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ADITYA INFOTECH LTD.

Corporate Office : Khemka Square, A-11 & 12, Sector 4, NOIDA - 201301 (NCR-Delhi) INDIA
CIN NO : U74899DL1995PLC066784, Tel: +91 120 4555 666 Fax : +91 120 4555 600
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NOTICE OF TWENTY EIGHTH (28th) ANNUAL GENERAL MEETING

NOTICE is hereby given that the **28th Annual General Meeting** of Aditya Infotech Limited is scheduled to be held on Saturday, October 28, 2023 at the Registered Office of the Company situated at F-28, Okhla Industrial Area, Phase-1, Delhi - 110020 at 14:00 HRS at a shorter notice to transact the following businesses:

ORDINARY BUSINESSES:

To consider and if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolutions:

1. TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED ANNUAL AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR FINANCIAL YEAR ENDED MARCH 31, 2023

To receive, consider and adopt the Standalone and Consolidated Annual Audited Balance Sheet as at March 31, 2023, the Standalone and Consolidated Financial Statement of Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 129 and section 134 of the Companies Act, 2013 and the rules made thereunder and any amendment made thereto, the audited Standalone and Consolidated Financial Statement of Profit & Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of the Auditors and Directors thereon be and the same are hereby received, considered and adopted."

2. TO RE-APPOINT MR. ADITYA KHEMKA (DIN-00514552) AS THE DIRECTOR, WHO RETIRES BY ROTATION AT THIS MEETING AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

To consider and if thought fit to approve re-appointment of Mr. Aditya Khemka as the Director of the Company and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of section 152(6) of the Companies Act, 2013 and the rules made thereunder and any amendment made thereto, Mr. Aditya Khemka (DIN: 00514552), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company whose office shall be liable to retire by rotation."

3. TO DECLARE FINAL DIVIDEND ON EQUITY SHARES OF THE COMPANY

To consider and if thought fit to declare final dividend on equity shares of the Company for the year ended March 31, 2023 at INR 4.88/- approx. (Indian Rupees Four and Eight Eighty Paise approximately) per Equity Share of INR10/- (Indian Rupees Ten only) each aggregating to INR 1,00,00,000/- (Indian Rupees One Crore only) on equity share capital of the Company and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the final dividend on equity shares for the year ended March 31, 2023 at INR 4.88/- approx.. per Equity Share of INR 10/- (Indian Rupees Ten only) each aggregating to INR 1,00,00,000/- (Indian Rupees One Crore only) on equity share capital of the Company as recommended by the Board of Directors of the Company at their meeting held on 23.10.2023 be and is hereby approved and declared by the Shareholders of the Company."

SPECIAL BUSINESSES:

4. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. HARI SHANKER KHEMKA AS THE CHAIRMAN CUM WHOLE TIME DIRECTOR:

To consider and if thought fit to approve re-appointment of Mr. Hari Shanker Khemka as the Chairman cum Whole Time Director of the Company and in this regard, pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152(6), Section 196(3), Section 197 and Section 198 of the Companies Act, 2013 along with the rules made thereunder, each as amended ("**Companies Act**") and other applicable provisions thereof, if any and provisions of Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Mr. Hari Shanker Khemka as Chairman Cum Whole Time Director of the Company for another term of five (5) years commencing from the date of passing of this resolution by the Shareholders of the Company till next five years and shall be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Hari Shanker Khemka shall be entitled to receive the remuneration as in the manner as detailed below:

1. Salary of INR. 25,00,000/- (Indian Rupees Twenty Five Lakhs only) per month;
2. Rent-free accommodation etc. which shall not exceed INR. 12,50,000/- (Indian Rupees Twelve Lakhs Fifty Thousand only) per month;
3. Other Benefits & Perquisites as per the Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four Lakh only) per month.

RESOLVED FURTHER THAT the Board took note of the declaration made by Mr. Hari Shanker Khemka in Form No. DIR-8 confirming that he is not disqualified under Section 164 of the Companies Act, 2013 from acting as a director of the Company.

RESOLVED FURTHER THAT notwithstanding anything stated herein, where in any financial year during the tenure of Mr. Hari Shanker Khemka, the Company has no profits or its profits are inadequate to pay the aforementioned remuneration, the Company shall pay the above remuneration, benefits and amenities as the minimum remuneration by way of salary, performance pay, other allowances and benefits and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration payable to Mr. Hari Shanker Khemka, within the limits as approved by the Shareholders of the Company from time to time,

basis on the recommendation received from the Nomination and Remuneration Committee and the Board of Directors of the Company.

RESOLVED FURTHER THAT, the Board took note the disclosure made by Mr. Hari Shanker Khemka in Form No. MBP-1 confirming his nature of interest in other bodies corporate as required under Section 184 of the Companies Act, 2013.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorized to do all such other acts, deeds and things which are necessary in relation to the appointment of Mr. Hari Shanker Khemka as a Chairman cum Whole Time Director of the Company, including filing of the necessary forms with the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director wherever required."

5. TO CONSIDER AND APPROVE REVISION OF REMUNERATION OF MR. ADITYA KHEMKA, MANAGING DIRECTOR OF THE COMPANY FOR FINANCIAL YEAR 2023-24

To consider and if thought fit to approve revision of remuneration of Mr. Aditya Khemka, Managing Director of the Company for the financial year 2023-24 and in this regard, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in partial modification of the earlier resolution passed by the Shareholders of the Company at their meeting held on March 27, 2023 and pursuant to the provisions of Sections 178 and 197 or any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act and the rules made thereunder and the Articles of Association of the Company including any statutory modification thereof, and on the recommendation made by the Board of Directors, the Shareholders of the Company be and hereby approved the revised remuneration of Mr. Aditya Khemka, Managing Director of the Company for financial year commencing from April 1, 2023 to March 31, 2024, in the manner as detailed below:

1. Salary of INR. 42,50,000/- (Indian Rupees Forty Two Lakhs Fifty Thousand only) per month;
2. Tour and travel expenses INR. 3,50,00,000/- (Indian Rupees Three Crore Fifty Lakhs) annually;
3. Other benefits & perquisites as per Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four lakhs only) per month.
4. Performance Linked Incentive shall be payable as follows:

a)	0.35% on Total Net Sales/ Net Turnover	Payable on Monthly/Annually basis on actual sales.
b)	0.35% additional incentive on Net Incremental Sales/ Net Turnover	Payable on Monthly/Annually for each financial year based on sales of immediately preceding financial year.

RESOLVED FURTHER THAT notwithstanding anything stated herein, where in any financial year during the tenure of Mr. Aditya Khemka, the Company has no profits or its profits are inadequate to pay the aforementioned remuneration, the Company shall pay the above remuneration, benefits and amenities including the performance based linked incentive, as the minimum remuneration by way of salary, performance pay, other allowances and benefits and that the perquisites pertaining to contribution to

provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration payable to Mr. Aditya Khemka, within the limits as approved by the Shareholders of the Company from time to time, basis on the recommendation received from the Nomination and Remuneration Committee and the Board of Directors of the Company.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorized to do all such other acts, deeds and things which are necessary in relation to the aforesaid matter including but not limiting to filing of the necessary forms with the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director wherever required."

6. TO CONSIDER AND APPROVE APPOINTMENT OF MS. AMBIKA SHARMA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR:

To consider and if thought fit to approve appointment of Ms. Ambika Sharma as a Non-Executive Independent Director of the Company and in this regard, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 read along with the rules made thereunder, each as amended ("Companies Act") and other applicable provisions thereof, if any, Ms. Ambika Sharma (DIN:08201798), who has submitted the requisite disclosures and declaration that she meets the criteria for appointment as a Non-Executive Independent Director under the Companies Act, 2013 and is eligible for such appointment be and is hereby appointed as a Non-Executive Independent Director on the board of directors of the Company (the "Board" or "Board of Directors"), who shall hold office for a term of five (5) years commencing with effect from November 1, 2023 till October 31, 2028 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Ms. Ambika Sharma shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof and such other remuneration as may be determined by the Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT, the Board took note of the declaration in writing from Ms. Ambika Sharma in Form No. DIR-8 confirming that she is not disqualified under Section 164 of the Companies Act from acting as a director of the Company.

RESOLVED FURTHER THAT, the Board took note of the disclosure in writing from Ms. Ambika Sharma in Form No. MBP-1 confirming her nature of interest in other bodies corporate as required under Section 184 of the Companies Act, 2013.

RESOLVED FURTHER THAT, the Board took note of the declaration in writing from Ms. Ambika Sharma confirming that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board took note of the consent letter in the Form DIR-2 received from Ms. Ambika Sharma providing her consent to act a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the terms of appointment of independent director pursuant to the provisions of the Companies Act, 2013 shall be such as mutually agreed between Ms. Ambika Sharma and the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Hari Shanker Khemka and Mr. Aditya Khemka, Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things which are necessary in relation to the appointment of Ms. Ambika Sharma as a Non-Executive Independent Director of the Company, including filing of the necessary forms with the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director wherever required."

