressways Private Limited * Raichur Sholapur Transmission Company Private Limited **
<b>Joint Ventures</b>	Simplex Almoayyed WLL Arabian Construction Co.- Simplex Infra Pvt. Ltd.
<b>Key Management Personnels (KMP)</b>	<b>Executive Directors</b> Mr. Rajiv Mundhra ^ Mr. S. Dutta <b>Non-executive Directors</b> Mr. Sheo Kishan Damani \$ Mr. Pratap Kumar Chakraborty Ms. Indira Biswas Mr. Dinabandhu Mukhopadhyay \$\$ Mr. Shamik Dasgupta \$\$\$ <b>Company Secretary</b> Mr. B. L. Bajoria
<b>Relatives of KMP</b>	Mr. B. D. Mundhra Mrs. Yamuna Mundhra
<b>Entities controlled by Directors or relatives of Directors</b>	Giriraj Apartments Pvt. Ltd. Mundhra Estates Baba Basuki Distributors Private Limited Anjali Tradelink Private Limited Universal Earth Engineering Consultancy Services Private Limited East End Trading & Engineering Co. Pvt. Ltd. Ajay Merchants Pvt. Ltd. Sandeepan Exports (P) Ltd. Regard Fin-Cap Private Limited Simplex Infra Properties Pvt. Limited
<b>Post employment benefit plan entity</b>	Simplex Infrastructures Gratuity Fund Simplex Employees Provident Fund

\* upto 28<sup>th</sup> June, 2022

\*\* upto 09<sup>th</sup> November, 2022

^ upto 31<sup>st</sup> March, 2023; thereafter Non-Executive Chairman

\$ resigned with effect from 25<sup>th</sup> April, 2023

\$\$ with effect from 14<sup>th</sup> November, 2022

\$\$\$ with effect from 25<sup>th</sup> April, 2023

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 31: Related party transactions (Contd..)

#### (c) Transactions with related parties

Particulars	Associates		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23	2023-24	2023-24	2022-23	2023-24	2022-23	2023-24
<b>Share of Profit/(Loss)</b>														
Shree Jagannath Expressways Private Limited	-	(722)	-	-	-	-	-	-	-	-	-	-	-	(722)
Raichur Sholapur Transmission Company Private Limited	-	(62)	-	-	-	-	-	-	-	-	-	-	-	(62)
Simplex Almoayyed WLL	-	-	(41)	53	-	-	-	-	-	-	-	-	(41)	53
	-	<b>(784)</b>	<b>(41)</b>	<b>53</b>	-	-	-	-	-	-	-	-	<b>(41)</b>	<b>(731)</b>
<b>Share of OCI</b>														
Simplex Almoayyed WLL	-	-	2	57	-	-	-	-	-	-	-	-	2	57
	-	-	<b>2</b>	<b>57</b>	-	-	-	-	-	-	-	-	<b>2</b>	<b>57</b>
<b>Contribution during the year</b>														
Simplex Employees Provident Fund	-	-	-	-	-	-	-	-	-	-	362	804	362	804
Simplex Infrastructures Gratuity Fund	-	-	-	-	-	-	-	-	-	-	129	101	129	101
	-	-	-	-	-	-	-	-	-	-	<b>491</b>	<b>905</b>	<b>491</b>	<b>905</b>
<b>Managerial Remuneration #</b>														
Mr. S. Dutta	-	-	-	-	37	37	-	-	-	-	-	-	37	37
Mr. B. L. Bajoria	-	-	-	-	27	27	-	-	-	-	-	-	27	27
	-	-	-	-	<b>64</b>	<b>64</b>	-	-	-	-	-	-	<b>64</b>	<b>64</b>
<b>Sitting Fees</b>														
Mr. Sheo Kishan Damani	-	-	-	-	*	3	-	-	-	-	-	-	*	3
Mr. Pratap Kumar Chakraborty	-	-	-	-	3	3	-	-	-	-	-	-	3	3
Mr. Dinabandhu Mukhopadhyay	-	-	-	-	2	1	-	-	-	-	-	-	2	1
Mr. Shamik Dasgupta	-	-	-	-	1	-	-	-	-	-	-	-	1	-
Ms. Indira Biswas	-	-	-	-	3	3	-	-	-	-	-	-	3	3
	-	-	-	-	<b>9</b>	<b>10</b>	-	-	-	-	-	-	<b>9</b>	<b>10</b>
<b>Reimbursement / (Recovery) of expenses (Net)</b>														
Raichur Sholapur Transmission Company Private Limited	-	(4)	-	-	-	-	-	-	-	-	-	-	-	(4)
	-	<b>(4)</b>	-	-	-	-	-	-	-	-	-	-	-	<b>(4)</b>
<b>Guarantees Given/(released)(net)</b>														
Raichur Sholapur Transmission Company Private Limited	-	(21,118)	-	-	-	-	-	-	-	-	-	-	-	(21,118)
Simplex Infrastructures LLC	830	4,939	-	-	-	-	-	-	-	-	-	-	830	4,939
	<b>830</b>	<b>(16,179)</b>	-	-	-	-	-	-	-	-	-	-	<b>830</b>	<b>(16,179)</b>
<b>Grand Total</b>	<b>830</b>	<b>(16,967)</b>	<b>(39)</b>	<b>110</b>	<b>73</b>	<b>74</b>	-	-	-	-	<b>491</b>	<b>905</b>	<b>1,355</b>	<b>(15,878)</b>

\* Amount is below the rounding off norm adopted by the Group.

