



S.C.VARMA AND CO.

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Members of

Gripwel Fasteners Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Gripwel Fasteners Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, notes to financial statements and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards proscribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules 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 audit opinion on the Financial Statements.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2023. These



matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the 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 financial statements.

Description of Key Audit Matter

- a. Revenue recognition - See note 2.6 and note 18 to the financial statements

Key Audit Matter	How the matter was addressed in our audit
<p>The Company has revenue from manufacturing facilities located in Noida, India.</p> <p>Revenue is recognised based on the accounting policies disclosed in the note 2.6 to the financial statements.</p> <p>Revenue from the sale of goods is recognized at the moment when significant risks and rewards of ownership of the goods have been passed to the buyer at the time of dispatch of goods from factory/ stockyard/ storage area/ port as the case may be; and is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts, claims paid and volume rebates.</p> <p>Revenue is presented net of Goods and Service Tax, wherever applicable. The Company uses a variety of shipment terms with customers across its operating markets which has an impact on the timing of revenue recognition. Given the nature of industry in which the Company operates and given the fact that the Company ascertainment of timing of revenue recognition, is a key audit consideration for sales transactions occurring at or near to the year end.</p> <p>Refer note 2.6 and note 18 of the Financial Statements.</p>	<p>Our audit procedures included but not limited to:</p> <ul style="list-style-type: none"> - We obtained inco-terms and confirmed our understanding of the Company's sales process from initiation to collection of receivables, including design and implementation of controls and tested the operating effectiveness of these controls. -We read and understood the Company's accounting policy for recognition of revenue for each stream as per "Ind AS 115". -We performed transactions testing based on a representative sampling of the sales orders to assess revenue recognition and recognition of trade receivables including transactions occurring at or near the year end. -We performed cut off testing for sales made near the reporting date and tested whether the revenue was recognised in the appropriate period by testing shipping records and sales invoices for sample transactions and tested the management assessment involved in this process, wherever applicable. - Performed reconciliation of revenue with GST returns filed with the Government.



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

The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but



is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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



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

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operative effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. (Refer Note 32 to the financial statements).



- ii. The Company has made provision, 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 the amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, no funds 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:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company; 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:
 - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party; or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures as considered reasonable and appropriate that the representations under sub-clause (iv) (a) and (iv) (b) contain any material mis-statement.
- v) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.



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

For S. C. Varma and Co.
Chartered Accountants
Firm Regn. No: 000533N




(S. C. Varma)

Partner

M.No. : 011450

UDIN : 23011450BGTUCM4884

Place : New Delhi

Dated : 2. MAY 2022

Annexure - A to the Independent Auditors' Report

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

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 Gripwel Fasteners Private Limited ("the Company") as at 31st March, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

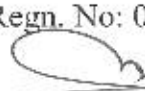
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the criteria for internal financial control over financial reporting 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.

For S. C. Varma and Co.
Chartered Accountants
Firm Regn. No: 000533N


(S. C. Varma)

Partner

M.No : 011450

UDIN : 230445089TUCM4884



Place : New Delhi

Dated : 22 MAY 2023

Annexure - B to the Independent Auditors' Report

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

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

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (1) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right of use assets.

(2) The Company has maintained proper records showing full particulars of Intangible assets.
 - (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment and right of use assets by which Property, Plant and Equipment and right of use assets are verified in a phased manner over a period of three to five years. In accordance with this programme certain Property, Plant and Equipment were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

In respect of immovable properties been taken on lease and disclosed as property, plant and equipment in the financial statements, the lease agreements are in the name of the Company.
 - (d) The Company has not revalued any of its Property, Plant and Equipment (including right of-use assets) and intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The inventory has been physically verified at the end of the year by the management. In our opinion, the coverage, frequency and procedure of such physical verification is appropriate. No discrepancies exceeding of 10% or more in the aggregate for each class of inventory were noticed during such physical verification.

- (b) the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with



such banks or financial institutions are in agreement with the books of account of the Company.

- iii. The Company has given guarantees to the Companies, during the year, in respect of which :
- (a) During the year, the Company has stood guarantee in respect of its holding company and the aggregate amount during the year and balance outstanding as on March 31, 2023 was INR 100.00 Million.
 - (b) The guarantees provided are not prejudicial to the interest of the Company.
 - (c) According to the information and explanation given to us, the Company has not granted loans and advances in the nature of loans. Accordingly, paragraph 3(iii)(c) of the Order is not applicable to the Company.
 - (d) According to the information and explanation given to us, there are no overdue amounts of more than ninety days as the company has not granted loans or advances in the nature of loans. Accordingly, paragraph 3(iii)(d) of the Order is not applicable to the Company.
 - (e) According to the information and explanation given to us, the Company has not granted loans and advances in the nature of loans. Accordingly, paragraph 3(iii)(e) of the Order is not applicable to the Company.
 - (f) According to the information and explanation given to us, the Company has not granted loans and advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment. Accordingly, paragraph 3(iii)(f) of the Order is not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the provisions of sec. 185 and 186 of the Companies Act, 2013 have been complied with in respect of loans given, investments made, guarantees and securities provided.
- v. The Company has not accepted any deposits or amount which are deemed to be deposits within the meaning of directives issued by the Reserve Bank of India, provisions of Section 73 to 76 of the Act, any other relevant provisions of the Act and the relevant rules framed there under and therefore provisions of clause 3(v) of the Order are not applicable to the Company.
- vi. We have broadly reviewed the cost records maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, 2014 prescribed by the Central Government under section 148(1) of the Act and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate and complete.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, duty of customs, cess, sales tax, service tax and value added tax and other material



statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, goods and service tax, duty of customs, cess, sales tax, service tax and value added tax and other material statutory dues were in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no material dues of duty of customs which have not been deposited with the appropriate authorities on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and hence reporting on clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.



- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures and there was no whistle blower complaints received.
- xii. According to the information and explanation given to us, the company is not a "Nidhi Company". Accordingly, paragraph (xii) of the Order is not applicable to the company.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanation given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.



- xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.
- xxi. The company does not have any subsidiary companies and hence requirement of preparing consolidated financial statements are not applicable to the company. Accordingly, reporting under clause 3(xxi) of the Order is not applicable for the year.

For S. C. Varma and Co.
Chartered Accountants
Firm Regn. No: 000533N



(S. C. Varma)

Partner

M.No : 011450

UDIN : 2301456B6770CM4884

Place : New Delhi

Dated : 22 MAY 2023

Gripwel Fasteners Private Limited
Balance Sheet as at 31st March 2023



(INR in millions)

Particulars	Note No.	As at 31st March 2023	As at 31st March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3	154.36	152.32
Right-of-Use Assets	3	15.26	2.03
Capital work-in-progress	3	0.63	2.23
Intangible Assets	3	0.20	0.06
Financial assets			
Other financial assets	4	6.55	5.34
Income tax assets (net)		1.14	1.17
Deferred tax assets (net)	15	2.27	-
Other assets	10	1.30	1.40
Total Non-current assets		181.71	164.55
Current assets			
Inventories	5	363.11	382.28
Financial assets			
Investments	6	90.11	-
Trade receivables	7	390.78	565.32
Cash and cash equivalents	8	40.52	17.04
Derivative instruments		-	16.71
Loans	9	0.17	0.10
Other assets	10	12.70	8.92
Total Current assets		897.39	990.37
Total assets		1,079.10	1,154.92
EQUITY AND LIABILITIES			
Equity			
Equity share capital	11	57.60	57.60
Other equity	12	779.81	837.85
Total equity		837.41	895.45
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	13	8.22	0.68
Provisions	14	35.94	38.05
Deferred tax liabilities (net)	15	-	1.90
Total Non-current liabilities		44.16	40.63
Current liabilities			
Financial liabilities			
Lease liabilities	13	5.03	1.54
Derivative instruments		4.74	-
Trade payables	16		
micro enterprises and small enterprises		21.10	53.06
other than to micro and small enterprises		87.57	119.47
Other liabilities	17	58.34	32.51
Provisions	14	8.28	8.82
Current tax payable		12.47	3.44
Total Current liabilities		197.53	218.84
Total equity and liabilities		1,079.10	1,154.92
Significant Accounting Policies	1 & 2		
The accompanying notes form an integral part of the financial statements			

As per our report of even date attached.

For S.C. VARMA AND CO.

Chartered Accountants

Firm Regn. No: 000533N

S.C. Varma
(Partner)
Membership No. 011450

Place: New Delhi
Dated: 22th May, 2023



Gurdeep Soni
(Managing Director)
[DIN: 00011478]

For and on behalf of Board of Directors of
Gripwel Fasteners Private Limited

Paramjit Singh Soni
(Director)
[DIN: 00011616]

Gripwel Fasteners Private Limited
Statement of Profit and Loss for the year ended 31st March 2023



(INR in millions)

Particular	Note No.	Year ended 31st March 2023	Year ended 31st March 2022
INCOME			
Revenue from operations	18	2,462.34	2,793.53
Other income	19	2.92	1.12
Total Income		2,465.26	2,794.65
EXPENSES			
Cost of materials consumed	20	820.31	874.54
Purchases of stock-in-trade	20	542.10	729.66
Changes in inventories of finished goods, stock-in-trade and work-in-progress	21	11.49	(42.77)
Employee benefits expense	22	279.54	260.06
Finance costs	23	3.40	2.82
Depreciation and amortization expenses	24	26.12	23.04
Other expenses	25	449.10	522.79
Total expenses		2,132.06	2,370.14
Profit before tax		333.20	424.51
Tax expenses:			
Current tax		87.82	113.77
Earlier years		(3.45)	(0.17)
Deferred tax		0.24	(1.93)
Total tax expenses		84.61	111.67
Profit for the year		248.59	312.84
Other comprehensive income			
Other comprehensive income/ (loss) for the year (Net of tax)		(13.12)	4.40
Total comprehensive income for the year		235.47	317.24
Earnings per equity share of face value of Rs. 10 each			
Basic (Amount in INR)	26	43.16	54.31
Diluted (Amount in INR)		43.16	54.31
Significant Accounting Policies	1 & 2		
The accompanying notes form an integral part of the financial statements			

As per our report of even date attached.