7. TO CONSIDER AND APPROVE APPOINTMENT OF MR. MANISH SHARMA AS A NON-EXECUTIVE INDEPENDENT DIRECTOR:

To consider and if thought fit to approve appointment of Mr. Manish Sharma as a Non-Executive Independent Director of the Company and in this regard, pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 along with the rules made thereunder, each as amended ("Companies Act") and other applicable provisions thereof, if any, Mr. Manish Sharma (DIN:06549914), who has submitted the requisite disclosures and declaration that he meets the criteria for appointment as a Non-Executive Independent Director under the Companies Act and is eligible for such appointment be and is hereby appointed as a Non-Executive Independent Director on the board of directors of the Company (the "Board" or "Board of Directors"), who shall hold office for a term of five (5) years commencing with effect from November 1, 2023 till October 31, 2028 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Manish Sharma shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof and such other remuneration as may be determined by the Board from time to time.

RESOLVED FURTHER THAT, the Board took note of the declaration in writing from Mr. Manish Sharma in Form No. DIR-8 confirming that he is not disqualified under Section 164 of the Companies Act from acting as a director of the Company.

RESOLVED FURTHER THAT, the Board took note of the disclosure in writing from Mr. Manish Sharma in Form No. MBP-1 confirming his nature of interest in other bodies corporate as required under Section 184 of the Companies Act, 2013.

RESOLVED FURTHER THAT, the Board took note of the declaration in writing from Mr. Manish Sharma confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board took note of the consent letter in the Form DIR-2 received from Mr. Manish Sharma providing his consent to act a Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the terms of appointment of independent director pursuant to the provisions of the Companies Act, 2013 shall be such as mutually agreed between Mr. Manish Sharma and the Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Hari Shanker Khemka and Mr. Aditya Khemka, Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things which are necessary in relation to the appointment of Mr. Manish Sharma as a Non-Executive Independent Director of the Company, including filing of the necessary forms with the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director wherever required."

By the order of the Board
For Aditya Infotech Limited



Hari Shanker Khemka
Chairman (DIN: 00514501)
Add.: B-51, Greater Kailash-01,
Delhi-110048

Date: October 23, 2023

Place: NOIDA

NOTES:

1. Section 105(2): A SHAREHOLDER ENTITLED TO ATTEND THE ANNUAL GENERAL MEETING (THE "MEETING") IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND INSTEAD OF HIMSELF/HERSELF, AND SUCH A PROXY NEED NOT BE A SHAREHOLDER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION. THE PROXY FORM IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR COMMENCEMENT OF THE MEETING. THE PROXY FORM IN THE PRESCRIBED FORMAT MGT-11 IS ATTACHED FOR DOING THE NEEDFUL, IF REQUIRED.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. **Section 105(8): Requirement of giving three days' notice by a member for inspecting the proxies lodged**
Every Member entitled to vote at a meeting of the Company, or on any resolution to be moved in the meeting, shall be entitled to inspect the proxies lodged by giving not less than 3 days' written notice of his/her intention of doing the inspection.

4. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution/ authorization letter, authorizing their representative to attend and vote on their behalf at the Meeting.
5. Explanatory statement as required under section 102 of the Companies Act, 2013 in respect of Special Business under item no.3, 4, 5 & 6 is annexed.
6. Members are requested to notify any change in their address/ mandate/ other details immediately to the Company at its registered office.
7. The documents, if any referred to in the resolution mentioned are available for inspection during 10.00 a.m. to 1.00 p.m. up to the Meeting except holidays at the Registered Office of the Company and copies thereof shall also be made available for inspection at the venue of Meeting.
8. **Section 170: Register of Directors and their shareholding**
In accordance with the requirement of the Section 170 of the Companies Act, 2013, register of Directors and their shareholding shall be kept open for inspection by the Members and shall also be made accessible to any person attending the Annual General Meeting.
9. **Section 189: Register of Contracts or arrangements in which directors are interested**
In accordance with the requirement of the Section 189 of the Companies Act, 2013, register of Contracts or arrangements in which directors are interested shall be placed at the Annual General Meeting and shall also remain open and accessible to any person having right to attend the meeting during the continuance of the said meeting.
10. Route map to the venue of the meeting is annexed.

By the order of the Board
For Aditya Infotech Limited



Hari Shanker Khemka

Chairman (DIN: 00514501)

Add.: B-51, Greater Kailash-01, Delhi-110048

Date: October 23, 2023

Place: NOIDA



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Explanatory Statement (Pursuant to Section 102(1) of the Companies Act, 2013)

Item No. 4:

The Shareholder are informed that Mr. Hari Shanker Khemka is turning to seventy (70) years of age in the coming month i.e. on November 8, 2023 however his spirit and enriched experience is very much required for the growth, development and expansion of Business operations of the Company, hence the Board is of the opinion that it is important to re-appoint Mr. Hari Shanker as the Chairman cum Whole Time Director of the Company for another term of five (5) years.

pursuant to the provisions of Section 152(6) and Section 196(3) of the Companies Act, 2013 along with the rules made thereunder, each as amended ("Companies Act") and other applicable provisions thereof, if any and provisions of Articles of Association of the Company, Mr. Hari Shanker Khemka is proposed to be re-appointed as the Chairman cum Whole Time Director of the Company, in accordance with applicable laws, including the Companies Act, 2013

The Board of Directors has recommended the appointment of Mr. Hari Shanker Khemka as the Chairman cum Whole Time Director of the Company for a term of five (5) years at the in the manner as detailed below subject to him being continuing to satisfy the criteria of being appointed as Director in terms of the Companies Act, 2013 and the rules made thereunder, and shall be liable to retire by rotation.

1. Salary of INR. 25,00,000/- (Indian Rupees Twenty Five Lakhs only) per month;
2. Rent-free accommodation etc. which shall not exceed INR. 12,50,000/- (Indian Rupees Twelve Lakhs Fifty Thousand only) per month;
3. Other Benefits & Perquisites as per the Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four Lakh only) per month.

The Company has received the requisite disclosures and declaration from Mr. Hari Shanker Khemka as required under the provisions of the Companies Act, 2013. Keeping in view his rich knowledge and experience, which could be utilized to put appropriate strategies for growth of business activities of the Company, it was thought fit to propose the appointment of Mr. Hari Shanker Khemka as the Chairman cum Whole Time Director of the Company.

Further, the information as required under Section II (iv) of Part II of Schedule V of the Companies Act, 2013 is as follows:

I. GENERAL INFORMATION		
1.	Nature of Industry	Information Technology, Security & Surveillance
2.	Date of commencement of commercial production	The Company was incorporated on 27.03.1995 and the commencement of business certificate was received on 21.04.1995.

3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4.	Financial performance (Based on Standalone Financial Statements of the Company)	Financial Year (Audited)	Profit Before Tax (Rupees in Crores)	Profit after Tax (Rupees in Crores)
		2020-21	36.51	26.14
		2021-22	116.53	83.64
		2022-23	137.19	102.13

5.	Foreign investments or collaborators, if any	The investments made by the Company in its Foreign Subsidiaries as on March 31, 2022 (Basis the last Standalone Audited Financial Statements) is detailed herein below:		
		Company Name	Country	Investment (INR)
		Shenzhen CP Plus International Limited	China	1,11,88,775/-

II. INFORMATION ABOUT THE APPOINTEE

1.	Background details	Mr. Hari Shanker Khemka aged 69 years is the Chairman and the Whole Time Director of Aditya Infotech Limited. Under his leadership, Aditya Infotech Limited has achieved a remarkable growth in security & surveillance products distribution. Due to his rich experience and enormous support, the Company has launched its own brand in the name of "CP PLUS" in the year 2007. The Company has shown tremendous growth over the years under his expert guidance and has expanded in many folds by entering into the market of many other line of products introduced in the Industry.
2.	Past Remuneration	The remuneration received by Shri Hari Shanker Khemka during the FY 2023-24 is as follows: 1. Salary of INR 25,00,000/- (Indian Rupees Twenty Five Lakhs only) per month; 2. Rent-free accommodation etc. which shall not exceed INR. 12,50,000/- (Indian Rupees Twelve Lakhs Fifty Thousand only) per month; 3. Other Benefits & Perquisites as per the Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four Lakh only) per month.
3.	Recognition or awards	Under his leadership, the company has received various awards and recognitions, few of the recent awards and recognition received by the Company are as follows:- 1. Enterprise IT CMO - SME Channels (2020 & 2017) 2. Brand of the Year - CEO Magazine (2019) 3. CMO of the Year - VARINDIA (2019) 4. Brand of the Year - VARINDIA (2019) 5. Surveillance Brand of the Year - SME Channels (2019 & 2017) 6. Shield Awards - SECUTECH (2018) 7. Best Surveillance Camera - NCN (2018)