# Remuneration is exclusive of perquisites not covered under the Income Tax Act, 1961.

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 31: Related party transactions (Contd..)****(d) Balance outstanding at the year end**

Particulars	Associates		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	
<b>Financial asset- Trade receivable</b>														
Simplex Infrastructures L.L.C	81	81	-	-	-	-	-	-	-	-	-	-	81	
Arabian Construction Co.- Simplex Infra Private Limited	-	-	25	25	-	-	-	-	-	-	-	-	25	
	<b>81</b>	<b>81</b>	<b>25</b>	<b>25</b>									<b>106</b>	
<b>Financial asset- Loans</b>														
Simplex Infrastructures L.L.C #	17,676	17,420	-	-	-	-	-	-	-	-	-	-	17,676	
	<b>17,676</b>	<b>17,420</b>											<b>17,676</b>	
<b>Other financial assets (comprising advances and other items)</b>														
Arabian Construction Co.- Simplex Infra Private Limited	-	-	191	191	-	-	-	-	-	-	-	-	191	
Simplex Infrastructures L.L.C	14,368	14,180	-	-	-	-	-	-	-	-	-	-	14,368	
	<b>14,368</b>	<b>14,180</b>	<b>191</b>	<b>191</b>									<b>14,559</b>	
<b>Financial Liabilities</b>														
Mundhra Estates	-	-	-	-	-	-	-	-	35	35	-	-	35	
	-	-	-	-	-	-	-	-	<b>35</b>	<b>35</b>	-	-	<b>35</b>	
<b>Other Financial Liabilities</b>														
<b>Managerial remuneration</b>														
Mr. Rajiv Mundhra	-	-	-	-	84	84	-	-	-	-	-	-	84	
Mr. S. Dutta	-	-	-	-	45	36	-	-	-	-	-	-	45	
Mr. B. L. Bajoria	-	-	-	-	9	9	-	-	-	-	-	-	9	
<b>Dividend</b>														
Giriraj Apartments Pvt Ltd	-	-	-	-	-	-	-	-	*	*	-	-	*	
Baba Basuki Distributors Private Limited	-	-	-	-	-	-	-	-	12	12	-	-	12	
Simplex Infra Properties Pvt Limited	-	-	-	-	-	-	-	-	1	1	-	-	1	
Anjali Tradelink Private Limited	-	-	-	-	-	-	-	-	4	4	-	-	4	

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 31: Related party transactions (Contd..)**  
**(d) Balance outstanding at the year end (Contd..)**

Particulars	Associates		Joint Ventures		Key Management Personnel		Relative of Key Management Personnel		Entities controlled by Director or relatives of Director		Post employment benefit plan entity		Total	
	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2024	
Universal Earth Engineering Consultancy Private Limited	-	-	-	-	-	-	-	-	1	1	-	-	1	1
East End Trading & Engineering Co Pvt. Ltd	-	-	-	-	-	-	-	-	6	6	-	-	6	6
Ajay Merchants Pvt. Ltd.	-	-	-	-	-	-	-	-	*	*	-	-	*	*
Sandeepan Exports (P) Ltd.	-	-	-	-	-	-	-	-	5	5	-	-	5	5
Regard Fin-Cap Private Limited	-	-	-	-	-	-	-	-	1	1	-	-	1	1
Mr. Rajiv Mundhra	-	-	-	-	9	9	-	-	-	-	-	-	9	9
Mrs. Yamuna Mundhra	-	-	-	-	-	-	11	11	-	-	-	-	11	11
Mr. B. D. Mundhra	-	-	-	-	-	-	15	15	-	-	-	-	15	15
	-	-	147	138	-	-	26	26	30	30	-	-	203	194
<b>Other Current Liabilities</b>														
Simplex Employees Provident Fund	-	-	-	-	-	-	-	-	-	-	694	578	694	578
Simplex Infrastructures Gratuity Fund	-	-	-	-	-	-	-	-	-	-	915	725	915	725
	-	-	-	-	-	-	-	-	-	-	1,609	1,303	1,609	1,303
<b>Guarantees Given</b>														
Simplex Infrastructures L.L.C	66,122	65,292	-	-	-	-	-	-	-	-	-	-	66,122	65,292
	66,122	65,292	-	-	-	-	-	-	-	-	-	-	66,122	65,292
<b>Grand Total</b>	98,247	96,973	216	216	147	138	26	26	65	65	1,609	1,303	1,00,310	98,721

\* Amount is below the rounding off norm adopted by the Group.

## Including exchange difference of ₹3,753 [F.Y. 2022-23 ₹3,497]

**Terms and Conditions:**

Balances of Trade receivables are non-interest bearing. All outstanding balances are unsecured and repayable in cash.



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 31: Related party transactions (Contd..)****(e) Key management personnel compensation - Summary :**

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Managerial Remuneration	64	64
<b>Total compensation</b>	<b>64</b>	<b>64</b>

Note: Post employment benefit costs are recognised as per actuarial valuation from which expenses relating to individual employees are not readily available.

**Note 32: Computation of Earnings per Equity Share (Basic and Diluted)**

Particulars	F.Y. 2023-24	F.Y. 2022-23
(a) (i) Weighted average number of Equity Shares outstanding	5,71,42,820	5,71,42,820
(ii) Face Value of each Equity Share (In ₹)	2/-	2/-
(b) Profit / (Loss) for the year attributable to Owners of the Parent Company	(7,227)	(47,089)
(c) Basic earnings per share attributable to the equity holders of the Parent Company [(b)/ (a)(i)] (In ₹)	(12.65)	(82.41)
(d) Diluted earnings per share attributable to the equity holders of the Parent Company [same as (c) above] (In ₹)	(12.65)	(82.41)

**Note 33 : Contingent Liabilities - Attributable to Claims against the Group not acknowledged as debts:**

(i) In respect of the contingent liabilities set out below, pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
a) Interest (others)	6	6
b) Professional Tax	4	4
c) Sales Tax / Value Added Tax	12,784	15,716
d) Entry Tax	622	667
e) Excise Duty	1,572	1,572
f) Income Tax	1,386	1,386
g) Goods and Service Tax	13,943	3,022
h) Service Tax	179	2,832
i) The Group does not expect any reimbursement in respect of the above matters.		

(ii) There are numerous interpretative issues relating to the Supreme Court (SC) judgement on Provident Fund dated 28<sup>th</sup> February, 2019. As a matter of caution, the Group has made a provision on a prospective basis from the date of the SC order. The Group will update its provision, on receiving further clarity on the subject.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 34 : Contingent Liabilities - Attributable to Guarantees:

In respect of Guarantees set out below, the cash outflows, if any, could generally occur during the validity period of the respective guarantees:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
i) Corporate Guarantees given to Banks against credit facilities extended to third parties.		
a) In respect of Associates #	66,122	65,292

# Relates to the following:

(A) Amount of credit facilities utilised aggregating ₹66,122 (31<sup>st</sup> March, 2023: ₹65,292) against corporate guarantee given to banks of ₹66,122 (31<sup>st</sup> March, 2023: ₹65,292) in respect of an associate.