For S.C. VARMA AND CO.

Chartered Accountants

Firm Regn. No: 000533N

S.C. Varma

(Partner)

Membership No. 011450

Place : New Delhi

Dated: 22th May, 2023

Gurdeep Soni
Gurdeep Soni
 (Managing Director)
 [DIN: 00011478]

For and on behalf of Board of Directors of
Gripwel Fasteners Private Limited

Paramjit Singh Soni
Paramjit Singh Soni
 (Director)
 [DIN: 00011616]



Gripwel Fasteners Private Limited
Cash Flow Statement for the year ended 31st March, 2023



(INR in millions)

Particular	Year ended 31st March 2023	Year ended 31st March 2022
A. Cash flow from operating activities:		
Profit before tax	333.20	424.51
Adjustments for:		
Depreciation and amortization expenses	26.12	23.04
Interest expenses	0.37	0.14
Interest income & Capital Gain	(2.76)	(0.59)
Employee Related Expenses	0.24	0.42
(Profit) / Loss on sale of Property, plant and equipment	(0.41)	-
Unrealised foreign exchange gain/ (loss)	5.56	10.09
Operating profit before working capital changes	362.32	457.61
Adjustments for changes in Working Capital :		
Increase/(decrease) in loans (current)	(0.07)	0.21
(Increase)/decrease in other financial assets (non-current)	(1.21)	(0.83)
(Increase)/decrease in other non-current assets	0.10	1.14
(Increase)/decrease in inventories	19.16	(38.89)
(Increase)/decrease in trade receivables	168.55	(180.35)
(Increase)/decrease in other current assets	(3.78)	31.67
Increase/(decrease) in provisions (non-current)	1.80	3.17
Increase/(decrease) in trade payables	(63.42)	22.46
Increase/(decrease) in other current liabilities	25.82	(3.59)
Increase/(decrease) in provisions (current)	(0.54)	0.42
Increase/(decrease) in Income tax liabilities (net)	9.03	(5.74)
Cash Generated From/(Used In) Operations	517.76	287.28
Income Tax Paid / (Refunds)	84.37	113.60
Net cash flow from/ (used in) operating activities (A)	433.39	173.68
B. Cash flow from investing activities:		
Payments for purchase of property, plant and equipment and capital work in progress	(26.60)	(32.05)
Proceeds from sale of property, plant and equipment	2.71	0.59
(Investment)/ Redemption in/ from financial instrument	(90.11)	12.50
Interest received & Capital Gain	2.76	0.59
Net cash flow from/ (used in) investing activities (B)	(111.24)	(18.37)
C. Cash flow from financing activities		
Payment of Lease Liabilities	(4.93)	(1.76)
Interest Paid	-	(0.04)
Payment of dividend on equity shares	(293.75)	(150.91)
Net cash flow from/ (used in) financing activities (C)	(298.68)	(152.71)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	23.47	2.60
Cash and Cash equivalents at the beginning of the year	17.04	14.44
Cash and Cash equivalents at the end of the year	40.52	17.04
Cash and cash equivalents comprises :		
Cash in hand	0.19	0.13
Balances with Banks-in Cash Credit and Current Accounts	39.78	16.82
Balances with Banks-in EBFC Accounts	0.55	0.09

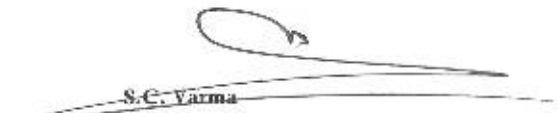


The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - "Statement of Cash Flows".

Disclosure as required by Ind AS 7 - "Cash Flow Statements" - change in liabilities arising from financing activities:-

Particular	Year ended 31st March 2023	Year ended 31st March 2022
Opening balance	-	-
Non cash movement		
Interest Cost	0.37	0.14
Cash movement		
Net short term Borrowing	-	-
Interest Payment	(0.37)	(0.14)
Closing balance	-	-

As per our report of even date attached.
For S.C. VARMA AND CO.
Chartered Accountants
Firm Regn. No: 000533N


S.C. Varma
(Partner)
Membership No. 011450

Place : New Delhi
Dated: 22th May, 2023

For and on behalf of Board of Directors of
Gripwel Fasteners Private Limited


Gurdeep Soin
(Managing Director)
[DIN: 00011478]


Paramjit Singh Soni
(Director)
[DIN: 00011616]



Gripwel Fasteners Private Limited
Statement of Changes in Equity for the year ended 31st March, 2023



a. Equity share capital

(INR in millions)

Particular	Amount
Balance at 1st April, 2021	57.60
Change during the year 2021-22	-
Balance at 1st April, 2022	57.60
Change during the year 2022-23	-
Balance at 31st March, 2023	57.60

b. Other equity

(INR in millions)

Particular	Reserves and Surplus			Items of other comprehensive income	Total
	General Reserve	Retained earnings	Special Economic Zone re-investment reserve	Effective portion of cash flow hedge	
Balance as at 1st April, 2022	12.05	813.31	-	12.49	837.85
Profit for the year	-	248.59	-	-	248.59
Other comprehensive income for the year	-	2.93	-	(16.05)	(13.12)
Total	12.05	1,064.83	-	(3.56)	1,073.32
Payment of dividend on equity shares	-	(293.75)	-	-	(293.75)
Transfer from Special Economic Zone re-investment reserve	-	-	-	-	-
ESOP Granted during the year by Holding company	-	0.24	-	-	0.24
	12.05	771.32	-	(3.56)	779.81
Balance as at 31st March, 2023	12.05	771.32	-	(3.56)	779.81

(INR in millions)

Particular	Reserves and Surplus			Items of other comprehensive income	Total
	General Reserve	Retained earnings	Special Economic Zone re-investment reserve	Effective portion of cash flow hedge	
Balance as at 1st April, 2021	12.05	626.84	25.90	6.31	671.10
Profit for the year	-	312.84	-	-	312.84
Other comprehensive income for the year	-	(1.78)	-	6.18	4.40
Total	12.05	937.90	25.90	12.49	988.34
Payment of dividend on equity shares	-	(150.91)	-	-	(150.91)
Tax on dividend	-	-	-	-	-
Transfer from Special Economic Zone re-investment reserve	-	25.90	(21.76)	-	4.14
Adjusted during the year	-	-	(4.14)	-	(4.14)
Adoption of Ind AS 116 (net of tax)	-	-	-	-	-
ESOP Granted during the year by Holding company	-	0.42	-	-	0.42
	12.05	813.31	(0.00)	12.49	837.85
Balance as at 31st March, 2022	12.05	813.31	(0.00)	12.49	837.85

The accompanying notes are forming part of these financial statements

As per our report of even date attached.

For S.C. VARMA AND CO.

Chartered Accountants

Firm Regn. No: 000533N

S.C. Varma

(Partner)

Membership No. 011450

Place : New Delhi

Dated: 22th May, 2023



Gurdeep Soni
Gurdeep Soni
(Managing Director)
[DIN: 00011478]

For and on behalf of Board of Directors of
Gripwel Fasteners Private Limited

Paramjit Singh Soni
Paramjit Singh Soni

(Director)

[DIN: 00011616]

1) Corporate Information

Gripwel Fasteners Private Limited ("the Company") is a Company (limited by shares) incorporated under the provisions of Companies Act, 1956. The Company is domiciled in India having registered office at Gripwel House, Block-5 C6 & 7, Vasant Kunj, New Delhi 110070, India. The Company is engaged into manufacturing having facility at Noida. The main objects of, inter-alia, manufacturing, sale and export of precision engineering products and allied engineering products. The Company's holding company is Uniparts India Limited.

The Company caters both the domestic and international markets. The Company's CIN is U29214DL2005PTC132107.

2) SIGNIFICANT ACCOUNTING POLICIES:

2.1) Basis of Preparation

The financial statements are prepared on an accrual basis under historical cost convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 ("The Act") and other relevant provisions of the Act, as applicable.

The financial statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest million (0,00,000), except when otherwise indicated.

2.2) Current versus non-current classification

The assets and liabilities are presented as current or non-current in the balance sheet by the company.

An asset is treated as current when it is expected that it will be realised or intended to be sold or consumed in normal operating cycle, it is held primarily for trading purposes, it is expected to be realised within twelve months after the reporting period or cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are treated as non-current in the balance sheet.

A liability is treated as current when it is expected to be settled in normal operating cycle, if it is held primarily for the purpose of trading, it is due to be settled within twelve months after the end of the reporting period or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The company classifies all other liabilities as non-current in the balance sheet.

The company identifies its operating cycle as twelve months.

Deferred tax asset and liabilities are classified as non-current assets and liabilities in the balance sheet.

2.3) Critical Accounting Judgments & key sources of Estimation uncertainties

The following are the critical judgments and the key estimates concerning the future that management has made in the process of applying the Company's accounting policies and these may have the most significant effect on the amounts recognized in the financial statements or have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The estimates and associated assumptions are based on historical experiences and other factors that are considered to be relevant. These estimates and underlying assumptions are reviewed on an ongoing basis. Revision of accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of the revision and future periods where revision affects both current and future periods.

Intangible Assets

Capitalization of cost for intangible assets and intangible assets under development is based on the management judgment that technological and economic feasibility is confirmed and assets under development will generate economic benefits in future. Based on the evaluation carried out, the company's management has determined that there are no factors which indicate that those assets have suffered any impairment loss.

Useful life of depreciable Assets

Management reviews the useful life of depreciable assets at each reporting date. As at March 31, 2023, management assessed that the useful life represents the expected utility of the assets by the company. Further there is no significant change in useful life as compared to the previous year.