		8. Silver Abby - GoaFest (2017) 9. Asia's Most Admired Brand - White Page International (2018) 10. Company of the Year Award - Frost & Sullivan (2018) 11. Best Electronics Security Company Of The Year - VARINDIA (2019) 12. India Electronic Security Company of the Year Award - Frost & Sullivan (2017) 13. Prestigious Rising Brands of Asia - Herald Global (2017) 14. Electronic Security Brand of the Year – IISSM (2017) 15. ET Best Brands 2021.- CP PLUS 16. Outstanding Security Equipment Manufacturer 2021 – Business world 17. Outstanding New product – Business world – CP Plus Video door Bell 18. E4M Pride of India: Best of Bharat Awards 2022 – CP PLUS 19. CMO of the year - Varindia 2022 20. Outstanding New Security Product Award 2023 - BW Security World and OSPAs 21. Outstanding Police/Law Enforcement Award 2023 - BW Security World and OSPAs 22. Most Trusted Brand of the Year Award 2023 - India Today 23. Best B2B Customer Experience - Award - Smart CX Technology Summit & Awards 2023 24. Customer Service CEO of the Year Award - Smart CX Technology Summit & Awards 2023
4.	Job profile and his suitability	He is the Whole Time Director of the Company and is fully engaged in managing the affairs of the Company and exercises all relevant powers under the supervision and superintendence of the Board of the Company
5.	Remuneration proposed	1) Salary of INR 25,00,000/- (Indian Rupees Twenty Five Lakhs only) per month; 2) Rent-free accommodation etc. which shall not exceed INR 12,50,000/- (Indian Rupees Twelve Lakhs Fifty Thousand only) per month; 3) Other Benefits & Perquisites as per the Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four Lakh only) per month.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t the country of his origin)	The proposed remuneration has been benchmarked with the remuneration being drawn by employees holding similar position in various other Companies of the relevant industry and the same being recommended by the Nomination and Remuneration Committee of the Company considering the terms to be fair, reasonable and justifiable.
7.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. Hari Shanker Khemka is directly and indirectly holding majority of the Equity Shares of the Company. Mr. Hari Shanker Khemka is the father of both Mr. Aditya Khemka, Managing Director and Mr. Rishi Khemka, Director of the Company.

III. Other Information		
1.	Reasons of loss or inadequate profits	The Company's profits are inadequate since its orders / projects are under implementation.
2.	Steps taken or proposed to be taken for improvement	The Company's profits are projected to be increased with expansion and growth in the Business during the financial year 2024.
3.	Expected increase in productivity and profits in measurable terms	Unless any unforeseen exceptional circumstances occurs, the Company is expecting tremendous growth in its business which in turn increase the revenue and profits margins nearly 20% to 25% in comparison to the previous financial year's revenue and profit margins.
IV. Disclosures		
1.	Since the Company is not listed with any of the Stock Exchanges, hence is not required to prepare a Corporate Governance Report being part of the Board Report. However, all the elements of remuneration proposed to be paid to Mr. Aditya Khemka are disclosed in the resolution proposed to be passed by the shareholders of the Company.	

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Chairman (Shri Hari Shanker Khemka) seeking appointment as Whole Time Director and/ revision in remuneration: -

Age	69 years	
Qualifications	Graduation: Bachelor of Science	
Experience	45 years	
Terms and conditions of appointment or reappointment	N.A.	
Last Drawn Remuneration	The remuneration received by Shri Hari Shanker Khemka during the FY 2023-24 is as follows: 1) Salary of Rs. 25,00,000/- (Rupees Twenty Five Lakhs only) per month; 2) Rent-free accommodation etc. which shall not exceed Rs. 12,50,000/- (Indian Rupees Twelve Lakhs Fifty Thousand only) per month; 3) Other Benefits & Perquisites as per the Company's policy not exceeding Rs. 4,00,000/- (Rupees Four Lakh only) per month.	
Date of First Appointment on Board	27.03.1995	
No. of shares held in Company	3,94,385 equity shares	
Relationship with other Directors	Mr. Aditya Khemka	Son
	Mr. Rishi Khemka	Son
No. of Board Meeting attended during this FY (till date)	There were Four (4) Board Meetings held during the Financial Year 2023-24(till date) and Mr. Hari Shanker Khemka was physically present at all the Four (4) meeting held during the period.	
Other Directorship in Indian companies / LLP	1. ARK Infosolutions Private Limited 2. Trendsetters Infoservices LLP 3. Aditya Colonizers LLP 4. Trend Setter Promoters LLP	

Further, as per the provisions of section 178 and section 197 and/or any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act and the rules made thereunder, in case of no

profit or inadequate profit, the Company has an option to pay remuneration to its Managerial Personnel within the limits prescribed under Section II (A) of Schedule V of the Act. However, as per the proviso of Section II (A) of Schedule V of the Act, a Company may pay a remuneration to its Managerial Personnel in excess of the limits as prescribed under Section II(A) of Schedule V after taking approval from its Shareholders by way of a special resolution. Hence, your directors recommend the resolution as set out at Item No. 4 for the approval of shareholders of the Company by passing the Special Resolution.

None of the directors, key managerial personnel or their relatives is/are interested in the said resolution except to the extent of their shareholding and directorship in the Company.

Your Directors recommend the resolution as set out at Item No.4 as a special resolution for the approval of shareholders.

None of the directors, key managerial personnel or their relatives is/are interested in the said resolution except to the extent of their shareholding or directorship, if any in the Company.

Item No. 5:

The Shareholders have been informed that the Company has shown a tremendous growth during the period under the incredible leadership of Mr. Aditya Khemka. To perform his responsibilities, Mr. Khemka has an extensive travel plan across the globe during the year 2023-24. Considering the extra-ordinary performance of the Company and the contribution made by Mr. Aditya Khemka and basis the recommendation made by the Board of Directors of the Company, it is proposed to approve the revision of his tour and travel expenses from INR 2.5 Crs. per annum to INR 3.5 Crs. Per annum, for the financial year commencing from April 1, 2023 to March 31, 2024 and thereafter the revised remuneration and performance linked incentive structure shall be such as mentioned in the proposed resolution no. 5.

Further, the information as required under Section II (iv) of Part II of Schedule V of the Companies Act, 2013 are as follows:

I. GENERAL INFORMATION			
1.	Nature of Industry	Information Technology, Security & Surveillance	
2.	Date of commencement of commercial production	The Company was incorporated on 27.03.1995 and the commencement of business certificate was received on 21.04.1995.	
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
4.	Financial performance (Based on Standalone Financial Statements of the Company)	Financial Year	Profit Before Tax (Rupees in Crores)
		2020-21	36.51
		2021-22	116.53
		2022-23	137.19
			Profit after Tax (Rupees in Crores)
			26.14
			83.64
			102.13

5.	Foreign investments or collaborators, if any	The investments made by the Company in its Foreign Subsidiaries as on March 31, 2023 (Basis the last Standalone Audited Financial Statements) is detailed herein below: <table border="1"> <tr> <td data-bbox="580 405 810 510">Shenzhen CP Plus International Limited</td><td data-bbox="826 405 1050 510">China</td><td data-bbox="1066 405 1412 510">INR 1,11,88,775/-</td></tr> </table>	Shenzhen CP Plus International Limited	China	INR 1,11,88,775/-
Shenzhen CP Plus International Limited	China	INR 1,11,88,775/-			
II. INFORMATION ABOUT THE APPOINTEE					
1.	Background details	Mr. Aditya Khemka aged 49 years is the Managing Director of Aditya Infotech Limited. He holds an Honors degree in Commerce from Shri Ram College of Commerce (DU) and a GNIIT diploma in Software programming from NIIT. He pursued his Master's degree in International Business from Fore School of Management, Delhi. Under his leadership, Aditya Infotech Limited has achieved a remarkable growth in security & surveillance products distribution. Due to his rich experience and enormous support, the Company has launched its own brand in the name of "CP PLUS" in the year 2007. The Company has shown tremendous growth over the years under his expert guidance and has expanded in many folds by entering into the market of many other line of products introduced in the Industry..			
2.	Past Remuneration	- Salary of INR 42,50,000/- (Indian Rupees Forty Two Lakhs Fifty Thousand only) per month; - Tour and travel expenses INR 2,50,00,000/-(Indian Rupees Two Crore Fifty Lakhs) annually; - Other benefits & perquisites as per Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four lakhs only) per month. - Performance Linked Incentive shall be payable as follows: 0.35% on Total Net Sales/ Net Turnover : Payable on Monthly/ Annually basis on actual sales. 0.35% additional Incentive on Net Incremental Sales/ Net Turnover : Payable on Monthly/ Annually for each financial year based on sales of immediately preceding financial year.			
3.	Recognition or awards	- Under his leadership, the company has received various awards and recognitions, few of the recent awards and recognition received by the Company are as follows:-Enterprise IT CMO - SME Channels (2020 & 2017) - Brand of the Year - CEO Magazine (2019) - CMO of the Year - VARINDIA (2019) - Brand of the Year -VARINDIA (2019) - Surveillance Brand of the Year - SME Channels (2019 & 2017) - Shield Awards - SECUTECH (2018) - Best Surveillance Camera - NCN (2018) - Silver Abby - GoaFest (2017) - Asia's Most Admired Brand - White Page International (2018) - Company of the Year Award - Frost & Sullivan (2018) - Best Electronics Security Company Of The Year - VARINDIA (2019) - India Electronic Security Company of the Year Award - Frost & Sullivan (2017)			