**Note 35 :** The Group has incurred loss of ₹7,227 for the year ended 31<sup>st</sup> March, 2024 (₹47,098 for the year ended 31<sup>st</sup> March, 2023) as also there was default in payment of Financial Debts to its Bankers and other financial lenders amounting to ₹498,884 as on 31<sup>st</sup> March, 2024 (31<sup>st</sup> March, 2023: ₹483,021). Based on deed of Assignment dated 28<sup>th</sup> March, 2024, the majority of Lenders of the Parent Company had assigned their outstanding debt as of 29<sup>th</sup> July, 2023 (cut-off date) in favour of National Asset Reconstruction Company Limited ("NARCL"). NARCL has also appointed India Debt Resolution Company Limited ("IDRCL") as their exclusive service agent as intimated to us vide letter dated 03.04.2024 for debt Management and resolution of debt. The Group is in the process of finalizing resolution plan with NARCL / IDRCL and other Lenders who have not assigned their debts to NARCL. The Group is confident of improving its credit profile including time bound realisation of its asset, arbitration claim etc. which would result in meeting its obligation in due course of time. Accordingly, management consider it is appropriate to prepare these financial results on a going concern basis.

**Note 36 :** The quarterly returns or statements filed for the year ended 31 March, 2024 by the Parent Company for working capital limits with banks are in agreement with the books of account of the Parent Company.

**Note 37 :** Trade receivables aggregating ₹19,775 (31<sup>st</sup> March, 2023: ₹13,935) [included under Note 7(b)] as on 31<sup>st</sup> March, 2024 from customers in respect of various project sites are outstanding for a long period of time. At this stage, based on discussions and correspondences with customers, the management believes the above balances are good and recoverable.

Inventories aggregating ₹843 (31<sup>st</sup> March, 2023: ₹887) [included under Note 6] as on 31<sup>st</sup> March, 2024 pertaining to certain completed project sites are readily usable.

Retention monies due from customers are receivable only after clearance of final bill, by customers and after expiry of defect liability period after execution of contracts. In the opinion of the management, such retention amounts aggregating ₹6,043 (31<sup>st</sup> March, 2023: ₹3,271) (included under Note 9) of certain completed contracts as on 31<sup>st</sup> March, 2024 are good and recoverable.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issue in their Audit report on the Group's financial statements for the year ended 31<sup>st</sup> March, 2024.

**Note 38 :** Loans and Advances amounting to ₹35,531 (31<sup>st</sup> March, 2023: ₹35,063) [included under Note 7(e), 7(f) and Note 9] for which the Group is in active pursuit and confident of recovery / settlement of such advances within a reasonable period of time.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issue in their Audit report on the Group's financial statements for the year ended 31<sup>st</sup> March, 2024.

**Note 39 :** The Parent Company has defaulted in servicing of its Debts (including interest) to all Lenders. Hence, the accounts of the Parent Company have been classified as Non-Performing Asset (NPA) by its Lenders. Consequently, majority of the Lenders stopped charging interest on facilities given to the Parent Company, in their books of account

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

and subsequently majority of Lenders had assigned outstanding debt to NARCL as stated in Note No.35 above. Accordingly, the Parent Company has decided not to provide any interest charge on fund based borrowing facilities provided by various Lenders for the year ended 31<sup>st</sup> March, 2024 amounting to ₹71,062. Further interest debited by the Lenders who have not assigned their debts to NARCL has not been reversed.

**Note 40 :** (a) Recognition of unbilled revenue is based on Cost to Complete (CTC) estimates as per Percentage of Completion Method (POCM) under Ind AS 115 'Revenue from Contracts with Customers'. This CTC is regularly reviewed and necessary changes are effected by the Management. Certification of unbilled revenue by customers and acceptance of final bills by customers often takes significant period of time and varies from project to project. At this stage, based on discussions with concerned customers, the Management believes that unbilled revenue of ₹76,497 (31<sup>st</sup> March, 2023: ₹41,584) [included under Note 9] as on 31<sup>st</sup> March, 2024 will be billed and realised in due course.

The said reasons explain the joint auditor's qualification and emphasis of matter on the same issue in their Audit report on the Group's financial statements for the year ended 31<sup>st</sup> March, 2024.

(b) Deferred Tax Asset will be adjusted against future projected current tax liability. The Parent Company is confident that the Resolution Plan which is under process of finalisation will be approved by the Lenders and the said projected profit and current tax liability will be adjusted against the Deferred Tax Asset. The said reasons explain the joint auditor's emphasis of matter on the same issue in their Audit report on the Group's financial statements for the year ended 31<sup>st</sup> March, 2024.

**Note 41 : Assets pledged as security**

The carrying amounts of certain categories of assets pledged as security for current and non-current borrowings pursuant to the requirements of Ind AS 2, Ind AS 16, Ind AS 38 and Ind AS 107:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
<b>Current assets</b>		
Financial assets	3,41,666	3,19,899
<b>Non-financial assets</b>		
Inventories	28,175	31,561
<b>Total (A)</b>	<b>3,69,841</b>	<b>3,51,460</b>
<b>Non-current assets</b>		
Property, plant and equipment	45,092	51,917
Intangible Assets	1	1
<b>Total (B)</b>	<b>45,093</b>	<b>51,918</b>
<b>Total (A + B)</b>	<b>4,14,934</b>	<b>4,03,378</b>

**Note 42 : Information in accordance with the requirements of the Indian Accounting Standard (Ind AS 115) on 'Revenue from Contracts with Customers'.****(i) Revenue from operations**

Particulars	F.Y. 2023-24	F.Y. 2022-23
<b>Income</b>		
Income from Contracts and Services (Refer Note 19)	1,36,164	1,83,904
Other operating income (Refer Note 19)	2,683	3,479
	<b>1,38,847</b>	<b>1,87,383</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 42 : Information in accordance with the requirements of the Indian Accounting Standard (Ind AS 115) on 'Revenue from Contracts with Customers'. (Contd.)

(ii) The Group recognises revenue from contracts with customers which includes Government and Non-Government customers, for construction / project activities over a period of time. During the year substantial part of the Company's business has been carried out in India.