Impairment of non-financial assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exist, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. In determining the fair value less costs to disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Intangible assets under development are tested for impairment annually. Impairment losses including impairment on inventories are recognised in the statement of profit and loss.

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Defined benefit plans

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

The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Income tax and deferred tax

Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

2.4) Financial Instruments

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

Initial Recognition and measurement

On initial recognition, all the financial assets and liabilities are recognized at their fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

All financial liabilities are recognised initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.



Subsequent measurement

(i) Financial assets carried at amortised cost

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

The trade & other receivables, after initial measurement are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

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

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

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

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

A financial asset which is not classified in any of the above categories is subsequently measured at fair value through profit or loss.

(iv) Financial liabilities

a) The financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short-term maturity of these instruments. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

b) Loans and borrowings is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. In the calculation of amortised cost, discount or premium on acquisition and fees or costs that are an integral part of the EIR are taken into account. This category generally applies to borrowings.

Fair value measurement of financial instruments

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

Based on the three level fair value hierarchy, the methods used to determine the fair value of financial assets and liabilities include quoted market price, discounted cash flow analysis and valuation certified by the external valuer.

In case of financial instruments where the carrying amount approximates fair value due to the short maturity of those instruments, carrying amount is considered as fair value.

Derecognition of financial instrument

A financial asset is derecognized when the contractual rights to the cash flows from the financial asset expire or has transferred the financial asset and the transfer qualifies for derecognition under Ind AS 109.

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

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



2.5) Inventories

Inventories are valued as below:

- (i) Raw Materials, Packing Materials and Consumable Stores & Spares are valued at cost computed on FIFO method.
- (ii) Work-in-progress are valued at materials cost plus appropriate share of labour and production overheads incurred till the stage of completion of production.
- (iii) Finished Goods/Traded Goods are valued at lower of the cost or net realizable value.
- (iv) Scrap is valued at net realizable value calculated based on last month's average realization.

2.6) Revenue Recognition

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

Revenue is presented net of Goods and Service Tax, wherever applicable. However, Goods & Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, these are excluded from revenue.

The specific recognition criteria as described below must also be met before revenue is recognised.

Sale of Goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer at the time of dispatch of goods from the factory/stockyard/storage area/port as the case may be. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Export incentives

Revenue from export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

Die design and preparation charges

Revenues from die design and preparation charges are recognized as per the terms of the contract as and when the significant risks and rewards of ownership of dies are transferred to the buyers.

Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

Dividends

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

2.7) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Where the grant relates to an asset, it is recognized as deferred income and is allocated to statement of profit and loss over the periods and in the proportions in which depreciation on those assets is charged.



2.8) Property, Plant & Equipment

Tangible Assets

Since there is no change in the functional currency, the Company has elected to continue with the carrying value for all of its property, plant and equipment as recognised in its Indian GAAP financial statements as deemed cost at the transition date, viz., April 1, 2017.

Depreciation on tangible assets is provided on the straight-line method at the rates and manner prescribed under Schedule II of the Companies Act, 2013 except in the case of Plant and Machinery where the depreciation has been provided on the basis of the useful lives of the assets estimated by the management based on internal assessment and independent technical evaluation carried out by external Chartered Engineer at the time of adoption of Companies Act, 2013. Depreciation for the assets purchased / sold during the year is proportionately charged.

The estimated useful lives are as mentioned below:

Type of Asset	Method	Useful Lives
Factory Building	Straight Line	30 Years
Furniture & Fittings	Straight Line	10 Years
Plant and Machinery	Straight Line	10 - 20 Years
Office Equipment	Straight Line	5 Years
Electrical Installment	Straight Line	10 Years
Computers	Straight Line	3-6 Years
Vehicles	Straight Line	8-10 Years

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

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.

Property, plant and equipment are stated at cost of acquisition or construction net of accumulated depreciation and impairment loss (if any). Internally manufactured property, plant and equipment are capitalized at cost, including non-creditable, GST wherever applicable. All significant costs relating to the acquisition and installation of property, plant and equipment are capitalised. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to note regarding significant accounting judgments, estimates and assumptions and provisions for further information.

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 Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised.

2.9) Intangible Assets

Recognition and initial measurement

Purchased intangible assets are stated at cost less accumulated amortisation and impairment, if any.

Internally developed intangible assets

Expenditure on the research phase of projects is recognised as an expense as incurred.

Costs that are directly attributable to a project's development phase are recognised as intangible assets, provided the Company can demonstrate the following:

- the technical feasibility of completing the intangible asset so that it will be available for use.
- its intention to complete the intangible asset and use or sell it
- its ability to use or sell the intangible asset
- how the intangible asset will generate probable future economic benefits
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- its ability to measure reliably the expenditure attributable to the intangible asset during its development costs not meeting these criteria for capitalisation are expensed as incurred.

Directly attributable costs include employee costs incurred on development of prototypes along with an appropriate portion of relevant overheads and borrowing costs.



2.10) Foreign Currency Transactions

Functional and presentation currency

The financial statements are presented in Indian Rupee (INR) and are rounded to two decimal places of millions, which is also the functional and presentation currency of the Company.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transactions.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

2.11) Employee Benefits

(i) Short term employee benefits

All employee benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service, are classified as short term employee benefits, which include salaries, wages, short term compensated absences and performance incentives and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet. These are recognised as expenses in the period in which the employee renders the related service.

(ii) Post-employment benefits

Contributions towards Superannuation Fund, Pension Fund and government administered Provident Fund are treated as defined contribution schemes. In respect of contributions made to government administered Provident Fund, the Company has no further obligations beyond its monthly contributions. Such contributions are recognised as expense in the period in which the employee renders related service.

The cost of defined benefit such as is determined using the projected unit credit method, with actuarial valuation being carried out at each balance sheet date. Actuarial gains and losses in respect of the same are charged to the Other Comprehensive Income (OCI).

(iii) Other long-term benefits

All employee benefits other than post-employment benefits and termination benefits, which do not fall due wholly within twelve months after the end of the period in which the employees render the related service, including long term compensated absences, service awards, and ex-gratia, are determined based on actuarial valuation carried out at each balance sheet date. Estimated liability on account of long term employee benefits is discounted to the present value using the yield on government bonds as the discounting rate for the term of obligations as on the date of the balance sheet. Actuarial gains and losses in respect of the same are charged to the statement of profit and loss.

(iv) Termination benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary retirement in exchange of these benefits. The Company recognises termination benefits at the earlier of the following dates:

- (a) when the Company can no longer withdraw the offer of those benefits; and
 - (b) when the entity recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of termination benefits.
- The termination benefits are measured based on the number of employees expected to accept the offer in case of voluntary retirement scheme.

2.12) Leases

(i) Determining whether a contract contains lease

At inception of a contract, the Company determines whether the contract is, or contains, a lease. The contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset or assets for a period of time in exchange for consideration, even if that right is not explicitly specified in a contract.

At inception or on reassessment of a contract that contains lease component and one or more additional lease or non-lease components, the Company separates payments and other consideration required by the contract into those for each lease component on the basis of their relative stand-alone price and those for non-lease components on the basis of their relative aggregate stand-alone price. If the Company concludes that it is impracticable to separate the payments reliably, then right-of-use asset and Lease liability are recognised at an amount equal to the present value of future lease payments; subsequently the liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the Company's incremental borrowing rate. The previous determination pursuant to Ind AS 17 and its 'Appendix C' of whether a contract is a lease has been maintained for existing contracts.



(ii) Company as a lessee

At inception, the Company assesses whether a contract is or contains a lease. This assessment involves the exercise of judgement about whether it depends on an identified asset, whether the Company obtains substantially all the economic benefits from the use of that asset, and whether the Company has the right to direct the use of that asset.

The Company has elected to separate lease and non-lease components of contracts, wherever possible.

The Company recognizes a right-of-use (ROU) asset and a lease liability at the transition date/ lease commencement date. The right-of-use asset is initially measured based on the present value of future lease payments, plus initial direct costs, and cost to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, and lease payments made at or before the commencement date, less any incentives received. The right-of-use asset is depreciated over the shorter of the lease term or the useful life of the underlying asset. The right-of-use asset is subject to testing for impairment if there is an indicator for impairment.

At the commencement date, Company measures the lease liability at the present value of the future lease payments that are not yet paid at that date discounted using interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company's uses its incremental borrowing rate as the discount rate. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero. Contingent rents payments are recognised as an expense in the period in which they are incurred. Lease payments generally include fixed payments and variable payments that depend on an index (such as an inflation index). When the lease contains an extension or purchase option that the Company considers reasonably certain to be exercised, the cost of the option is included in the lease payments.

The Company presents right-of-use assets that do not meet the definition of investment property and lease liabilities separately from other assets/liabilities in the balance sheet.

The Company has elected not to recognize right-of-use assets and liabilities for leases where the total lease term is less than or equal to 12 months, or for leases of low value assets. The payments for such leases are recognized in the Statement of Profit and Loss on a straight-line basis over the lease term.

(iii) Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an underlying assets are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease unless the payments are structured to increase in line with the general inflation to compensate for the lessor's expected inflationary cost increase. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards incidental to ownership of underlying asset is transferred from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.13) Taxation**a) Current Tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates as per Income Tax Act, 1961 that have been enacted or substantively enacted by the end of the reporting period.

b) Deferred Tax

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 tax assets are recognised and carried forward only if it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted as on the balance sheet date. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax. Current and deferred tax is recognised in profit and loss, except to the extent that it relates to items recognised in other comprehensive income. In this case, the tax is also recognised in other comprehensive income.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.