		13. Prestigious Rising Brands of Asia - Herald Global (2017) 14. Electronic Security Brand of the Year – IISSM (2017) 15. ET Best Brands 2021.- CP PLUS 16. Outstanding Security Equipment Manufacturer 2021 – Business world 17. Outstanding New product – Business world – CP Plus Video door Bell 18. E4M Pride of India: Best of Bharat Awards 2022 – CP PLUS 19. CMO of the year - Varindia 2022 20. Outstanding New Security Product Award 2023 - BW Security World and OSPAs 21. Outstanding Police/Law Enforcement Award 2023 - BW Security World and OSPAs 22. Most Trusted Brand of the Year Award 2023 - India Today 23. Best B2B Customer Experience - Award - Smart CX Technology Summit & Awards 2023 24. Customer Service CEO of the Year Award - Smart CX Technology Summit & Awards 2023						
4.	Job profile and his suitability	He is the Managing Director of the Company and is engaged in the day-to-day affairs of the Company. He is fully dedicated towards the operations of the Company and work closely with the Management and Board of Directors of the Company towards the growth of the Company. .						
5.	Remuneration proposed	1. Salary of INR. 42,50,000/- (Indian Rupees Forty Two Lakhs Fifty Thousand only) per month; 2. Tour and travel expenses INR 3,50,00,000/-(Indian Rupees Three Crore Fifty Lakhs) annually; 3. Other benefits & perquisites as per Company's policy not exceeding INR 4,00,000/- (Indian Rupees Four lakhs only) per month. 4. Performance Linked Incentive shall be payable as follows: <table border="1"> <tr> <td>a)</td><td>0.35% on Total Net Sales/ Net Turnover</td><td>Payable on Monthly/Annually basis on actual sales.</td></tr> <tr> <td>b)</td><td>0.35% additional incentive on Net Incremental Sales/ Net Turnover</td><td>Payable on Monthly/Annually for each financial year based on sales of immediately preceding financial year.</td></tr> </table>	a)	0.35% on Total Net Sales/ Net Turnover	Payable on Monthly/Annually basis on actual sales.	b)	0.35% additional incentive on Net Incremental Sales/ Net Turnover	Payable on Monthly/Annually for each financial year based on sales of immediately preceding financial year.
a)	0.35% on Total Net Sales/ Net Turnover	Payable on Monthly/Annually basis on actual sales.						
b)	0.35% additional incentive on Net Incremental Sales/ Net Turnover	Payable on Monthly/Annually for each financial year based on sales of immediately preceding financial year.						
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t the country of his origin)	The proposed remuneration has been benchmarked with the remuneration being drawn by employees holding similar position in various other Companies of the relevant industry and the same being recommended by the Nomination and Remuneration Committee of the Company considering the terms to be fair, reasonable and justifiable.						
7.	Pecuniary relationship directly or indirectly with the Company, or relationship	Mr. Aditya Khemka is directly and indirectly holding majority of the Equity Shares of the Company.						

	with the managerial personnel, if any	Mr. Aditya Khemka is the Son of Mr. Hari Shanker Khemka-who is the Chairman and Whole Time Director of the Company.
III. Other Information		
1.	Reasons of loss or inadequate profits	The Company's profits are inadequate since its orders / projects are under implementation.
2.	Steps taken or proposed to be taken for improvement	The Company's profits are projected to be increased with expansion and growth in the Business during the financial year 2024.
3.	Expected increase in productivity and profits in measurable terms	Unless any unforeseen exceptional circumstances occurs, the Company is expecting tremendous growth in its business which in turn increase the revenue and profits margins nearly 20% to 25% in comparison to the previous financial year's revenue and profit margins.
IV. Disclosures		
1.	Since the Company is not listed with any of the Stock Exchanges, hence is not required to prepare a Corporate Governance Report being part of the Board Report. However, all the elements of remuneration proposed to be paid to Mr. Aditya Khemka are disclosed in the resolution proposed to be passed by the shareholders of the Company.	

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Managing Director (Mr. Aditya Khemka) seeking re-appointment / revision in remuneration: -

Age	49 years
Qualifications	Post-Graduation: Master's degree in international business from Fore School of Management, Delhi Graduation: Honors degree in Commerce from Shri Ram College of Commerce (DU) Certification: GNIIT diploma Certification in Software programming from NIIT.
Experience	29 years
Terms and conditions of appointment or reappointment	N.A.
Last Drawn Remuneration	The remuneration received by Mr. Aditya Khemka for FY 2023-24 is as follows: - Salary of INR. 42,50,000/- (Indian Rupees Forty Two Lakhs Fifty Thousand only) per month; - Tour and travel expenses INR. 2,50,00,000/-(Indian Rupees Two Crore Fifty Lakhs) annually; - Other benefits & perquisites as per Company's policy not exceeding INR. 4,00,000/- (Indian Rupees Four lakhs only) per month. - Performance Linked Incentive shall be payable as follows: 0.35% on Total Net Sales/ Net Turnover : Payable on Monthly/ Annually basis on actual sales. 0.35% additional Incentive on Net Incremental Sales/ Net Turnover : Payable on Monthly/ Annually for each financial year based on sales of immediately preceding financial year.
Date of First Appointment on Board	27.03.1995

No. of shares held in Company	12,22,299 equity shares	
Relationship with other Directors	Mr. Hari Shanker Khemka	Father
	Mr. Rishi Khemka	Brother
No. of Board Meeting attended during this FY	There were Four (4) Board Meetings held during the Financial Year 2023-24 (till date) and Mr. Aditya Khemka was physically present at all the Four (4) meeting held during the period.	
Other Directorship in Indian companies / LLP	1. ARK Infosolutions Private Limited 2. AIL Dixon Technologies Private Limited 3. Liberty Shoes Limited 4. YPO (Delhi Chapter) 5. Aditya Colonizers LLP 6. Trend Setter Promoters LLP 7. YPO Gurgaon Chapter Association	

Further, as per the provisions of section 178 and section 197 and/or any other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act and the rules made thereunder, in case of no profit or inadequate profit, the Company has an option to pay remuneration to its Managerial Personnel within the limits prescribed under Section II (A) of Schedule V of the Act. However, as per the proviso of Section II (A) of Schedule V of the Act, a Company may pay a remuneration to its Managerial Personnel in excess of the limits as prescribed under Section II(A) of Schedule V after taking approval from its Shareholders by way of a special resolution. Hence, your directors recommend the resolution as set out at Item No. 5 for the approval of shareholders of the Company by passing the Special Resolution.

None of the directors, key managerial personnel or their relatives is/are interested in the said resolution except to the extent of their shareholding and directorship in the Company.

Item No. 6:

Pursuant to the provisions of Sections 149, 150, 152, 161 and Schedule IV of the Companies Act, 2013 read with the rules made thereunder, each as amended ("Companies Act"), Ms. Ambika Sharma is proposed to be appointed as a Non-Executive Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013. In this connection, the Board is of the opinion that Ms. Ambika Sharma fulfils the criteria for independent director, as set out in the Companies Act, 2013, related rules framed thereunder and that Ms. Ambika Sharma is independent of the management of the Company.

A copy of the draft letter for appointment of Ms. Ambika Sharma setting out the terms and conditions is available for inspection at the Registered Office of the Company on any working day between 10:00 a.m. to 1:00 p.m. up to the date of AGM and will also be available for inspection at the venue of the AGM.

The Board of Directors has recommended the appointment of Ms. Ambika Sharma as a Non-Executive Independent Director for a term of five (5) years with effect from November 1, 2023 till the next five years subject to such Director continuing to satisfy the criteria of independence in terms of the Companies Act, 2013 and the rules made thereunder, and shall not be liable to retire by rotation.

The Company has received a declaration from Ms. Ambika Sharma confirming that she meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013. Keeping in view her rich knowledge and experience, which could be utilized to put appropriate strategies for growth of business activities of the Company, it was thought fit to propose the appointment of Ms. Ambika Sharma as a Non-Executive Independent Director.

Your Directors recommend the resolution as set out at Item No.5 as a special resolution for the approval of shareholders.

None of the directors, key managerial personnel or their relatives is/are interested in the said resolution except to the extent of their shareholding, if any in the Company.