#### (iii) Contract balances

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Trade receivables [Refer Note 7(b)]	1,34,660	1,37,558
Contract assets [Refer Note 9]	4,68,504	4,75,687
Contract liabilities [Refer Note 16]	10,348	19,087

The credit period towards trade receivables generally ranges between 30 to 180 days. Further the customer retains certain amounts as per the contractual terms which usually fall due on the completion of defect liability period (DLP) of contract. These retentions are made to protect the customer from the Group failing to adequately complete all or some of its obligations under the contract.

Contract assets are initially recognised for revenue earned from transfer of goods and services but not billed to customer because the work completed has to meet technical requirements as well as various milestones as set out in the contract with customers. Upon fulfilling the said requirements and acceptance by the customer, the amounts recognised as contract assets are reclassified to trade receivables. Contract liabilities include advances received from customers towards mobilisation of resources, purchase of materials, etc. Impairment losses recognised on contract assets and trade receivables have been disclosed in note 28.

#### (iv) Set out below is the amount of revenue recognised during the period from Contract liability balance at the beginning of the period:

Particulars	F.Y. 2023-24	F.Y. 2022-23
Revenue recognised during the period from Contract liability balance at the beginning of the period	646	894

#### (v) Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

There is no difference in the contract price negotiated and the revenue recognised during the period in the statement of profit and loss.

#### (vi) Performance obligation

Method used to recognise revenue and timing of satisfaction of performance obligations have been disclosed in note 1.14. The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) is ₹524,534 (March, 2023: ₹752,622) by the Group which will be recognised as revenue over the respective project durations. Generally the project duration of contracts with customers is more than 12 months.

### Note 43 : Commitments

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
a) Capital Commitments contracted for at end of reporting period but not recognised as liabilities:		
Property, plant and equipment	7	22
b) Uncalled liability on partly paid shares	1	1

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 43 : Commitments (Contd.)**

## c) Other Commitments

i) The Parent Company has given, inter alia, the following undertakings :

- (a) The Group has entered into short-term leases for offices, warehouses, employee accommodations, equipments, etc. Terms of the lease include operating term for renewal, terms of cancellation, etc.

**Note 44 : Leases**

(a) The Group has entered into short-term leases for offices, warehouses, employee accommodations, equipments, etc. Terms of the lease include operating term for renewal, terms of cancellation, etc.

(b) Lease payments in respect of (c) above are recognised in the statement of profit and loss under the heads 'Rent' and 'Equipment Hire Charges' in Note 25.

**Note 45 : Loans to Associates**

Name of the Company	Balance as at		Maximum outstanding during	
	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023	F.Y. 2023-2024	F.Y. 2022-2023
Shree Jagannath Expressways Private Limited	-	-	6,392	6,392
Simplex Infrastructures LLC	17,676	17,420	17,676	17,420

**Note 46: Offsetting financial assets and financial liabilities****Effect of offsetting on the balance sheet:**

The following table presents the recognised financial instruments that are offset as at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023. The column 'net amount' shows the net amount presented in the balance sheet after offsetting.

Particulars	Note	Effect of offsetting on the balance sheet		
		Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet
<b>As at 31<sup>st</sup> March, 2024</b>				
<b>Financial assets</b>				
Trade receivables	7(b)	1,37,092	(2,432)	1,34,660
<b>Total</b>		<b>1,37,092</b>	<b>(2,432)</b>	<b>1,34,660</b>
<b>Financial liabilities</b>				
Trade payables	15(b)	1,48,198	(2,432)	1,45,766
<b>Total</b>		<b>1,48,198</b>	<b>(2,432)</b>	<b>1,45,766</b>

Particulars	Note	Effect of offsetting on the balance sheet		
		Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet
<b>As at 31<sup>st</sup> March, 2023</b>				
<b>Financial assets</b>				
Trade receivables	7(b)	1,39,588	(2,030)	1,37,558
<b>Total</b>		<b>1,39,588</b>	<b>(2,030)</b>	<b>1,37,558</b>
<b>Financial liabilities</b>				
Trade payables	15(b)	1,60,531	(2,030)	1,58,501
<b>Total</b>		<b>1,60,531</b>	<b>(2,030)</b>	<b>1,58,501</b>

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 47: Amount subject to master netting arrangements but not offset:

The Group does not have any financial assets and financial liabilities subject to master netting arrangements but not offset in the respective financial years.

### Note 48: Capital Management

#### (a) Risk management

The Group's objectives when managing capital are to

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Management regularly monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet).

The gearing ratios were as follows:

Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
Net debt	7,12,283	5,92,845
Total equity	23,332	30,208
<b>Net debt to equity ratio</b>	<b>30.53</b>	<b>19.63</b>

The debt capital is subject to usual debt covenants, such as timely servicing of debts, maintaining adequate security coverage and appropriate gearing ratios etc. as may be specified by the lenders from time to time.

**Note 49:** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

**Note 50 (a):** Details of balances outstanding in respect of transactions undertaken with a company struck-off under section 248 of the Companies Act, 2013:

Sl. No.	Name of struck off Company	Nature of transactions with struck-off Company	Balance as at 31 <sup>st</sup> March, 2024	Balance as at 31 <sup>st</sup> March, 2023	Relationship with the struck-off Company
1	A -1 Executors Pvt. Ltd	Purchase of goods and receiving of services	4	4	Vendor
2	Fundamental Infratech Pvt. Ltd.	- Do -	1	1	Vendor
3	M/S Anil Projects Pipelines Pvt. Ltd	- Do -	1	1	Vendor
4	Pacific Paras Infra Pvt. Ltd.	- Do -	3	3	Vendor
5	Purnashree Infrastructures Pvt. Ltd.	- Do -	1	1	Vendor
6	Radhey Trauma Center Pvt. Ltd.	- Do -	-	2	Vendor
7	Rekha Builders & Dismantling Works Pvt. Ltd.	- Do -	7	7	Vendor
8	Solitaire HR Consultancy Pvt. Ltd	- Do -	59	62	Vendor
9	Alfa Guard Services Pvt. Ltd.	- Do -	*	*	Vendor
10	Allied Scientific Instruments & Engineering Works	- Do -	*	*	Vendor

**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 50 (a) :** Details of balances outstanding in respect of transactions undertaken with a company struck-off under section 248 of the Companies Act, 2013: (Contd..)