2.14) Employee Stock options

The company has accounted for the share based payment for employees in respect of UIL ESOP - based on the IND AS 102 " Share-based payments" and Guidance Note on "Accounting for Employees Share Based Payment" issued by ICAI ("Guidance Note"). The Company follows the Fair Market Value Method (calculated on the basis of Black-Scholes method) to account for compensation expenses arising from issuance of stock options to the employees and has recognized the services received in an equity-settled employee share-based payment plan as an expense when it receives the services, with a corresponding credit to Stock Options Outstanding Account / other equity, depends on terms and condition. Further, employees compensation cost recognized earlier on grant of options is reversed in the year when the Options are surrendered by the employee.

2.15) Borrowings & Borrowing Costs

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest rate method. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

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

Interest income earned on the temporary investment of specific borrowings, pending their expenditure on qualifying assets, is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.16) Impairment of Assets

Non-financial assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

Financial assets

The company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL.

2.17) Cash and Cash Equivalents

Cash and cash equivalents includes cash and cheques in hand, current accounts and fixed deposit accounts with banks with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.18) Cash Flow Statement

Cash flows are reported using the indirect method, whereby a profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated.



2.19) Provisions and Contingencies

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

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

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

2.20) Derivative financial instruments and hedge accounting

Cash Flow Hedge:

The Company holds derivative financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures.

The effective portion of changes in the fair value of the hedging instruments is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Such amounts are reclassified in to the statement of profit or loss when the related hedge items affect profit or loss. Any ineffective portion of changes in the fair value of the derivative or if the hedging instrument no longer meets the criteria for hedge accounting, is recognized immediately in the statement of profit and loss.

Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial instruments at fair value through profit or loss.

2.21) Dividend to equity holders of the Company

The Company recognises a liability to make cash or non-cash distributions to equity holders of the Company when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the Corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in other equity.

2.22) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.

2.23) Earnings Per Share

Earning per share is calculated by dividing the profit attributable to owners of the company by the weighted average number of equity shares outstanding during the financial year.

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



Gripwel Fasteners Private Limited

Notes on Financials Statements for the year ended 31st March, 2023



3.1) Ageing of Capital work in progress(CWIP):

As at 31st March 2023

Description	less than 1 years	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.28	0.35	-	-	0.63
Total	0.28	0.35	-	-	0.63

As at 31st March 2022

Description	less than 1 years	1-2 years	2-3 years	More than 3 years	Total
Project in progress	2.23	-	-	-	2.23
Total	2.23	-	-	-	2.23

3.2) Actual cost of capital projects in progress has not exceeded the estimated cost and the actual timelines for completion of projects has not exceeded the estimated timelines in respect of the amounts reported above, as at the end of each reporting period. Accordingly, completion schedule is not presented.



4 Other financial assets

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Non-current		
Security Deposits	6.49	5.28
Fixed Deposits (more than 12 months maturity)	0.06	0.06
Total	6.55	5.34

5 Inventories

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Raw Materials (Includes Materials in Transit)	91.73	98.00
Work-in-Progress	148.26	135.28
Finished Goods (Includes Goods at Port)	42.92	55.41
Traded Goods	53.25	64.21
Stores and Spares (Includes Materials in Transit)	26.52	27.93
Scrap	0.43	1.45
Total	363.11	382.28

6 Investments

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Current		
Investments at fair value through profit or loss (FVTPL)		
Investment in mutual fund (quoted funds)	90.11	-
Total	90.11	-

Aggregate amount of quoted investments - At cost Rs. 90.00) millions (Previous year Rs. Nil)

7 Trade receivables

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Current (secured)		
Trade receivables (considered good)*	-	10.54
Current (unsecured)		
Trade receivables (considered good) [Refer Note 31- for related parties disclosures]*	390.78	554.78
Total	390.78	565.32



*Generally payment against sale of goods become due as per payment terms, and fixed transaction price as per contracts with customers.

As at 31st March 2023

Particulars	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade Receivables ageing schedule						
Outstanding for following year from due date of payments						
(i) Undisputed Trade receivables – considered good	389.85	0.17	-	-	0.76	390.78
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables credit impaired	-	-	-	-	-	-

As at 31st March 2022

Particulars	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade Receivables ageing schedule						
Outstanding for following year from due date of payments						
(i) Undisputed Trade receivables – considered good	564.00	-	-	0.01	1.31	565.32
(ii) Undisputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables credit impaired	-	-	-	-	-	-
(iv) Disputed Trade receivables- considered good	-	-	-	-	-	-
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables credit impaired	-	-	-	-	-	-



8 Cash and cash equivalents

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Cash and Cash Equivalents		
Cash in hand	0.19	0.13
Balances with Banks		
Balances with Banks-in Cash Credit and Current Accounts	39.78	16.82
Balances with Banks-in EEFC Accounts	0.55	0.09
Total	40.52	17.04



9 Loans

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Current (Unsecured, Considered Good)		
Loans to employees	0.17	0.10
Total	0.17	0.10

10 Other assets

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Non-current		
Capital Advances	1.30	1.40
Total	1.30	1.40
Current		
Advances to Suppliers	7.35	2.70
Balance with customs, central excise, GST and state authorities	1.00	1.00
Government Grant - Export Incentives Receivable	-	1.95
Prepaid Expenses	4.35	3.27
Total	12.70	8.92

10.1) No advances are due from directors or other officers of the Company, firms in which a director is a partner or private companies in which director is a director or a member either severally or jointly with any other person.

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Break up of financial assets carried at amortised cost		
Loans [Refer Note 9]	0.17	0.10
Other financial assets [Refer Note 4]	6.55	5.34
Trade receivables [Refer Note 7]	390.78	565.32
Cash and cash equivalents [Refer Note 8]	40.52	17.04
Total	438.02	587.80

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Break up of financial assets carried at fair value through PL		
Investments [Refer Note 6]	90.11	-
Total	90.11	-

Particulars	(INR in millions)	
	As at 31st Mar 2023	As at 31st March 2022
Break up of financial assets carried at fair value through OCI		
Derivative instruments	-	16.71
Total	-	16.71



11 Equity share capital

(INR in millions)

Particular	As at	
	31st March 2023	31st March 2022
Authorised:		
60,00,000 (March 31, 2022 : 60,00,000) equity shares of INR 10 each	60.00	60.00
Issued, Subscribed and Paid-up:		
57,59,842 (March 31, 2022 : 57,59,842) equity shares of INR 10 each fully Paid-up	57.60	57.60
Total	57.60	57.60

a. The reconciliation of the number of shares outstanding is set out as below:

(INR in millions)

Particulars	As at		As at	
	31st March 2023		31st March 2022	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares at the beginning of the year	57,59,842	57.60	57,59,842	57.60
Equity Shares at the end of the year	57,59,842	57.60	57,59,842	57.60

b. Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The shareholders of equity shares of the Company are entitled to receive dividends as and when declared by the Company and enjoy proportionate voting rights in case any resolution is put to vote. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amount, if any. The distribution will be in proportion to the number of equity shares held by the

c. Details of shares held by the Holding company

Name of the Shareholder	As at		As at	
	31st March 2023		31st March 2022	
	Number	% holding in the class	Number	% holding in the class
Uniparts India Limited (Holding Company) (Includes One Share held in trust by Mr. Gurdeep Soni)	57,59,842	100.00	57,59,842	100.00

d. Details of shareholders holding more than 5% shares in the company

Name of the Shareholder	As at		As at	
	31st March 2023		31st March 2022	
	Number	% holding in the class	Number	% holding in the class
Uniparts India Limited (Holding Company) (Includes One Share held in trust by Mr. Gurdeep Soni)	57,59,842	100.00	57,59,842	100.00

e. Details of equity shares held by promoters

Name of the Shareholder	As at		As at	
	31st March 2023		31st March 2022	
	Number	% holding in the class	Number	% holding in the class
Uniparts India Limited (Holding Company) (Includes One Share held in trust by Mr. Gurdeep Soni)	57,59,842	100.00	57,59,842	100.00



12 Other equity

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Cash flow hedge reserve		
Balance as at the beginning of the year	12.49	6.31
Arised during the year	(16.05)	6.18
Balance as at the end of the year	(3.56)	12.49
General Reserve*		
Balance as at the beginning of the year	12.05	12.05
Balance as at the end of the year	12.05	12.05
Special Economic Zone re-investment reserve		
Transfer from Surplus/(Deficit) in the Statement of Profit & Loss	-	25.90
Less: Transferred to the surplus/(deficit) in the statement of Profit and Loss	-	(21.76)
Less: Adjusted during the year	-	(4.14)
Balance as at the end of the year	-	-
Surplus/(Deficit) in the Statement of Profit and Loss		
Balance as at the beginning of the year	813.31	626.84
Add: Profit for the year	248.59	312.84
Add: ESOP Granted during the year by holding company	0.24	0.42
Add: Other Comprehensive Income:		
Re-measurement of defined benefit obligations (net of tax)	2.93	(1.78)
	1,065.07	938.32
Less: Appropriations		
Payment of dividend on equity shares	293.75	150.91
Transfer to/ (from) Special Economic Zone re-investment reserve	-	(25.90)
	293.75	125.01
Balance as at the end of the year	771.32	813.31
Total	779.81	837.85

* Retained earnings and General Reserve are to be utilised for General purpose.



12(a) Distribution made and proposed to made

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Cash dividends on equity shares declared and paid:		
Interim cash dividend		
For the year ended on March 31, 2023 Rs. 51.00 per share (March 31, 2022 : Rs. 26.20 per share)	293.75	150.91
Total Dividend	293.75	150.91
Proposed dividend on equity shares :		
Interim dividend		
For the year ended on March 31, 2023 Rs. 18.00 per share (March 31, 2022 : Rs. 28.00 per share)	103.68	161.28
Total Dividend	103.68	161.28

* The Board of Directors of the Company in their meeting held on May 22, 2023 has approved for payment of interim dividend. Accordingly, the Company has not recognised as a liability as at March 31, 2023.