PART A

Information as required in terms of Schedule IV of the Companies Act, 2013 & Secretarial Standard - 2 issued by the Institute of Company Secretaries of India:

Brief Profile of Ms. Ambika Sharma	Refer Part B (As enclosed below)
DIN	08201798
Date of Birth	16/06/1962
Qualification	Ambika holds a Bachelor's degree in Economics and Master's degree in Business Economics from India's prestigious Delhi University, Ambika graduated summa cum laude with a gold medal.
Experience and expertise in specific functional area	With 37 years of diverse experience, Ambika was the first lady Director General - International at the Federation of Indian Chambers of Commerce and Industry (FICCI). She went on to lead the U.S. Chamber's U.S.-India Business Council (USIBC) as Managing Director, India. She joined USIBC in 2018, making it one of the most sought-after names as a policy advocacy organization in U.S.-India business relations. She has now moved into a strategic role as Advisor to USISPF
Terms and conditions of appointment	As per Appointment Letter
Details of remuneration	As per Appointment Letter
Date of First appointment on the Board	None
Details of shareholding in the Company	None
Relationship with other Directors/Key Managerial Personnel ("KMP") (if any)	None
Number of Board Meetings attended till date	None
Details of Directorships, Membership/ Committee Chairmanship	As a Director/ Advisor: 1. LT Foods Limited

	2. Nature Bio Foods Limited 3. Eco Pure Educational Specialities Limited 4. Aakash Educational Services Limited 5. United States India Strategic Partnership Forum
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PART B – Profile/ Resume

Brief Profile of Ms. Ambika Sharma

Ambika Sharma is a global business strategist with over three-decade career in public affairs and international relations in India's apex industry body as well as in a bilateral international organization.

A business economist by education, Ambika has dedicated her professional career towards building extensive international economic networks for business & industry, driving economic growth, job creation, innovation, inclusion, and entrepreneurship.

With 37 years of diverse experience, Ambika was the first lady Director General - International at the Federation of Indian Chambers of Commerce and Industry (FICCI). She went on to lead the U.S. Chamber's U.S.-India Business Council (USIBC) as Managing Director, India. She joined USIBC in 2018, making it one of the most sought-after names as a policy advocacy organization in U.S.-India business relations. She has now moved into a strategic role as Advisor to USISPF.

Over the years, Ambika has nurtured wide-ranging and robust relationships with the Government of India at the highest level, building a wide range of global network with businesses, including the diplomatic community, bureaucracy, reputed Chambers of Commerce and think tanks. She has led policy advocacy across sectors like healthcare, defense, digital economy, financial services, agri/food, supply chain management, to name a few. As the Director General of India's national industry association FICCI, Ambika was the principal architect of Indian industry's international outreach and partnership with industry associations and employers' federations worldwide. Her contribution towards Indian industry's endeavour in building an equitable business partnership in competitive international environments is acknowledged far and wide. Under her leadership, FICCI participated extensively in government initiatives to strengthen India's business and investment presence abroad. She led FICCI's global strategy for a wide base of membership comprising India's established large business houses, conglomerates and newer technology-based entrants. She is also credited for building domain awareness for members equipping them to deal with international markets, new connections and knowledge expertise in global markets. Ambika also designed and organized business interactions with visiting Heads of State to India and abroad.

Ambika has committed herself to supporting organizations in their quest for sustainable growth and inclusive economic development. She is passionate about mentoring future leaders and building a pragmatic knowledge base on international relations.

A holder of Bachelor's degree in Economics and Master's degree in Business Economics from India's prestigious Delhi University, Ambika graduated summa cum laude with a gold medal. She is also a certified MCA approved Independent Director. She has participated in several executive programmes including those conducted by EU and XLRI, Jamshedpur. She has worked extensively with the FICCI Women on Corporate Boards (WCB) initiative as well. She has received several awards towards her contribution in the field of economic diplomacy. Ambika is currently serving as Independent Women Director on the Boards of three eminent Indian food companies.

Also joined Aakash Educational Services Limited as Non-Executive Director. Earlier she also served as Member, Executive Council of Bureau of Indian Standards (BIS) to represent industry and support BIS in the activities of standardization, marking and quality certification of goods and related matters. She is passionate in her aspiration to contribute to India's growth story, both in domestic and international markets.

Item No. 7:

Pursuant to the provisions of Sections 149, 150, 152, 161 and Schedule IV of the Companies Act, 2013 read with the rules made thereunder, each as amended ("Companies Act"), Mr. Manish Sharma is proposed to be appointed as a Non-Executive Independent Director of the Company, in accordance with applicable laws, including the Companies Act, 2013. In this connection, the Board is of the opinion that Mr. Manish Sharma fulfils the criteria for independent director, as set out in the Companies Act, 2013, related rules framed thereunder and that Mr. Manish Sharma is independent of the management of the Company.

A copy of the draft letter for appointment of Mr. Manish Sharma setting out the terms and conditions is available for inspection at the Registered Office of the Company on any working day between 10:00 a.m. to 1:00 p.m. up to the date of AGM and will also be available for inspection at the venue of the AGM.

The Board of Directors has recommended the appointment of Mr. Manish Sharma as a Non-Executive Independent Director for a term of five (5) years with effect from November 1, 2023 for the next five years subject to such Director continuing to satisfy the criteria of independence in terms of the Companies Act, 2013 and the rules made thereunder, and shall not be liable to retire by rotation.

The Company has received a declaration from Mr. Manish Sharma confirming that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013. Keeping in view her rich knowledge and experience, which could be utilized to put appropriate strategies for growth of business activities of the Company, it was thought fit to propose the appointment of Mr. Manish Sharma as a Non-Executive Independent Director.

Your Directors recommend the resolution as set out at Item No. 7 as a special resolution for the approval of shareholders.

None of the directors, key managerial personnel or their relatives is/are interested in the said resolution except to the extent of their shareholding, if any in the Company.

PART A

Information as required in terms of Schedule IV of the Companies Act, 2013 & Secretarial Standard - 2 issued by the Institute of Company Secretaries of India:

Brief Profile of Mr. Manish Sharma	Refer Part B (As enclosed below)
DIN	06549914
Date of Birth	03/08/1972

Qualification	• Manish holds a Bachelor's degree in Engineering from BIT, Bhilai • Awarded 'Man of Electronics' by CEAMA (Consumer Electronics and Appliances Manufacturers Association) in 2019 • Recognized for his outstanding contribution to growth of Electronics Industry by ELCINA (Electronic Industries Association of India) in 2016-17 • Nominated for the prestigious Asia Business Leaders Awards (ABLA) in 2017
Experience and expertise in specific functional area	Beginning with engineering and research assignments, his career of over 27 years has spanned from hands-on operations to strategic product and business planning in various electronic majors like LG Hotline, Samsung India and Haier India. Manish was appointed as youngest Executive Officer to Panasonic Corporation and has played an active role in group wide strategic affairs. He currently chairs the board for Panasonic Life Solutions India.
Terms and conditions of appointment	As per Appointment Letter
Details of remuneration	As per Appointment Letter
Date of First appointment on the Board	None
Details of shareholding in the Company	None
Relationship with other Directors/Key Managerial Personnel ("KMP") (if any)	None
Number of Board Meetings attended till date	None
Details of Directorships, Membership/Committee Chairmanship	As a Director: 1. Panasonic Life Solutions India Private Limited 2. Panasonic Avionics India Private Limited 3. Escorts Kubota Limited

PART B – Profile/ Resume

Brief Profile of Mr. Manish Sharma

Manish is currently serving as Chairman of Panasonic Life Solutions India with an extensive professional experience of over 27 years driving sustainable growth along with strategy planning and business development. Strong diplomatic skills and a natural affinity for cultivating relationships, which has resulted in some very prominent roles in Industry Associations and Government appointed Committees over the years. Versatile

professional with strong people management skills and has been focused on building people capabilities and culture. Applies qualities of integrity, credibility, and a passion for progress to strategic governance efforts.

In his current role, Manish is the Chairman of Panasonic Life Solutions India & South Asia overseeing the growth and development of the company in the region. He is responsible for driving profitable growth along with strategy planning and business development for the entire product portfolio of Panasonic's consumer, enterprise, and industry divisions propelling business growth across the B2C, B2B, and B2G segments.

Manish Sharma also holds an Independent Director position on the Board of Escorts Kubota Ltd.

Overall Experience:

Beginning with engineering and research assignments, his career of over 27 years has spanned from hands-on operations to strategic product and business planning in various electronic majors like LG Hotline, Samsung India and Haier India. Manish was appointed as youngest Executive Officer to Panasonic Corporation and has played an active role in group wide strategic affairs. He currently chairs the board for Panasonic Life Solutions India.