Sl. No.	Name of struck off Company	Nature of transactions with struck-off Company	Balance as at 31 <sup>st</sup> March, 2024	Balance as at 31 <sup>st</sup> March, 2023	Relationship with the struck-off Company
11	TGV Constructions Pvt. Ltd.	- Do -	*	*	Vendor
12	K I Mir Construction Company Pvt. Ltd.	- Do -	*	*	Vendor
13	Bulldyers Protections Pvt. Ltd.	- Do -	1	1	Vendor
14	Goodwin Steel & Trading	- Do -	*	*	Vendor
15	Ambition Vincom Pvt. Ltd.	- Do -	*	*	Vendor
16	Nagadi Consultants Pvt. Ltd.	- Do -	*	*	Vendor
17	Shiv Gauri Infra Engineering Pvt Ltd	- Do -	45	49	Vendor
18	R K Proinfra Private Limited	- Do -	12	12	Vendor
19	Auskini Infraqp Private Limited	- Do -	11	11	Vendor
20	Suchita Engineering & Construction (P) Ltd	- Do -	9	9	Vendor
21	Tharunkumars Foundations Private Limited	- Do -	8	10	Vendor
22	Kaydeecon Infratech (P) Ltd	- Do -	7	7	Vendor
23	L J Builders & Promoters Private Limited	- Do -	6	6	Vendor
24	Studd Safety Product	- Do -	3	3	Vendor
25	Dhanraj Korde Infra Private Limited	- Do -	3	3	Vendor
26	Atlantic Works Private Limited	- Do -	3	3	Vendor
27	Sampada Infratech Private Limited	- Do -	2	2	Vendor
28	ER Infra Innovative Private Limited	- Do -	2	2	Vendor
29	M/S Ferramech Building System (P) Ltd	- Do -	2	2	Vendor
30	Kanhaiya Chandrabhan Singh Security Force (Opc) Private Limited	- Do -	2	2	Vendor
31	Naman Devcon India Pvt. Ltd	- Do -	1	1	Vendor
32	Pb Infrastructure & Engineering Private Limited	- Do -	1	1	Vendor
33	Kamala Mills Ltd	- Do -	1	1	Vendor
34	Om Techno Solve Private Limited	- Do -	1	1	Vendor
35	Toplink Enclave Private Limited	- Do -	1	1	Vendor
36	Maa Ugra Tara Power Private Limited	- Do -	1	1	Vendor
37	Deepa Fabricators Private Limited	- Do -	1	1	Vendor
38	System Infrastructure Engineering Pvt. Ltd.	- Do -	19	19	Vendor
39	Devi Shakti Infrastructure Pvt. Ltd.	- Do -	6	6	Vendor
40	Hki Interiors & Infra Private Limited	- Do -	3	3	Vendor

\* Amount is below the rounding off norm adopted by the Group.

**Note 50 (b):** The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.**Note 51 :** Details of Loans and advances in nature of loans granted to the Associates repayable on demand.

Type of Borrower	As at 31 <sup>st</sup> March, 2024	% of Total ^	As at 31 <sup>st</sup> March, 2023	% of Total ^
Simplex Infrastructures LLC	17,676	96.02	17,420	91.03
<b>Total</b>	<b>17,676</b>	<b>96.02</b>	<b>17,420</b>	<b>91.03</b>

^ represents percentage to the total loans

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 52: Right of use Asset and Lease Liabilities

The Group has right of use assets relating to office. The details and movement thereof is provided below :

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Opening Balance	8	-
Addition	-	9
Depreciation	2	1
<b>Closing Balance</b>	<b>6</b>	<b>8</b>

### Movement in Lease Liabilities

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Opening Balance	8	-
Addition	-	9
Interest Expenses	*	1
Payment	2	2
<b>Closing Balance</b>	<b>6</b>	<b>8</b>
Break up of Lease Liabilities		
Current	1	1
Non-Current	5	7

### Details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	For the year ended 31 <sup>st</sup> March, 2024	For the year ended 31 <sup>st</sup> March, 2023
Less than one year	1	2
One to five years	5	8
More than five years	-	-
<b>Total</b>	<b>6</b>	<b>10</b>

\* Amount is below the rounding off norm adopted by the Group.



**Notes to the Consolidated Financial Statements** as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)  
**Note 53: Additional information required by Schedule III** (All amounts in ₹ Lakhs, unless otherwise stated)  
**Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures for the year ended 31<sup>st</sup> March, 2024.**

Name of the Enterprise	As at 31 <sup>st</sup> March, 2024		For the year ended 31 <sup>st</sup> March, 2024		For the year ended 31 <sup>st</sup> March, 2024		For the year ended 31 <sup>st</sup> March, 2024	
	Net Assets i.e. total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of total consolidated net assets	Amount	As % of total consolidated profit and loss	Amount	As % of total consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
Simplex Infrastructures Limited	93.44	21,801	99.47	(7,189)	104.56	367	99.21	(6,822)
<b>Subsidiaries (group's share)</b>								
<b>Indian</b>								
Simplex Infra Development Private Limited @	37.00	8,633	(0.11)	8	-	-	(0.12)	8
PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.	0.60	140	*	*	-	-	*	*
<b>Foreign</b>								
Simplex (Middle East) Limited @	2.86	667	0.19	(14)	2.56	9	0.07	(5)
Simplex Infrastructures Libya Joint Venture Co	(2.85)	(665)	-	-	*	*	*	*
Non-Controlling Interest in all subsidiaries	0.58	136	*	*	*	*	*	*
<b>Associates (Investments accounted for as per equity method)</b>								
<b>Indian</b>								
Shree Jagannath Expressways Private Limited	-	-	-	-	-	-	-	-
Raichur Sholapur Transmission Company Private Limited	-	-	-	-	-	-	-	-
<b>Foreign</b>								
Simplex Infrastructures LLC	-	-	-	-	-	-	-	-
<b>Joint Ventures (Investment accounted for as per equity method)</b>								
<b>Indian</b>								
Arabian Construction Company - Simplex Infra Private Limited (ACC-SIPL)	-	-	-	-	-	-	-	-
<b>Foreign</b>								
Simplex - Almoayyed W.L.L. (SAWLL) #	1.68	393	0.57	(41)	0.57	2	0.57	(39)
Adjustments arising out of consolidation	(33.31)	(7,773)	(0.12)	9	(7.69)	(27)	0.27	(18)
<b>Total Consolidated</b>	<b>100.00</b>	<b>23,332</b>	<b>100.00</b>	<b>(7,227)</b>	<b>100.00</b>	<b>351</b>	<b>100.00</b>	<b>(6,876)</b>