13 Lease liabilities

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Non-current		
Lease liabilities	8.22	0.68
Total	8.22	0.68
Current		
Lease liabilities	5.03	1.54
Total	5.03	1.54

14 Provisions

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Non-current		
Provision for gratuity (Refer Note 30)	33.28	35.11
Provision for leave entitlement (Refer Note 30)	2.66	2.94
Total	35.94	38.05
Current		
Provision for gratuity (Refer Note 30)	7.43	8.15
Provision for leave entitlement (Refer Note 30)	0.85	0.67
Total	8.28	8.82

15 Deferred tax liabilities / Deferred tax assets (Net)

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Deferred tax assets	14.46	13.11
Deferred tax liabilities	12.19	15.01
Total	(2.27)	1.90



	Opening balances	Recognised in profit and Loss account	Recognised in Other comprehensive income	Impact of Ind AS 116	Closing Balances
Year ended on 31st March, 2023					
Deferred tax assets					
Expenses deductible in future years	12.55	(0.44)	(0.99)	-	11.13
Lease Liability	0.56	2.78	-	-	3.33
	13.11	2.34	(0.99)	-	14.46
Deferred tax liabilities					
Property, plant and equipment and intangible assets	10.80	2.58	-	-	13.39
Fair valuation of cash flow hedges	4.21	-	(5.40)	-	(1.20)
On account of Overseas Subsidiaries					
Deferred Tax Liabilities	-	-	-	-	-
	15.01	2.58	(5.40)	-	12.19
Total	1.90	0.24	(4.41)	-	(2.27)
Financial year 2021-22					
Deferred tax assets					
Expenses deductible in future years	11.07	0.88	0.60	-	12.55
Lease Liability	0.91	(0.35)	-	-	0.56
	11.98	0.53	0.60	-	13.11
Deferred tax liabilities					
Property, plant and equipment and intangible assets	12.20	(1.40)	-	-	10.80
Fair valuation of cash flow hedges	2.13	-	2.08	-	4.21
On account of Overseas Subsidiaries					
Deferred Tax Liabilities	-	-	-	-	-
	14.33	(1.40)	2.08	-	15.01
Total	2.35	(1.93)	1.48	-	1.90

15.1. Income Tax & Deferred Tax

The major components of income tax expense for the year ended March 31, 2023 and year ended March 31, 2022 are:

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Income tax recognised in the Statement of Profit and Loss		
Current Tax	87.82	113.77
Earlier Years	(3.45)	(0.17)
Deferred Tax	0.24	(1.93)
Income tax expenses recognised in the statement of profit and loss	84.61	111.67

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Income tax recognised in OCI		
Tax effect on net (loss)/gain on revaluation of cash flow hedges	5.40	(2.08)
Tax effect on net (loss)/gain on re-measurement of defined benefit plans	(0.99)	0.60
Income tax expenses/ benefit recognised in OCI	4.41	(1.48)



Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Accounting profit before tax from operations	333.20	424.51
Applicable Tax Rate*	25.17%	25.17%
Income tax expense calculated at applicable tax rate	83.87	106.83
Tax effect of:		
Expenses disallowed	2.72	4.21
Others	1.23	2.73
Current tax provision (A)	87.82	113.77
Incremental deferred tax liability on Account of timing difference	(2.34)	(0.53)
Incremental deferred tax assets on Account of timing difference	(2.58)	1.40
Deferred tax provision (B)	0.24	(1.93)
Earlier year tax	(3.45)	(0.17)
Total tax expenses recognised (A+B)	84.61	111.67
Effective Tax Rate	25.39%	26.31%

* The tax rate used for reconciliation above is the corporate tax rate of 25.168% (Previous year 25.168%) payable by corporate entities in India on taxable profit under Indian tax law. Company has adopted for lower tax rate under section 115BAA of the Income Tax Act, 1961 inserted vide Taxation Laws (Amendment) Act, 2019.



16 Trade payables

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
micro enterprises and small enterprises (Refer Note 33)	21.10	53.06
other than to micro and small enterprises	87.57	119.47
Total	108.67	172.53

As at 31st March 2023

Particulars	less 1 years	1-2 years	2-3 years	More than 3 years	Total
Trade Payable ageing schedule					
micro enterprises and small					
(i) enterprises	21.10	-	-	-	21.10
other than to micro enterprises					
(ii) and small enterprises	87.47	0.09	-	0.01	87.57
(iii) Disputed dues- MEMED					
Total	108.57	0.09	-	0.01	108.67

As at 31st March 2022

Particulars	less 1 years	1-2 years	2-3 years	More than 3 years	Total
Trade Payable ageing schedule					
micro enterprises and small					
(i) enterprises	53.06				53.06
other than to micro enterprises					
(ii) and small enterprises	119.47	-	-	-	119.47
(iii) Disputed dues- MEMED					
Total	172.53	-	-	-	172.53

17 Other liabilities

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Current		
Trade Deposits and Advances*	0.27	0.27
Expenses Payable	6.93	15.52
Employee Benefits Payable	10.35	11.99
Statutory Dues Payable	40.79	4.73
Total	58.34	32.51

* Recognised as revenue upon satisfaction of performance obligation in immediate next reporting year.

Break up of financial liabilities carried at amortised cost

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Lease liabilities (Refer Note 13)	13.25	2.22
Trade payables (Refer Note 16)	108.67	172.53
Total	121.92	174.75



18 Revenue from operations

Particular	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Sale of Products		
Finished Goods [Net of returns, rebate etc.]	1,811.25	1,923.84
Traded Goods	594.25	828.21
Scrap	56.84	41.48
Total	2,462.34	2,793.53

19 Other income

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Interest Income		
Interest	0.15	0.03
Others		
Net gain on investment carried at fair value through profit or loss	2.61	0.56
Net gain on fair valuation of financial instruments (FVTPL)	0.11	-
Miscellaneous Receipts	0.05	0.53
Total	2.92	1.12



20 Cost of materials consumed

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Inventories at the beginning of the year	98.00	111.46
Add: Purchases	814.04	861.08
Less: Inventories at the end of the year	91.73	98.00
Cost of Materials Consumed	820.31	874.54

Purchases of stock-in-trade

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Linkage parts and components for off-highway vehicles	542.10	729.66
Total	542.10	729.66

21 Changes in inventories of finished goods, stock-in -trade and work in-progress

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
(Increase)/Decrease in Stocks:		
Stocks at close [A]:		
Finished Goods	42.92	55.41
Traded Goods	53.25	64.21
Work-in-Progress	148.26	135.28
Scrap	0.43	1.45
	244.86	256.35
Stocks at commencement [B]:		
Finished Goods	55.41	45.98
Traded Goods	64.21	60.25
Work-in-Progress	135.28	105.91
Scrap	1.45	1.44
	256.35	213.58
Total (B-A)	11.49	(42.77)

22 Employee benefits expense

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Salaries and Wages (Refer Note 30)	261.45	243.42
Contribution to Provident and other Funds	6.03	5.78
Expense on Employee Stock Option Scheme	0.24	0.42
Staff Welfare Expenses	11.82	10.44
Total	279.54	260.06

23 Finance costs

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Interest	-	0.04
Finance cost on Lease Liability	0.37	0.10
Other Borrowing Costs:		
Bank Charges	3.03	2.68
Total	3.40	2.82



24 Depreciation and amortization expenses

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Depreciation of Tangible Assets	23.68	21.51
Amortization of Intangible Assets	0.06	0.06
Depreciation of ROU Assets	2.38	1.47
Total	26.12	23.04

25 Other expenses

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Stores, Spares and Tools Consumed	95.55	98.18
Sub-contracting Expenses	62.53	83.52
Power, Fuel and Water	43.61	41.88
Cartage, Freight and Forwarding	200.49	250.48
Air Freight	17.32	19.85
Rent	3.18	3.03
Rates and Taxes	7.22	7.42
Travelling and Conveyance	2.70	1.18
Communication	0.89	0.56
Printing and Stationery	2.03	1.85
Insurance	1.66	1.46
Repairs and Maintenance:		
Building	0.73	5.22
Plant and Machinery	23.86	24.10
Others	12.35	11.88
Office Maintenance	6.81	6.00
Vehicle Repairs and Maintenance	1.33	1.07
Advertisement, Publicity and Sales Promotion	0.16	-
Legal and Professional Charges	2.09	2.63
Directors Sitting Fees	0.26	0.16
Payment to Auditors (Refer details below)	0.85	0.80
Exchange Differences (net)	(42.28)	(48.71)
Amount write off	-	5.31
Bad Debts	-	0.32
Loss on sale of Fixed Assets (net)	(0.41)	-
Contribution towards CSR	6.00	4.50
Miscellaneous	0.17	0.10
Total	449.10	522.79

Payment to Auditors

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
As Auditors:		
Audit Fee	0.70	0.69
Tax Audit Fee	0.10	0.07
In Other Capacity:		
Taxation Matters	0.05	0.04
Total	0.85	0.80



26 Computation of earning per share (EPS)

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Computation of Profit (Numerator)		
Net Profit after Tax as per the Statement of Profit & Loss attributable to Equity Shareholders	248.59	312.84
Computation of Weighted Average Number of Shares (Denominator)		
Number of Shares outstanding at the Beginning of the year	57,59,842	57,59,842
Adjusted Weighted Average number of Equity Shares for calculating Diluted EPS	57,59,842	57,59,842
Adjusted Weighted Average number of Equity Shares for calculating Basic EPS	57,59,842	57,59,842
Computation of EPS - Basic (in INR)		
Computation of EPS - Diluted (in INR)	43.16	54.31



27 Components of other comprehensive income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

				(INR in millions)
Year ended 31st March 2023	Effective portion of cash flow hedge	Retained earnings	Income tax/ Deferred tax	Total
Re-measurement gains / (losses) of defined benefit plans	-	3.92	(0.99)	2.93
Effective portion of cash flow hedge	(21.45)	-	5.40	(16.05)
	(21.45)	3.92	4.41	(13.12)

				(INR in millions)
Year ended 31st March 2022	Effective portion of cash flow hedge	Retained earnings	Income tax/ Deferred tax	Total
Re-measurement gains / (losses) of defined benefit plans	-	(2.38)	0.60	(1.78)
Effective portion of cash flow hedge	8.26	-	(2.08)	6.18
	8.26	(2.38)	(1.48)	4.40



28 LEASE

(i) The following is the break-up of current and non-current lease liabilities:

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Current lease liabilities	5.03	1.54
Non-current lease liabilities	8.22	0.68
Total	13.25	2.22

(ii) The following is the movement in lease liabilities:

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Opening Balance	2.22	3.61
Additions	15.60	0.27
Finance cost accrued during the year	0.37	0.10
Deletions	-	-
Payment of lease liabilities	(4.94)	(1.76)
Closing Balance	13.25	2.22

(iii) Lease commitments are the undiscounted future cash out flows from the lease contracts which are not recorded in the measurement of lease liabilities. These include potential future payments related to leases with term less than twelve months and leases of low value assets.