Key Accomplishments:

- Manish has held several management roles overseeing different functions of the business since joining in 2008. Just to give a perspective, Panasonic's revenue in India today is 10 times of what it was in 2007 and at the time, the majority of the business was coming from televisions and wiring devices.
- Been driving sustainable growth for the organization over the years. Despite the pandemic, Panasonic has recorded an 18% growth in their revenue over last year and reduced losses.
- Instrumental in driving investments to India. Today, Panasonic has 13 state-of-the-art factories across the country manufacturing home & kitchen appliances like Air Conditioners, Washing Machines, Refrigerators, Mixer Grinders, Electronic Cookers to electrical wiring devices, switches, fans, geysers. Panasonic also has manufacturing units for B2B products like dry-cell batteries, carbon rods, sensors, audio systems and welding machines.
- A tech enthusiast at-heart, he strongly believes in democratizing technology. He keeps a close tab on India's start-up ecosystem and how they're effectively utilizing the new-age technologies for greater good.
- Instrumental behind Panasonic launching their Spatial Solutions – Home and Enterprise automation under the Miraie brand.
- Focused on Governance and building Panasonic into a highly professional organization with the right talent mix.
- Manish was the youngest R&D Head for Samsung's TV division and was instrumental in establishing a strong foundation for development, customisation, value engineering and localisation of products.
- He was also an integral part of the launch team which started operations for Haier in India. He was involved in setting up the processes, building operational & supply chain capabilities into channel management and setting up manufacturing.

Industry Engagement

- Currently as the Chair for FICCI Electronics & White Goods committee, he has been instrumental in steering the industry and advising stakeholders on the importance of innovation, smart manufacturing and backward integration.
- More recently, Manish has been appointed to the Steering Committee for Advancing Local Value-Add and Exports (SCALE) formed by Ministry of Commerce and Industry and has been working closely with

Department for Promotion of Industry and Internal Trade (DPIIT) under guidance of the Ministry to drive India's local manufacturing agenda.

- Manish is also the **Chair for FICCI Energy Storage Committee** and **Co-Chair for Co-Chair for the India-Taiwan Business Cooperation Committee**.
- Manish has been the longest serving **President for CEAMA (Consumer Electronics and Appliances Manufacturers Association)** from 2014-18.

Education & Recognitions:

- Manish holds a Bachelor's degree in Engineering from BIT, Bhilai
- Awarded '**Man of Electronics**' by **CEAMA (Consumer Electronics and Appliances Manufacturers Association)** in 2019
- Recognized for his **outstanding contribution to growth of Electronics industry** by **ELCINA (Electronic Industries Association of India)** in 2016-17
- Nominated for the prestigious **Asia Business Leaders Awards (ABLA)** in 2017

Certified to be true
For Aditya Infotech Limited



Hari Shanker Khemka
Director (DIN: 00514501)
B-51, Greater Kailash,
Delhi-110048

Date: 23.10.2023

Place: NOIDA

ATTENDANCE SLIP

(TO BE SIGNED AND HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

I/We hereby record my/our presence at the 28th Annual General Meeting (Financial Year 2022-2023) of Aditya Infotech Limited held at 14:00 HRS on Saturday, 28th day of October, 2023 at F-28, Okhla Industrial Area, Phase-I, New Delhi 110020

NAME(S) OF THE MEMBERS(S)

Registered Folio No.

No. of Shares held

Name of Proxy/ Authorized Representative (in block letters)
(To be filled in, if the Proxy attends instead of the Members)

--

Member's/Proxy's/ Authorized
Representative's Signature



FORM No. MGT-11**Proxy form**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U74899DL1995PLC066784**Name of the Company: ADITYA INFOTECH LIMITED****Registered office: F-28, Okhla Industrial Area, Phase-I, New Delhi 110020**

Name of Member(s)	
Registered/Residential Address	
Email ID	
Folio No/Client ID	
DP ID	

I/ We being the member of Aditya Infotech Limited holding.....shares, hereby appoint

1. Name: Address:.....

E-mail Id:..... Signature:, or failing him

2.Name:..... Address:.....

E-mail Id:..... Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 28th Annual General Meeting of members of the Company, to be held on October 28, 2023 at 2 p.m. at registered office of the Company, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:-

S.No.	RESOLUTION	FOR	AGAINST
1.	To receive, consider and adopt Standalone and consolidated Annual Audited Financial Statements of the Company for Financial Year ended March 31, 2023;		
2.	To re-appoint Mr. Aditya Khemka (DIN-00514552) as the Director, who retires by rotation at this meeting and being eligible, offers himself for re-appointment;		
3.	To declare final dividend on Equity Shares of the Company;		
4.	To consider and approve re-appointment of Mr. Hari Shanker Khemka as the Chairman cum Whole Time Director;		
5.	To consider and approve revision of remuneration of Mr. Aditya Khemka, Managing Director of the Company for Financial Year 2023-24;		
6.	To consider and approve appointment of Ms. Ambika Sharma as a Non-Executive Independent Director;		
7.	To consider and approve appointment of Mr. Manish Sharma as a Non-Executive Independent Director.		

Signed this Day of..... 2023

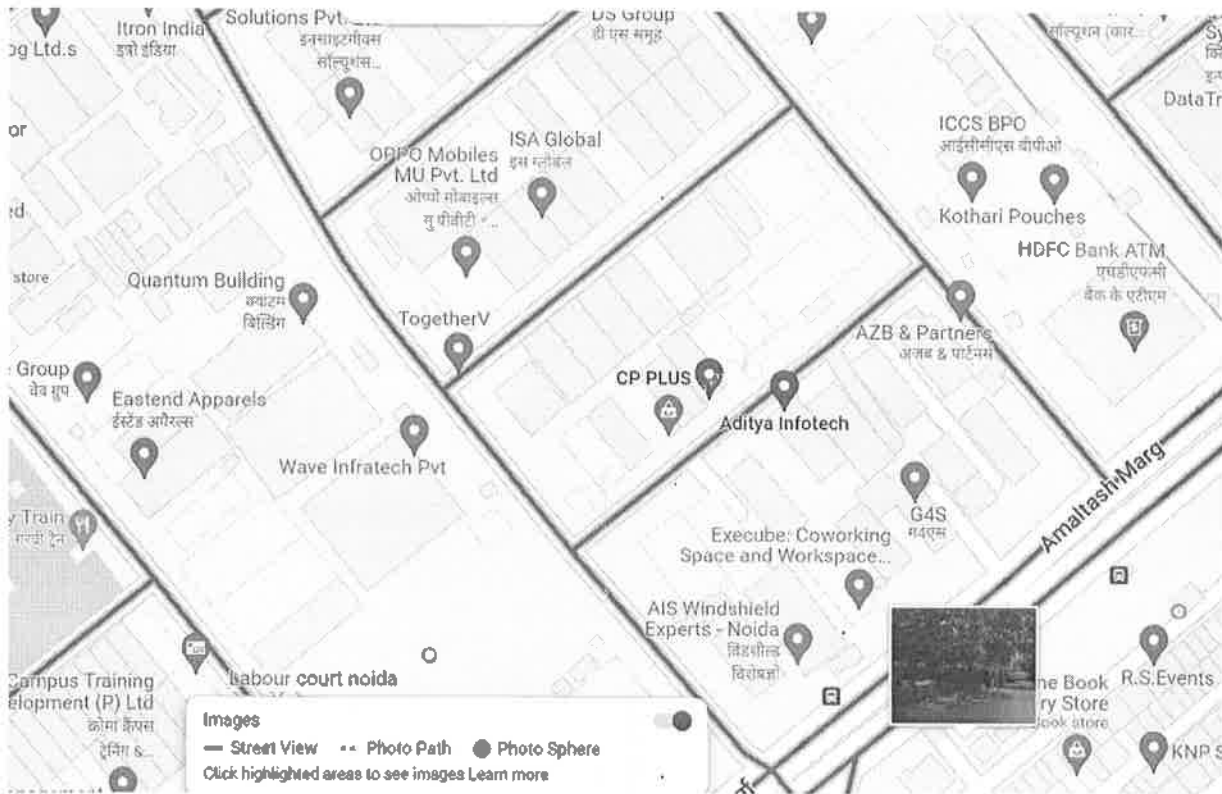
Signature of Shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ROUTE MAP OF VENUE





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ADITYA INFOTECH LTD.

Corporate Office : Khemka Square, A-11 & 12, Sector 4, NOIDA - 201301 (NCR-Delhi) INDIA
CIN NO : U74899DL1995PLC066784, **Tel:** +91 120 4555 666 **Fax :** +91 120 4555 600
Email : sales@adityagroup.com **Website :** www.adityagroup.com



BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting the 28th Board's Report on the business and operations of the Company, together with the Audited Financial Statements, for the Financial Year ended March 31, 2023.