\* Amount is below the rounding off norm adopted by the Group.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

### Note 53: Additional information required by Schedule III (Contd..)

**Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures for the year ended 31<sup>st</sup> March, 2023.**

Name of the Enterprise	As at 31 <sup>st</sup> March, 2023		For the year ended 31 <sup>st</sup> March, 2023		For the year ended 31 <sup>st</sup> March, 2023		For the year ended 31 <sup>st</sup> March, 2023	
	Net Assets i.e. total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of total consolidated net assets	Amount	As % of total consolidated profit and loss	Amount	As % of total consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
Simplex Infrastructures Limited	94.75	28,623	107.49	(50,624)	102.22	2,252	107.74	(48,372)
<b>Subsidiaries (group's share)</b>								
<b>Indian</b>								
Simplex Infra Development Private Limited (Formerly Simplex Infra Development Limited)@	28.56	8,626	(8.98)	4,230	-	-	(9.42)	4,230
PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.	0.46	139	0.03	(16)	-	-	0.04	(16)
<b>Foreign</b>								
Simplex (Middle East) Limited @	2.22	670	0.04	(17)	(6.95)	(153)	0.38	(170)
Simplex Infrastructures Libya Joint Venture Co.	(2.20)	(665)	-	-	(1.45)	(32)	0.07	(32)
Non-Controlling Interest in all subsidiaries	0.45	136	0.02	(9)	(0.86)	(19)	0.06	(28)
<b>Associates (Investments accounted for as per equity method)</b>								
<b>Indian</b>								
Shree Jagannath Expressways Private Limited	-	-	1.53	(722)	-	-	1.61	(722)
Raichur Sholapur Transmission Company Private Limited	-	-	0.13	(62)	-	-	0.14	(62)
<b>Foreign</b>								
Simplex Infrastructures LLC	-	-	-	-	-	-	-	-
<b>Joint Ventures (Investment accounted for as per equity method)</b>								
<b>Indian</b>								
Arabian Construction Company - Simplex Infra Private Limited (ACC-SIPL)	-	-	-	-	-	-	-	-
<b>Foreign</b>								
Simplex - Almoayyed W.L.L. (SAWLL) #	1.43	433	(0.11)	53	2.59	57	(0.25)	110
Adjustments arising out of consolidation	(25.67)	(7,754)	(0.15)	69	4.45	98	(0.37)	167
<b>Total Consolidated</b>	<b>100.00</b>	<b>30,208</b>	<b>100.00</b>	<b>(47,098)</b>	<b>100.00</b>	<b>2,203</b>	<b>100.00</b>	<b>(44,895)</b>

\* Amount is below the rounding off norm adopted by the Group.

@ Financial impact is inclusive of its Subsidiaries / Joint Ventures / Associates, as applicable.

# All Components of the Group follow same reporting date as that of the Parent Company i.e. 31<sup>st</sup> March with the exception of SAWLL, a Joint Venture, whose reporting date is 31<sup>st</sup> December. The audited financial statements of SAWLL has been consolidated as of the reporting date i.e. 31<sup>st</sup> December after giving impact of significant transactions for next three months.

## Notes to the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March, 2024 (Contd..)

(All amounts in ₹ Lakhs, unless otherwise stated)

**Note 54 :** Previous year's figures are regrouped/ rearranged, where necessary, to conform to the current year's presentation.

Signatures to Notes 1 to 54.

**For Chaturvedi & Co LLP**

Firm Registration Number: 302137E/E300286  
Chartered Accountants

**S. C. Chaturvedi**

Partner  
Membership Number: 012705

**For Binayak Dey & Co.**

Firm Registration Number: 328896E  
Chartered Accountants

**Binayak Dey**

Proprietor  
Membership Number: 062177

**For and on behalf of Board of Directors**

**Rajiv Mundhra**

Chairman  
DIN - 00014237

**S. Dutta**

Whole-time Director &  
Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**

Sr. V.P. & Company  
Secretary

Kolkata, 29<sup>th</sup> May, 2024

## Form AOC-1

Statement containing salient features of the financial statement of Subsidiaries/ Associate Companies/ Joint Ventures [Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014]

## Part "A" : Subsidiaries

(All amounts in ₹ Lakhs, unless otherwise stated)

Sl. No.	Particulars	Simplex (Middle East) Limited (Refer Note 2 below)	Simplex Infrastructures Libya Joint Venture Co.	Simplex Infra Development Private Limited	Maa Durga Expressways Private Limited	Jaintia Highway Private Limited	PC Patel Mahalakshmi Simplex Consortium Pvt. Ltd.
1	Reporting Currency	AED	LYD	INR	INR	INR	INR
2	Closing exchange rate against Indian Rupee as on 31 <sup>st</sup> March, 2024 (In ₹)	22.70	17.16	-	-	-	-
3	Equity Share Capital	92.14	732.60	8,459.00	1,000.00	351.00	10.00
4	Other Equity	619.01	(1,397.96)	116.21	(958.37)	(334.58)	129.71
5	Total Assets	797.80	11.97	8,737.64	74.40	19.68	22,117.96
6	Total equity and liabilities	797.80	11.97	8,737.64	74.40	19.68	21,117.96
7	Investments	-	-	-	10.07	-	-
8	Turnover	-	-	-	-	-	38,719.87
9	Profit / (Loss) before Taxation	(13.63)	-	7.61	0.40	(0.33)	44.43
10	Provision for Taxation	-	-	-	-	-	44.27
11	Profit / (Loss) after Taxation	(13.63)	-	7.61	0.40	(0.33)	0.16
12	Proposed Dividend	-	-	-	-	-	-
13	% of Shareholding (Refer Note 3)	100%	65%	100%	100%	100%	51%
	Country	United Arab Emirates	Libya	India	India	India	India

- Notes:**
- 1) The above figures are before elimination of inter-company balances and transactions.
  - 2) Financials is inclusive of its Subsidiary.
  - 3) Percentage of shareholding is either by the Company or through its subsidiary.