Particular	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Payable within one year	5.03	1.54
Payable between one to five years	4.96	0.68
More than five years	3.26	-
Total	13.25	2.22



29 Segment Information

The Company operates primarily in the business of manufacturing of Linkage Parts and Components for Off-Highway Vehicles. The Board of Directors, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the company's performance, based on the analysis of the various performance indicators of the company, the Board has decided that there is no

The company disaggregate revenue from contracts with customers into categories that depict how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors. The following table illustrates the disaggregation disclosure by primary geographical market, major product line and timing of revenue recognition in accordance with Ind AS 115.

(INR in millions)

Particulars	Year ended 31st March 2023	Year ended 31st March 2022
Primary geographical markets		
USA	1,208.52	1,426.57
Europe	1,068.35	1,188.08
India	104.35	71.75
Rest of the World	81.12	107.13
Total	2,462.34	2,793.53
Major Product line		
3PL	1,604.92	1,925.30
PMP	749.76	747.77
Others	107.66	120.45
Total	2,462.34	2,793.53

30 Gratuity and other post employment benefits

The following table summarises the components of net employee benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

The principal assumptions used in determining gratuity liability for the Company's plan is shown below:

Particulars	As at 31st March 2023	As at 31st March 2022
Expected Rate of Return on Plan Assets	N.A.	N.A.
Discounting Rate	7.39%	6.84%
Salary Escalation rate		
- Staff	8.00%	10.00%
- Worker	8.00%	8.00%
Rate of Employee Turnover		
- Staff	14.00%	13.00%
- Worker	1.00%	1.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)
Mortality Rate After Employment	N.A.	N.A.

Changes in the present value of the defined benefit obligation recognised in balance sheet are as follows:

Particulars	As at 31st March 2023	As at 31st March 2022
Present value of obligation as at the beginning of the year	43.26	37.66
Interest cost	2.95	2.44
Current service cost	2.06	1.77
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	0.35
(Liability Transferred Out/ Divestments)	(1.59)	-
(Benefit Paid Directly by the Employer)	(2.06)	(1.35)
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	(0.12)	0.33
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(2.67)	2.84
Actuarial (Gains)/Losses on Obligations - Due to Experience	(1.12)	(0.78)
Present Value of Benefit Obligation at the End of the year	40.70	43.26



Changes in the fair value of plan assets recognised in the balance sheet are as follows:

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Opening fair value of plan assets	-	-
Interest Income	-	-
Contributions	-	-
Benefits paid	-	-
Remeasurements	-	-
Return on plan assets, excluding amount recognized in Interest Income -	-	-
Gain / (Loss)	-	-
Closing fair value of plan assets	-	-

The amounts to be recognised in the Balance Sheet

(INR in millions)

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Present value of obligation as at the end of the year	(40.70)	(43.26)
Funded Status (Surplus/ (Deficit))	(40.70)	(43.26)
Net asset / (liability) to be recognised in balance sheet	(40.70)	(43.26)

Net Interest cost (Income/Expense)

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Present Value of Benefit Obligation at the Beginning of the year	(43.26)	37.66
Net Liability/(Asset) at the Beginning	(43.26)	37.66
Interest Cost	2.96	2.44
Net Interest Cost for Current year	2.96	2.44

Expense recognised in the statement of profit and loss

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Current service cost	2.06	1.77
Net Interest (Income) / Expense	2.96	2.44
Net periodic benefit cost recognised in the statement of profit and loss	5.02	4.22

Amount recognised in Statement of Other Comprehensive Income (OCI)

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Actuarial (Gains)/Losses on Obligation For the year	(3.92)	2.38
Net (Income)/Expense For the Year Recognized in OCI	(3.92)	2.38

Reconciliation of net asset/(liability) recognised:

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
Opening Net Liability	43.26	37.66
Expenses Recognized in Statement of Profit or Loss	5.02	4.22
Expenses Recognized in OCI	(3.92)	2.38
Net Liability/(Asset) Transfer In	-	0.35
Net (Liability)/Asset Transfer Out	(1.60)	-
(Benefit Paid Directly by the Employer)	(2.06)	(1.34)
Net asset / (liability) recognised at the end of the year	40.70	43.26

Other Details

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
No of Active Members	193	193
Per Month Salary For Active Members	5.85	5.62
Weighted Average Duration of the Projected Benefit Obligation	6.00	7.00
Average Expected Future Service	7.00	7.00
Defined Benefit Obligation (DBO)- Total	40.70	43.26
Defined Contribution For Next Year (12 Months)	-	-



Maturity Analysis of Projected Benefit Obligation: From the Employer

(INR in millions)

Particulars	As at	
	31st March 2023	31st March 2022
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	7.43	8.15
2nd Following Year	2.81	2.60
3rd Following Year	4.74	3.88
4th Following Year	4.88	3.42
5th Following Year	3.22	4.19
Sum of Years 6 To 10	18.95	20.42
Sum of Years 11 and above	21.06	25.37

Sensitivity analysis

A) Impact of change in discount rate when base assumption is decreased/increased present value of obligation

(INR in millions)

Discount rate	As at	
	31st March 2023	31st March 2022
Decrease by 1%	2.13	2.55
Increase by 1%	(1.93)	(2.29)

B) Impact of change in salary increase rate when base assumption is decreased/increased present value of obligation

(INR in millions)

Salary increment rate	As at	
	31st March 2023	31st March 2022
Decrease by 1%	(1.89)	(2.17)
Increase by 1%	2.03	2.33

C) Impact of change in withdrawal rate when base assumption is decreased/increased present value of obligation

(INR in millions)

Withdrawal rate	As at	
	31st March 2023	31st March 2022
Decrease by 1%	0.05	0.21
Increase by 1%	(0.05)	(0.19)

Sensitivity analysis is an analysis which will give the movement in liability if the assumptions were not proved to be true on different count. This only signifies the change in the liability if the difference between assumed and the actual is not following the parameters of the sensitivity

The following are the expected Interest cost for Next Year:

(INR in millions)

Particulars	Year ended	
	31st March 2023	31st March 2022
Present Value of Benefit Obligation at the End of the Year	40.70	43.26
Net Liability/(Asset) at the End of the Year	40.70	43.26
Interest Cost	3.01	2.96
Net Interest Cost for Next Year	3.01	2.96

The following are the expected expenses to be recognised in the Statement of Profit or Loss for Next Year:

(INR in millions)

Particulars	As at	
	31st March 2023	31st March 2022
Current Service Cost	1.93	2.06
Net Interest Cost	3.01	2.96
Expenses Recognized	4.94	5.02

(b) Leave Encashment

The leave obligations cover the Company's liability for sick and earned leaves. The Company does not have an unconditional right to defer settlement for the obligation shown as current provision balance above. However based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months, therefore based on the independent actuarial report, only a certain amount of provision has been presented as current and remaining as non-current. Amount for the year ended March 31, 2023 is INR 1.98 million (for the year ended March 31, 2022, INR 2.45 million) has been recognised in the statement of profit and

(INR in millions)

Particulars	As at 31st March 2023		As at 31st March 2022	
	Current	Non-current	Current	Non-current
Compensated absences (unfunded)	0.85	2.66	0.67	2.94



31 Related party disclosure

(i) Name of the related parties where control exists and related parties with whom transactions have taken place and their relationships.

a) Holding Company

Name of the Company	Country of Incorporation
Uniparts India Limited	India

b) Fellow Subsidiaries

Name of the Company	Country of Incorporation
Gripwel Couag Private Limited*	India
Uniparts USA Limited	USA
Uniparts Olsen Inc.	USA
Uniparts Europe BV	Netherlands
Uniparts India GmbH	Germany

* Incorporated on 06th Dec, 2021

c) Enterprises over which Key Managerial Personnel and their relatives exercise significant influence:

SKG Engineering Pvt. Ltd.
Sweaty Spirit Apparel Ltd. (Formerly known as Ace Tractor Parts Ltd.)
SGA Trading Pvt. Ltd.
Tima Trading LLP (Formerly known as Tima Trading Pvt. Ltd.)
Amazing Rstates Pvt. Ltd.
GKP Farm LLP
Silveroak Estates Pvt. Ltd.
Bluebells Homes Pvt. Ltd. (Formerly known as Oilintec Pvt. Ltd.)
Sepoy Drinks Pvt Ltd
Charisma Homes LLP (Formerly known as Charisma Homes Pvt. Ltd.)
Avid Maintenance LLP (Formerly known as Avid Maintenance Pvt Ltd)
Sepoy Beverages I.L.P
Gripwel Fasteners (Partnership Firm)
Farmparts Company (Partnership Firm)
Soni Holdings (Partnership Firm)
Indento International (Partnership Firm)
P Soni Family Trust
Soni Foundation
Paramjit Singh (HUF)
Gurdcep Soni (HUF)
Leon India (Partnership Firm)
Paper Bag Entertainment Inc.
7 Days Film I.L.C
The Karan Soni 2018 CG-NG Nevada Trust
The Meher Soni 2018 CG-NG Nevada Trust
The Paramjit Soni 2018 CG-NG Nevada Trust
Gifting Trust of Karan Soni
Gifting Trust of Meher Soni
Paramjit Soni Gifting Trust
Sarabjit Soni Gifting Trust
Uniparts ESOP Trust
Ninety Hospitality LLP



d) Key Managerial Personnel / Individuals having significant influence on the Company:

Gurdeep Soni-Chairman & Managing Director
Paramjit Singh Soni- Vice Chairman & Director
Parmeet Singh Kalra- Independent Director
Sharat Krishan Mathur- Independent Director
Deepika Sharma- Company Secretary (w.e.f 12.05.2020 to 10.04.2021)

(ii) Outstanding Balances at the end of the year

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
1. Uniparts India Limited	(14.61)	(51.27)
2. Uniparts USA Limited	127.41	107.06
3. Uniparts India GmbH	119.68	143.22
4. Gripwel Conag Private Limited	(0.67)	-
5. Uniparts Olsen Inc.	19.71	31.03

Disclosure in respect of Related Party Transactions during the year * :

Particulars	Relationship	(INR in millions)	
		Year ended 31st March 2023	Year ended 31st March 2022
1 Purchase of Goods/Samples/Packing and Services			
Uniparts India Limited	Holding Company	862.49	1,060.28
Gripwel Conag Private Limited	Fellow Subsidiary	3.98	-
Uniparts India GmbH	Fellow Subsidiary	46.34	11.60
		912.81	1,071.88
2 Job Work Expenses			
Uniparts India Limited	Holding Company	5.26	7.21
		5.26	7.21
3 Sale of Goods			
Uniparts India Limited	Holding Company	46.73	30.27
Uniparts India GmbH	Fellow Subsidiary	357.86	354.61
Uniparts USA Limited	Fellow Subsidiary	428.39	472.83
Uniparts Olsen Inc.	Fellow Subsidiary	424.30	423.69
Gripwel Conag Private Limited	Fellow Subsidiary	0.81	-
		1,258.09	1,281.40
4 Lease Rentals			
Uniparts India Limited	Holding Company	0.04	0.04
Soni Holdings	Enterprises over which Key Managerial Personnel and their relatives exercise significant influence	1.14	1.08
		1.18	1.11
5 Guarantees & Collaterals (by)			
Uniparts India Limited	Holding Company	225.00	225.00
		225.00	225.00
6 Guarantees & Collaterals (for)			
Uniparts India Limited	Holding Company	35.00	100.00
		35.00	100.00
7 Electricity Charges paid			
Avid Maintenance LLP	Enterprises over which Key Managerial Personnel and their relatives exercise significant influence	0.18	-
		0.18	-
8 Current Account Receipts			
Uniparts India Limited	Holding Company	5.31	14.74
		5.31	14.74



9 Current Account Payments			
Uniparts India Limited	Holding Company	5.31	14.74
		5.31	14.74
10 Sitting Fees			
Sharat Krishan Mathur	Independent Director	0.14	0.08
Parmect Singh Kalra	Independent Director	0.12	0.08
		0.26	0.16
11 Dividend Paid			
Uniparts India Limited	Holding Company	293.75	150.91
		293.75	150.91
12 Managerial Remuneration**			
Gurdeep Soni	Key Managerial Personnel	31.23	25.83
Deepika Sharma	Company Secretary	-	0.05
		31.23	25.88

Notes:

*The Company has international and specified domestic transactions with related parties. For the current year, the management believes that it maintains documents as prescribed by the Income Tax Act, 1961 to prove that these transactions are at arm's length and the aforesaid legislation will not impact on the financial statements, particularly on the amount of tax expense and that of

**Excludes contribution to employee retirement/post retirement and other employee benefits which are based on actuarial valuation done on an overall Company basis

***Based on ESOP valuation on the date of grant, the fair value of grant is charged to statement of profit & loss on the basis of vesting period.



32 Contingencies, Capital and other commitments

(INR in millions)

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
(i) Claims against the company not acknowledged as debt:		
-Sales Tax / GST Matters	0.18	0.18
(ii) Sales Tax Liability against Pending Forms	0.05	0.00
(iii) Income Tax Demands	0.07	0.02
(iii) Others		
-Estimated amount of contracts remaining to be executed on Capital Accounts and not provided for (Net of Advances)	1.30	2.30
-Corporate Guarantee given to Banks against financial assistance to holding company	200.00	200.00



33 Details of dues to micro and small enterprises as defined under micro, small and medium enterprises development act, 2006 (MSMED, Act 2006)

Dues to micro and small enterprises

The Ministry of Corporate Affairs has issued notification no.G.S.R 1022(E) dated October 11, 2018 which prescribes certain disclosures regarding amount payable to micro enterprises and small enterprises. Accordingly, the disclosure in respect of the amounts payable to such enterprises has been made in the financial statements based on the information received from the vendors. The necessary information in this regard has been given hereunder :-

(INR in millions)

Particulars	As at	As at
	31st March 2023	31st March 2022
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;		
– Principal	21.10	53.06
– Interest	-	-
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, (the Act) along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
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 the said Act	-	-
The amount of interest accrued and remaining unpaid at the end of each year	-	0.04
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	0.01



34 CSR expenditure

As per Section 135 of the Companies Act, 2013, a corporate social responsibility (CSR) committee has been formed by the Company. The Company spent the funds allocated for CSR activities primarily on promoting health aid program (education) projects which are specified in Schedule VII of the Companies Act, 2013 as follows:

(INR in millions)

Particulars	Year ended 31st March 2023	Year ended 31st March 2022
(a) Gross amount required to be spent by the Company during the year	5.89	4.46

(INR in millions)

Particulars	In cash	Yct to be paid in cash	Total
- March 31, 2023			
(i) Construction / acquisition of any asset			-
(ii) On purposes other than (i) above	6.00	-	6.00
	6.00	-	6.00
- March 31, 2022			
(i) Construction / acquisition of any asset			-
(ii) On purposes other than (i) above	4.50	-	4.50
	4.50	-	4.50

(c) (Shortfall) / Excess at the end of the year		0.11	0.04
(d) Total of previous years shortfall		-	-
(e) Details of related party transactions		NA	NA
(f) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year		-	-
(g) Reason for shortfall: The Company was in the process of identifying prospective project as per schedule VII of the Companies Act, 2013		-	-
(h) Nature of CSR activities:		Educational facilities	Educational facilities



35 Hedging activities and derivatives

The Company uses foreign currency denominated borrowings and foreign exchange forward contracts for the purpose of hedging its currency risks. These contracts are not intended for trading or speculation. The foreign exchange forward contracts are designated as cash flow hedges.

Cash flow hedges

Foreign Currency risks

Foreign exchange forward contracts measured at fair value through OCI are designated as hedging instruments in cash flow hedges of forecast sales in US dollar. These forecast transactions are highly probable.

While the Company also enters into other foreign exchange forward contracts with the intention to reduce the foreign exchange risk of expected sales and purchases, these other contracts are not designated in hedge relationships and are measured at fair value through profit or loss.

The foreign exchange forward contract balances vary with the level of expected foreign currency sales and purchases and changes in foreign exchange forward rates.

The terms of the foreign currency forward contracts match the terms of the expected highly probable forecast transactions. As a result, no hedge ineffectiveness arise requiring recognition through profit or loss. Notional amounts of outstanding forward contracts are as follows :

Nature of instrument	Currency	Purpose	(INR in millions)			
			As at 31st March 2023		As at 31st March 2022	
			Foreign Currency (in Million)	INR (in million)	Foreign Currency (in Million)	INR (in million)
Forward contract	USD	Hedging of highly probable sales	8.80	725.35	12.10	950.41
Forward contract	EUR	Hedging of highly probable sales	3.80	349.67	2.00	176.97
Forward contract	GBP	Hedging of highly probable sales	0.60	61.60	-	-
Forward contract	AUD	Hedging of highly probable sales	-	-	0.50	29.03
			13.20	1,136.62	14.60	1,156.41

The cash flow hedges of the expected future sales during the year ended March 31st, 2023 were assessed to be highly effective and a net unrealised loss of INR 35.79 million, with a deferred tax assets of INR 9.01 million relating to the hedging instruments is included in OCI. Comparatively, the cash flow hedges of the expected future sales during the year ended March 31st, 2022 were assessed to be highly effective and a net unrealised gain of INR 8.26 million, with a deferred tax liability of INR 2.08 million was included in OCI in respect of these contracts.

Reclassifications to profit or loss during the year gains or losses included in OCI are shown in Note 27.



36 Financial Risk management objectives and policies

The Company's principal financial liabilities other than derivatives, comprise loans and borrowings, trade payables, employee related payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loan to employees, trade receivables & other receivables and cash and cash equivalents that derive directly

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a Audit committee that advises on financial risks and the appropriate financial risk governance framework for the Company. The Audit committee provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by experienced members from the senior management who have the relevant expertise, appropriate skills and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing

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 prices are subject to commodity price risk, foreign exchange risk and interest rate risk.

The financial instruments that are affected by these include loans and borrowing, deposits, available-for-sale investments and derivative financial instruments. We, from time to time, undertake analysis in relation to the amount of our net debt, the ratio of fixed to floating interest rates of our debt and our financial instruments that are in foreign currencies. We use derivative financial instruments such as foreign exchange contracts to manage our exposures to foreign exchange fluctuations.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The interest rate on remaining loans (except vehicle loans), although fixed, is subject to periodic review by lending banks / financial institutions in relation to their respective base lending rates, which may vary over a period result of any change in the monetary policy of the Reserve Bank of India.