FINANCIAL HIGHLIGHTS

The Company's performance during the financial year ended on 31st March, 2023 as compared to the previous year, is summarized below:

Particulars			(*Rupees in Million)	
	(Standalone)		(Consolidated)	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Total Income	22,982.79	16,483.85	23,050.43	16,706.26
Total Expense	21,610.88	15,318.50	21,618.61	15,412.78
Profit Before Tax	1371.91	1165.35	1431.82	1293.49
Profit After Tax	1021.33	836.42	1083.11	969.31
Basic EPS (In Rs.)	414.75	334.57	439.84	387.72

**Amounts rounded off to the nearest rupee*

The financial year 2022-23 was the first year post COVID-19 disruptions with a stable business environment. In spite of overall slowdown experienced across many industries including Information Technology Sector, your company was able to outperform during the financial year 2022-23. Though Indian market faced some crucial times in the financial year under review, as the Economic Growth of the Country tanked negative to an unprecedented low, your company, with a perpetual dedicated efforts of all the stakeholders, was able to meet the unexpected growth.

The management of your Company is highly motivated and optimistic for a much better growth for the next financial year as the employees and management of the Company are diligently and efficiently working on improving the financial position as well as for the overall growth for the Company.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, there was no change in the nature of the business of the Company.

DIVIDEND

The Board of Directors has recommended a final dividend of Rs. 4.88/- (Rupees Four and Eighty-Eight Paise only) per equity share of Rs. 10/- (Rupees Ten) each aggregating to Rs. 1,00,04,000/- (Rupees One Crore Four Thousand only) on equity share capital of the Company for the financial year ended March 31, 2023 out of the profits of the Company. Payment of Dividend is subject to approval of members at the ensuing 28th annual general meeting and shall be subject to deduction of income tax at source.

During the year under review, the company has also declared an interim dividend of Rs.11.40/- (Rupees Eleven and Forty Paise only) per equity share of Rs. 10/- (Rupees Ten) each aggregating to Rs. 2,85,00,000/- (Rupees Two Crore Eighty-Five Lakhs only) on equity share capital of the Company for the period ended September 30,2022 out of the profits of the Company.

RESERVES

The Board of Directors has decided to retain the entire amount of profit for the financial year ended March 31, 2023 appearing in the Statement of profit and loss.

SHARE CAPITAL

Authorized Share Capital - The Authorized Share Capital of the Company is Rs.5,05,00,000/- divided into 50,50,000 Equity Shares of Rs.10/- each.

During the year under review, the Company has bought back its fully paid equity shares of face value of Rs.10/- each, up to a maximum of 4,50,000 (Four Lakh Fifty Thousand only) number of equity shares (representing 18% of the total number of fully paid equity shares in the paid up share capital of the Company or 20.47% of the aggregate of the total paid-up equity share capital and free reserves of the Company), from its existing shareholders on proportionate basis, at the rate of Rs. 1443/- (Rupees One Thousand Four Hundred Forty Three only) per equity share, payable in cash, for an aggregate amount not exceeding Rs. 64,93,50,000 /- out of the free reserves of the Company amounting to Rs. 314,66,73,290/- (Rupees Three Hundred Fourteen Crores Sixty Six Lakhs Seventy Three Thousand Two Hundred and Ninety only), as per the unaudited financial statements subject to limited review by auditor of the Company, as on September 30, 2022.

Post Buy-back, the Company's issued, subscribed and paid-up equity share capital shall be Rs.2,05,00,000/- divided into 20,50,000 Equity Shares of Rs.10/- each.

DEPOSITS

Your Company has neither accepted nor renewed any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year.

RELATED PARTY TRANSACTIONS

All transactions entered into with related parties as defined under the Companies Act, 2013 during the financial year were on arm's length basis and in the ordinary course of business and hence are within the permissible limits as prescribed under the provisions of Section 188 of the Companies Act, 2013, and Rules made thereunder. The information required under Section 134(3)(h) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 with respect to particulars of contracts or arrangements with related parties is appended hereto as Annexure- 'A' to this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of Investments, Loans and Guarantees covered under the provisions of Section 186 of the Companies Act, 2013 read with the rules made thereunder are disclosed in the Notes to the Standalone Financial Statements of the Company.

FOREIGN EXCHANGE EARNING AND OUTGO

Details of Foreign Exchange earning and outgo are disclosed in the Notes to Financial Statements.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the year under review, your company has one (1) wholly owned subsidiary and 1 (one) Joint Venture Company, as listed below.

List of Subsidiaries / Joint venture as on March 31, 2023

Sr. No.	Name of Company	Country	% of holding	Nature
1.	Shenzhen CP Plus International Ltd.	China	100%	Subsidiary company
2.	AIL Dixon Technologies Private Limited	India	50%	Joint Venture Company

In accordance with Section 129(3) of the Companies Act, 2013, during the period under review, the Company has prepared its Consolidated financial statement and also of its subsidiaries in the same form and manner as that of its own and shall be laid before the members at the ensuing Annual General Meeting of the Company.. Further, a Statement containing salient features of the Financial Statements of the Subsidiaries and Joint Venture in the prescribed form AOC-1 appended hereto as Annexure- 'B' to this report.

VIGIL MECHANISM

Your Company has established a vigil mechanism through which Directors, employees and business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct, without fear of reprisal. Our Vigil Mechanism Policy intends to provide mechanism for reporting genuine concern's or grievance and ensure that deviation from the company's business mission and values are dealt with in a fair and unbiased manner as laid down in the applicable provision of the Companies Act, 2013.

The procedure and mechanism for reporting / resolution of the complaints have been laid down in the said mechanism policy.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Independent Directors:

Mr. Abhishek Dalmia and Ms. Ritu Khurana are the Independent Directors of the Company, and both have been appointed for a term of Five years which will exists till March 29, 2025.

During the year under review, Ms. Ritu Khurana due to some personal commitments tendered her resignation from the position of Independent Director with effect to November 1, 2023. Her contribution in the growth and making business strategies of the company is admirable.

Further, the board recommended appointment of Ms. Ambika Sharma and Mr. Manish Sharma as Independent Directors of the Company to the shareholders for their approval at the ensuing Annual General Meeting. The appointments are proposed to take effect from November 1, 2023 for next five (5) years.

Further, in accordance with provisions of section 149(7) read with section 134(3)(d) of the Companies Act, 2013, the company had received a declaration from its existing as well as the proposed independent directors, confirming that they meet the criteria of independence as laid down in section 149(6) of the Companies Act, 2013.

Retirement by Rotation:

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Aditya Khemka (DIN: 00514552), Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. Your Board of Directors recommend his re-appointment.

Meetings of the Board and Committees:

The Board and other statutory Committees meetings were duly convened as in accordance with provisions of Section 173 of the Companies Act, 2013 and Rules made thereunder. Details of all such Meetings held during the Financial Year 2022-23 are mentioned herein below:

Detail containing dates of Board & Committee Meetings convened during the financial year:

S. No.	Board Meetings	Audit Committee Meetings	Nomination & Remuneration Committee Meetings	Corporate Responsibility Committee Meeting	Social
1	10-Jun-2022	10-Jun-2022	-		
2	18-Aug-2022	18-Aug-2022	-	18-Aug-2022	
3	08-Sep-2022	08-Sep-2022	-	-	
4	11-Nov-2022	-	-	-	
5	04-Jan-2023	04-Jan-2023	-	-	
6	-	-	-	20-Feb-2023	
7	10-Mar-2023	10-Mar-2023	10-Mar-2023	-	

CONSTITUTION OF BOARD & COMMITTEES

Board of Directors	Audit Committee	Nomination & Remuneration Committee	Corporate Social Responsibility Committee
Mr. Hari Shanker Khemka	Mr. Hari Shanker Khemka (Chairman)	Mr. Rishi Khemka (Chairman)	Mr. Hari Shanker Khemka (Chairman)
Mr. Aditya Khemka	Mr. Abhishek Dalmia (Member)	Mr. Abhishek Dalmia (Member)	Mr. Aditya Khemka (Member)
Mr. Rishi Khemka	Ms. Ritu Khurana (Member)	Ms. Ritu Khurana (Member)	Mr. Rishi Khemka (Member)
Mr. Abhishek Dalmia	-	-	Mr. Abhishek Dalmia (Member)
Ms. Ritu Khurana	-	-	Ms. Ritu Khurana (Member)

During the period under review, there was no change in the constitution of the Board of Directors of the Company and the Company has duly complied with applicable provisions of the Companies Act, 2013 read with applicable Secretarial standards i.e. SS-1 and SS-2.

REMUNERATION POLICY

In accordance with the provisions of Section 178 of the Companies Act, 2013 read with Rules made thereunder, the Company's policy on Nomination and Remuneration of Directors, KMPs and Senior Management is available on the website of the Company i.e. www.adityagroup.com.

Information about Remuneration and Particulars of Employees:

The information required to be disclosed in the Board's Report pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out as Annexure – 'C' to this report.

STATUTORY AUDITORS

At the 27th Annual General Meeting (AGM) of the Company the shareholders approved the appointment of M/s. Walker Chandiok & Co LLP (FRN No. 001076N/N5500013) as Statutory auditors of the Company to hold the office for a period of 5 years commencing from the conclusion of the 27th AGM till the conclusion of the Annual General Meeting to be held for the financial year 2025-26 at such remuneration as may be fixed by the Boards of Directors of the Company, in addition to the out-of-pocket expenses, incurred by them during the course of the aforesaid Audit.