## Part "B" : Associate and Joint Ventures

Sl. No.	Particulars	Simplex Infrastructures L.L.C	Arabian Construction Company - Simplex Infra Private Limited	Simplex - Almoayed W.L.L.
1	Latest audited Balance Sheet Date	31.03.2024	31.03.2024	31.12.2023
2	Shares of Associate/Joint Ventures held by the company on the year end :			
	- In No.	1,12,500	2,50,000	4,900
	- Amount of Investment in Associates / Joint Ventures	87.00	25.00	287.42
	- Extent of holding % (Refer Note A)	45%	50%	49%
3	Description of how there is significant influence	Shareholding	Shareholding	Shareholding
4	Reason why the associate/joint venture is not consolidated	N.A	N.A	N.A
5	Networth attributable to Shareholding as per latest audited Balance Sheet	(12,074.85)	(72.00)	724.80
6	Profit / (Loss) for the year			
	- Considered in Consolidation	- #	- #	(41.00)
	- Not Considered in Consolidation	N.A	N.A	N.A
	Reporting Currency	OMR	INR	BHD
	Country	Sultanate of Oman	India	Kingdom of Bahrain

**Notes:**

- A. Extent of holding percentage is either by the Company or through its subsidiary.  
# restricted to the carrying value of investment made by the group in the entity as on the reporting date / prior period as applicable.

**Rajiv Mundhra**  
Chairman  
DIN - 00014237

**S. Dutta**  
Whole-time Director & Chief Financial Officer  
DIN - 00062827

**B. L. Bajoria**  
Sr. V.P. & Company Secretary







[www.simplexinfra.com](http://www.simplexinfra.com)



Simplex Infrastructures Limited

Registered office:  
**'SIMPLEX HOUSE'**  
27 Shakespeare Sarani, Kolkata 700 017





## SIMPLEX INFRASTRUCTURES LIMITED

CIN - L45209WB1924PLC004969

Regd. Office: "SIMPLEX HOUSE", 27, Shakespeare Sarani, Kolkata-700017

Tel:033-23011600, Fax: 033-22835964

e-mail: [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com), website: [www.simplexinfra.com](http://www.simplexinfra.com)

# NOTICE

**NOTICE** is hereby given that the One Hundred and Sixth Annual General Meeting of the Members of **SIMPLEX INFRASTRUCTURES LIMITED** will be held on Saturday, 21<sup>st</sup> day of September, 2024 at 2.00 P.M through Video Conferencing / Other Audio Visual Means to transact the following businesses:

### ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Shamik Dasgupta (DIN: 01127296), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

3. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹2,50,000/- (Rupees Two Lakhs Fifty Thousand only) plus out of pocket expenses and applicable taxes, payable to M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No.00140), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2024-25, be and is hereby ratified;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things, necessary and expedient to give effect to the resolution."

4. To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Sukumar Dutta (DIN: 00062827), Whole-time Director & CFO of the Company be and is hereby re-appointed as a Whole-time Director & CFO, for a period of 1 (one) year commencing from 1<sup>st</sup> September, 2024, liable to retire by

## Notice (Contd.)

rotation, on the terms and conditions including remuneration as set out in the Statement pursuant to section 102 (1) of the Act annexed to the Notice convening this Meeting subject to the limits prescribed under section 197 and Schedule V to the Companies Act, 2013 including any amendment, modification, variation or re-enactment thereof for the time being in force, be and is hereby approved;

**RESOLVED FURTHER THAT** the Board, on the basis of recommendation of Nomination and Remuneration Committee of Directors, be and is hereby authorized to revise, alter, amend, modify and vary the terms and conditions of the said re-appointment from time to time in accordance with the statutory limits/ approvals as may be applicable for the time being in force to determine the amount of salary, allowances, incentives, variables, perquisites and other benefits payable to Mr. Sukumar Dutta in such manner as may be agreed to between the Board and Mr. Sukumar Dutta and to do all such acts, deeds, matters and things and execute all such agreements, documents, instruments and writings as may be required in regard to the said re-appointment as it may in its sole and absolute discretion deem fit, to give effect to this resolution;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall deem to include any Committee of the Board) shall, in accordance with the statutory limits/approvals as may be applicable for the time being in force, be at full liberty to revise/alter/modify/amend the terms and conditions of the said appointment and/or remuneration, from time to time, as it may deem fit and to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

By Order of the Board  
For **SIMPLEX INFRASTRUCTURES LIMITED**  
**B. L. BAJORIA**  
*SR. V. P. & COMPANY SECRETARY*  
Membership No. : FCS 3020

Kolkata

Dated: August 14, 2024

## Notice (Contd.)

### NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the special businesses to be transacted at the 106<sup>th</sup> AGM is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com).
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. The Register of Members and Transfer books of the Company will remain closed from **15<sup>th</sup> September, 2024 to 21<sup>st</sup> September, 2024 (both days inclusive)**.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited, National Stock Exchange of India Limited and The Calcutta Exchange Limited at [www.bseindia.com](http://www.bseindia.com), [www.nseindia.com](http://www.nseindia.com) and [www.cse-india.com](http://www.cse-india.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No.2/2021 dated January 13, 2021 and further extension provided in the latest MCA General Circular No. 9/2023 dated September 25, 2023.

**Notice (Contd.)**

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Tuesday, 17<sup>th</sup> September, 2024 at 09:00 A.M. and ends on Friday, 20<sup>th</sup> September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 14<sup>th</sup> September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 14<sup>th</sup> September, 2024.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system**





**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p><b>Individual Shareholders holding securities in demat mode with NSDL.</b></p>	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

## Notice (Contd.)

Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div>
<p><b>Individual Shareholders holding securities in demat mode with CDSL</b></p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p><b>Individual Shareholders (holding securities in demat mode) login through their depository participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

## Notice (Contd.)

### Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

### B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

#### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - (a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - (c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for

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NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - (a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - (b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - (c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) , [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e Saturday, 14<sup>th</sup> September 2024 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/

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RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. **1800 1020 990 and 1800 22 44 30**. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Saturday, 14<sup>th</sup> September, 2024 may follow steps mentioned in the Notice of the AGM under Step 1: "Access to NSDL e-Voting system" (Above).