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Variable rate borrowings		
Short Term	-	-
Total Variable rate borrowings	-	-
Fixed rate borrowings		
Long Term	-	-
Total fixed rate borrowings	-	-
Total Borrowings	-	-



Interest rate sensitivity

Variable interest rate loans are exposed to Interest rate risk, the impact on profit or loss before tax may be as follows:

(INR in millions)

Particulars	Effect on profit and equity	
	As at 31st March 2023	As at 31st March 2022
Interest rate - increase by 100 basis points (100 bps)*	-	-
Interest rate - decrease by 100 basis points (100 bps)*	-	-

* Holding all other variable constant

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's export revenue and long term foreign currency borrowings.

The Company have long term agreements with its major customers, the company face foreign exchange risk in respect of (i) our foreign currency loans, in respect of which selectively hedge currency exchange rate risk, (ii) currency mismatches between income and expenditures, which the company seek to manage as much as possible by matching income currency to expenditure currency, and (iii) currency translation for the purpose of preparing consolidated financial statements, on account of global operations.

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

(Amount in millions)

Particulars	Currency	Description	As at	
			31st March 2023	31st March 2022
Receivables	USD	Sale	2.67	4.06
	EUR	Sale	1.34	2.04
	AUD	Sale	0.18	0.83
	GBP	Sale	0.36	0.39
Payables	USD	Purchase	-	0.50
Bank	USD	BEFC	0.01	0.00
	EUR	BEFC	-	0.00
Other Payables	USD		-	-
	EUR		0.00	0.00



Foreign currency sensitivity

With respect to the above unhedged exposure the sensitivity is as follows:

(INR in millions)

Particulars	Effect on profit and equity	
	As at 31st March 2023	As at 31st March 2022
INR/USD-Increase by 5%	10.99	13.52
INR/EUR-Increase by 5%	5.96	8.55
INR/GBP-Increase by 5%	1.80	1.96
INR/AUD-Increase by 5%	0.50	2.34
INR/USD-Decrease by 5%	(10.99)	(13.52)
INR/EUR-Decrease by 5%	(5.96)	(8.55)
INR/GBP-Decrease by 5%	(1.80)	(1.96)
INR/AUD-Decrease by 5%	(0.50)	(2.34)

Commodity price risk

Commodity price risk is the possibility of impact from changes in the prices of raw materials such as steel, which we use in the manufacture of our products. While we seek to pass on input cost increases to our customers, we may not be able to fully achieve this in all situations or at all times.

Commodity price sensitivity

As the Company has a back to back pass through arrangements for volatility in raw material prices there is no impact on the profit and loss and equity of the Company.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, investment in mutual funds, other receivables and deposits, foreign exchange transactions and other financial instruments.

In relation to credit risk arising from financing activities, we monitor our credit spreads and financial strength on a regular basis, and based on our on-going assessment of counterparty risk, we adjust our exposure to various counterparties.

As on March 31st 2023 and March 31st 2022, provision for doubtful debts amounted to INR Nil and INR Nil respectively.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(INR in millions)

Particulars	As at	As at
	31st March 2023	31st March 2022
Total Committed working capital limits from Banks	225.00	225.00
Utilized working capital limit	-	-
Unutilized working capital limit	225.00	225.00



Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flow.

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Long Term Borrowings		
Upto 1 year	-	-
Short Term Borrowings		
Upto 1 year	-	-
Trade Payables		
Upto 1 year	108.67	172.53
Lease liabilities		
Upto 1 year	5.03	1.54
Between 1 to 5 years	8.22	0.68
Total	121.92	174.75



37 Financial Instruments by category and Fair value hierarchy

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

(INR in millions)

Particulars	Level of Inputs used	Carrying Value		Fair Values	
		As at 31st March 2023	As at 31st March 2022	As at 31st March 2023	As at 31st March 2022
Financial Assets					
Loan to Employees		0.17	0.10	0.17	0.10
Security Deposits		6.49	5.28	6.49	5.28
Derivatives	Level 1	-	16.71	-	16.71
Trade Receivables		390.78	565.32	390.78	565.32
Cash & Cash Equivalents		40.52	17.04	40.52	17.04
Other Financial Assets		0.06	0.06	0.06	0.06
Financial Liabilities					
Trade Payables		108.67	172.53	108.67	172.53
Lease liabilities		13.25	2.22	13.25	2.22
Derivative Instruments	Level 1	14.15	-	14.15	-

The management assessed that the fair value of cash and cash equivalent, trade receivables, derivative instruments, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values: .

- (i) Long-term fixed-rate and variable-rate receivables are evaluated by the Company based on parameters such as individual creditworthiness of the customer. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- (ii) The fair value of other non-current financial liabilities and security deposits, is estimated by discounting future cash flows using 10 year government bond rates. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates.
- (iii) Further the management assessed that the fair value of loan to employees approximate their carrying amounts largely due to discounting at rates which are an approximation of current lending rates.
- (iv) The Company enters into derivative financial instruments with various counterparties, principally financial institutions with investment grade credit ratings. Foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies, currency basis spreads between the respective currencies and forward rate curves of the underlying. All derivative contracts are fully cash collateralised, thereby eliminating both counterparty and the Company's own non-performance risk. As at June 30, 2022 the marked-to-market value of derivative asset positions is net of a credit valuation adjustment attributable to derivative counterparty default risk. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognised at fair value.

Reconciliation of fair value measurement of financial assets/ (liabilities) classified as FVTOCI:		(INR in millions)	
Particulars	As at 31st March 2023	As at 31st March 2022	
Derivatives			
-Forward Currency Contract	(14.15)	16.71	



38 Ratio as per the schedule III requirements

(INR in millions)

Particulars	(INR in millions)	
	Year ended 31st March 2023	Year ended 31st March 2022
(a) Current Ratio		
Total current assets	897.39	990.37
Total current Liabilities	197.53	218.84
Current ratio	4.54	4.53
% Change from previous year	0.39%	
(b) Debt-Equity Ratio		
Debt (Borrowing)	-	-
Total Equity	837.41	895.45
Debt Equity Ratio	-	-
% Change from previous year	NA	
(c) Debt Service Coverage Ratio[^]		
Profit after tax for the year	248.59	312.84
Add: Non cash operating expense and finance cost	29.11	25.86
Depreciation and amortisation expense	26.12	23.04
Finance costs	3.40	2.82
Loss/(Profit) on sale of fixed assets	(0.41)	-
Earnings available for debt services	277.70	338.70
Interest on bank borrowings	-	-
Lease repayments	4.94	1.76
Long term secured loans repaid	-	-
Total interest and principal repayments	4.94	1.76
Debt service coverage ratio	56.21	192.44
% Change from previous year	-70.79%	
(d) Return on Equity Ratio[^]		
Profit after tax for the year	248.59	312.84
Average Equity	866.43	812.08
Return on equity ratio	28.69%	38.52%
% Change from previous year	-25.52%	
(e) Inventory turnover ratio		
Cost of materials consumed	820.31	874.54
Changes in inventories of finished goods, work-in-progress and scrap	553.59	686.89
Cost of goods sold	1,373.90	1,561.43
Average inventory	372.70	362.83
Inventory turnover ratio	3.69	4.30
% Change from previous year	-14.34%	
(f) Trade Receivables turnover ratio		
Sale of goods and services	2,462.34	2,793.53
Average account receivable	478.05	480.32
Trade receivables turnover ratio	5.15	5.82
% Change from previous year	-11.44%	
(g) Trade payables turnover ratio		
Purchases	1,356.14	1,590.74
Average trade payables	140.60	161.43
Trade payables turnover ratio	9.65	9.85
% Change from previous year	-2.12%	



(h) Net capital turnover ratio		
Revenue from operations	2,462.34	2,793.53
Net working capital (Refer Note below)	699.86	771.53
Net capital turnover ratio	3.52	3.62
% Change from previous year	-2.83%	
Note: Net working capital is calculated by reducing total current liabilities from total current assets.		
(i) Net profit ratio		
Profit after tax for the year	248.59	312.84
Revenue from operations	2,462.34	2,793.53
Net profit ratio	10.10%	11.20%
% Change from previous year	-9.85%	
(j) Return on Capital employed		
Profit before tax	333.20	424.51
Finance costs	3.40	2.82
Earnings before interest and tax	336.60	427.33
Capital employed	796.69	880.25
Tangible net worth	837.41	895.45
Total Debt*	(40.52)	(17.04)
Deferred tax Liability	-	1.90
Intangible net worth	0.20	0.06
Return on capital employed	42.25%	48.55%
% Change from previous year	-12.97%	
Total Debt*– Borrowings - Cash & cash equivalents		

*Variation in coverage and equity ratios are primarily due to decreases in turnover and profitability during the year ended March 31st, 2023



39 Capital management

The capital includes issued equity capital and other equity reserves attributable to the equity holders of the company. The primary objective of the company's capital management is to maintain optimum capital structure to reduce cost of capital and to maximize the shareholder value.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants which otherwise would permit the banks to immediately call loans and borrowings. In order to maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

Particulars	(INR in millions)	
	As at 31st March 2023	As at 31st March 2022
Borrowings	-	-
Net Debt	-	-
Equity	837.41	895.45
Debt/Equity ratio	-	-

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

40 Previous Year figures have been re-grouped/ re-arranged/ re-classified wherever necessary to correspond with the current year's classification/ disclosure.

As per our report of even date attached
For S.C. VARMA AND CO.
Chartered Accountants
Firm Regn. No: 000533N



S.C. Varma
(Partner)
Membership No. 011450

Place : New Delhi
Dated: 22th May, 2023



For and on behalf of the Board of Directors



Gurdeep Soni
(Managing Director)
[DIN: 0001478]



Paramjit Singh Soni
(Director)
[DIN: 00011616]