3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.



## Notice (Contd.)

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com). The same will be replied by the company suitably latest by 05:00 p.m. (IST) on Saturday, 14<sup>th</sup> September, 2024.
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [secretarial.legal@simplexinfra.com](mailto:secretarial.legal@simplexinfra.com) latest by 05:00p.m. (IST) on Saturday, 14<sup>th</sup> September, 2024. The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
9. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
10. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call 022 - 4886 7000 and 022 - 2499 7000.

### STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

#### Item No. 3

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Mukesh Kumar & Associates, Cost Accountants (Firm Registration No: 00140) as Cost Auditors to conduct the audit of records of Cost Audit for the financial year 2024-2025. In terms of the provisions of section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2013, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item no. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2024-25.

The Board therefore, recommends the Resolution set out in Item No. 3 of the accompanying Notice for adoption as an Ordinary Resolution by the Members.

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**None of the Directors and/or Key Managerial Personnel of the Company and their relatives are, in anyway, concerned or interested, financial or otherwise in the said resolution, set out at Item No. 3**

### Item No. 4

The tenure of Mr. Sukumar Dutta, Whole-time Director & CFO is due to expire on 31<sup>st</sup> August, 2024. The Board feels that his continued association would be of immense benefit to the Company considering his rich experience and contribution to the Company. Mr. Sukumar Dutta has given his consent to continue to act as the director of the Company, pursuant to Section 152 of the Act. Accordingly, on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company accorded their approval for re-appointment of Mr. Dutta as a Whole-time Director & CFO for a further period of one year commencing from 1<sup>st</sup> September, 2024, subject to approval of the Members.

Mr. Dutta, Whole-time Director & CFO, aged 85 years, M.Com., L.L.B., F.C.A. is finance professional with over five decades of experience in corporate finance and accounts, taxation, management consultancy, mergers & acquisitions, financial management and business administration of large corporates. He joined the Company in the year 2001 and has a distinguished career with the Company. Mr. Dutta with his wealth of experience is actively involved in the overall corporate accounts, administration, auditing and finance of the Company. The Board is of the opinion that considering the long association and experience of Mr. Dutta, he may be re-appointed as a Whole-time Director & CFO of the Company.

The broad particulars of the terms of re-appointment and remuneration payable to Mr. Dutta as under –

(i) Tenure:

1 (one year) with effect from 1<sup>st</sup> September, 2024

(ii) Salary:

The salary, allowances and incentives, variables and other benefits etc will be determined by the Board of Directors on recommendation of the Nomination and Remuneration Committee from time to time within the range of ₹2,50,000/- to ₹15,00,000/- per month.

(iii) Perquisites & Allowances:

1. Reimbursement of medical/hospitalization expenses to the whole-time Directors & CFO and dependent members of his family in accordance with the Rules of the Company and/or medical Insurance under Section 80D of the Income Tax Act, 1961 as amended from time to time.
2. Gratuity payable will not exceed half a month's salary for each completed year of service.
3. Use of telephone (s) at his residence, the rent, call charges and other outgoings including mobile phone thereof to be paid by the Company.
4. Use of a motor car with driver.
5. Any other perquisites as may be allowed to Senior Executives of the Company from time to time

(iv) The appointment may be terminated by three months notice from either side.

(v) The Whole-time Director & CFO shall exercise such powers and perform such duties as he may be entrusted with from time to time, by the Board of Directors.

Schedule V PART II Section II provides for remuneration payable by companies having no profit or inadequate profit, where it states that the Company may pay the minimum remuneration based on the effective capital of the Company. Further, Sec 197 of the Companies Act, 2013 and Schedule V provides for overall maximum managerial remuneration in case of absence or inadequacy of profit. One of the terms and conditions, inter alia, as provided in Section II at Part II of Schedule V for payment

**Notice (Contd.)**

of managerial remuneration by a Company having no profit or inadequate profit in any financial year during the currency of tenure of a managerial person is that the Company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor, and in case of default, the prior approval of the bank or public financial institution concerned or the non-convertible debenture holders or other secured creditor, as the case may be, shall be obtained by the Company before obtaining the approval in the general meeting. The re-appointment of Mr. S.Dutta is subject to the approval of National Asset Reconstruction Limited (NARCL), who are the assignee of the lending banks etc. and shareholders and the remuneration will be received by the above whole time Director & CFO will be held in Trust.

Mr. Dutta aged above seventy years, therefore, his appointment is proposed to be made by a Special Resolution in terms of the provisions of section 196 of the Companies Act, 2013.

In view of the provisions of Section 196, 197 and any other applicable provisions of the Companies Act, 2013, the Board recommends the Special Resolution set out at item no.4 of the accompanying notice for approval of Members.

The above may be treated as an abstract of the terms of re-appointment of Mr. Sukumar Dutta and memorandum of concern or interest pursuant to Section 190 of the Companies Act, 2013.

**Except Mr. Sukumar Dutta, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in anyway, concerned or interested in the resolution in respect of his appointment and remuneration payable to him as set out at Item No. 4.**

By Order of the Board  
For **SIMPLEX INFRASTRUCTURES LIMITED**

**B. L. BAJORIA**  
*SR. V. P. & COMPANY SECRETARY*  
Membership No. FCS 3020

Kolkata  
Dated: August 14, 2024

**Notice (Contd.)**

**Annexure-A**

**Details of Directors seeking re-appointment at the  
One Hundred and Sixth Annual General meeting of the Company**

**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

<b>Name of Director</b>	<b>Mr. Sukumar Dutta</b>
Age (In years)	85
Date of Appointment	21.06.2001
Qualifications	M. Com, LLB, FCA
Number of Shares held in the Company	500
Expertise in specific functional area	More than 50 years of experience in the field of Accounts, Finance, Taxation and Audit
Relationship with other Directors, Managers & Key Managerial Personnel	NIL
Directorship and Membership of Committees of other listed entities	NIL