Report of Statutory Auditors:

M/s Walker Chandiok & Co LLP (FRN No. 001076N/N5500013), Chartered Accountants, have submitted their Report on the Financial Statements of the Company for the Financial Year 2022-23, which forms part of the Annual Report 2022-23. There were no adverse remarks/ observation by the Auditors in

their report.

SECRETARIAL AUDITORS

In compliance with provisions of section 204 of the Companies Act, 2013, M/s KMPM & Co, Company Secretaries were appointed as the Secretarial Auditors of the Company for the financial year 2022-23. The Secretarial Audit Report submitted by them in the prescribed Form MR- 3 is attached as 'Annexure D' to this report.

There were no qualifications, observations, adverse remarks or disclaimer made by the Secretarial Auditors in its Report made for the financial year 2022-23.

INTERNAL AUDITOR

M/s D.P. Kapoor & Co., were appointed as the internal auditor of the Company for the FY 2022-23 on such remuneration as may be decided by the Board of Director of the company.

The Internal Audit Report made by M/s D.P. Kapoor & Co. was presented at before the Audit Committee Meeting and Board Meeting on regular intervals and the same contains no qualification, reservation or adverse remarks which requires explanation from the Board of Directors of the Company.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statement relates and the date of this report.

RISK MANAGEMENT FRAMEWORK AND INTERNAL ADEQUACY

The Company has devised a robust risk management framework which identifies and evaluates business and other risks. The Company believes that these risks need to be managed and mitigated to protect the interest of the stakeholders, to achieve business objectives and enable sustainable growth. The risk management framework is aimed at effectively mitigating the Company's various business and operational risks through timely strategic actions. It also provides control measures for risk and future action plans to avoid risks. The Company's approach is proactive towards risk management.

The Audit Committee review the reports of internal auditor to carry out an extensive search to ensure compliance with the best practices of industry and to mitigate any risk of non-compliance.

INTERNAL FINANCIAL CONTROLS

The Company's internal financial control systems are commensurate with its size and the nature of its operations. The Company deploys robust system of internal financial controls with reference to financial statements that is complete, reliable and understandable. These controls have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, adherence to the Company's policies, safeguarding of assets from unauthorized use and prevention and detection of frauds and errors.

During the year, such controls were tested and no reportable material weakness was observed. The report on the Internal Financial Control was reviewed by the Audit Committee & Board and no major weaknesses were noticed.

CORPORATE SOCIAL RESPONSIBILITY

The Company has formulated a Corporate Social Responsibility (CSR) Committee consist of the following Members of the Company:

- ❖ Mr. Hari Shanker Khemka - Chairman of the Committee
- ❖ Mr. Aditya Khemka - Member
- ❖ Mr. Rishi Khemka - Member
- ❖ Mr. Abhishek Dalmia - Member
- ❖ Ms. Ritu Khurana - Member

The CSR Policy of the Company formulated by the Board of Directors and composition of the CSR Committee of the Company is available on the website of the Company i.e. www.adityagroup.com.

In the Financial year 2022-23 your Company was required to spend an amount of Rs. 1,07,32,645/- (Indian Rupees One Crore Seven Lakh Thirty Two Thousands Six Hundred and Forty Five only) on identified CSR activities and in order to comply with the same, the Company's CSR activities and spending was majorly focused on promotion of health and education as we undertook projects for Maternal & newborn survival initiative, enabling the disabled communities and SHG women in rural society, contributed in sponsorship of Medical Equipment for providing support Cataract patients and also contributed for promotion of primary as well as senior level education under the Company's CSR activities and initiatives. The detailed Annual Report on CSR activities for the Financial Year 2022-23 as required under Section 134 and 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Rule 9 of the Companies (Accounts) Rules, 2014 is attached as **Annexure – 'E'** to this Report.

During the year under review, your Company has spent an amount of Rs. 1,07,35,000/- (Indian Rupees One Crore Seven Lakh and Thirty-Five Thousands only), creating a surplus of Rs. 2,355/- (Indian Rupees Two Thousands Three and Fifty Five only).

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Companies Act, 2013, the Directors state:

- (a) that in the preparation of the annual accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at March 31, 2023 and of the profits of the Company for the year ended on that date;

- (c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- (d) that the annual accounts have been prepared on a going concern basis;
- (e) that proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

OTHER INFORMATION

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3) (m) read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as Annexure – 'F' to this report.

Corporate Governance

Your Company is committed to maintain the highest standards of Corporate Governance and adhere to the best Corporate Governance practices as prevalent globally. The processes of Corporate Governance reflect our commitment to disclose accurate and timely information about our financial and operation performance as well as Company's Governance and leadership structure. We follow an established framework of corporate governance.

The Board of Directors shapes the long-term vision and policy approach to steadily elevate the quality of Governance in our organization. The objective is to emerge as a market leader in our industry with focus on creating greater value for all those who have a stake in our progress.

Extract of the Annual Return

The information and details forming part of the extract of the Annual Return in Form No. MGT – 9 of the financial year 2022-23 in accordance with the provisions of Section 92 & 134 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 is available at the website of the Company namely www.adityagroup.com.

Reporting of Fraud

There have been no instances of fraud reported by the Statutory Auditors, Internal Auditor or the Secretarial Auditor under Section 143(12) of the Act and Rules framed thereunder either to the Audit Committee, the Board of Directors or to the Central Government.

Disclosure under Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013

Your Company is committed to provide a safe environment for all its women employees at the workplace. We have in place a Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women

at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for ensuring safe working space for women. The Company has also constituted an Internal Committee for the redressal of all sexual harassment complaints. The Company complies with all the statutory filing with the regulatory board as required under POSH Act

Research and Development (R&D)

During the year under review, no major in-house Research & Development was carried out by the Company.

GENERAL

Your Directors state that no disclosure is required in respect of the following items, as there were no transactions on these items during the year under review:-

1. Issue of equity shares with differential voting rights as to dividend, voting or otherwise.
2. The Whole-time Director of the Company does not receive any remuneration or commission from any of its subsidiaries.
3. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
4. No application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.
5. Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

ACKNOWLEDGEMENTS

Your Directors place on record their gratitude to the Central Government, State Governments and Company's Bankers for the assistance, co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of investors, vendors, dealers, business associates and employees in ensuring an excellent all around operational performance.

**For and on behalf of the Board of Directors
of Aditya Infotech Limited**



**Hari Shanker Khemka
Chairman**

(DIN: 00514501)

Add: B-51, Greater Kailash-1
New Delhi-110048

Place: NOIDA

Date: 23rd October 2023



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ADITYA INFOTECH LTD.



Corporate Office : Khemka Square, A-11 & 12, Sector 4, NOIDA - 201301 (NCR-Delhi) INDIA

CIN NO : U74899DL1995PLC066784, **Tel:** +91 120 4555 666 **Fax :** +91 120 4555 600 **Annexure- A**

Email : sales@adityagroup.com **Website :** www.adityagroup.com

FORM NO. AOC- 2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014

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

- 1. Details of contracts or arrangements or transactions not at arm's length basis:** Aditya Infotech Limited has not entered into any contract or arrangement or transaction with its related parties which is not on at arm's length during financial year 2022-23.
- 2. Details of material contracts or arrangement or transactions at arm's length basis:** All the contracts or arrangement or transactions entered by Aditya Infotech Limited with its related parties are on at arm's length basis during the financial year 2022-23 and none of them were material in nature.

By order of the Board
For Aditya Infotech Limited



Hari Shanker Khemka

Chairman (DIN: 00514501)

**Add: B-51, Greater Kailash-1
New Delhi-110048**

Place: NOIDA

Date: 23rd October 2023

Annexure - B

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES

PART "A": SUBSIDIARIES

(All amounts in INR)

1.	Sl. No.	1
2.	Name of the subsidiary	Shenzhen CP Plus International Ltd.
3.	The date since when subsidiary was acquired	30.12.2016
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31.03.2023
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	RMB Exchange rate Opening Rate 11.9407 Closing Rate 11.9448 Average Rate 11.9428
6.	Share capital	1,11,88,775
7.	Reserves & surplus	73,41,435
8.	Total assets	2,01,44,563
9.	Total Liabilities	16,14,352
10.	Investments	Nil
	Turnover	
11.	*Revenue from Operations *Other income	1,55,83,345 13,70,773
12.	Profit/(Loss) before taxation	9,98,778
13.	Provision for taxation	Nil
14.	Profit/(Loss) after taxation	9,98,778
15.	Proposed Dividend	Nil
16.	Extent of shareholding (In percentage)	100%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations – NIL
2. Names of subsidiaries which have been liquidated or sold during the year –NIL.

For Aditya Infotech Limited  Hari Shanker Khemka Chairman (DIN: 00514501) Add: B-51, Greater Kailash-1 New Delhi-110048	For Aditya Infotech Limited  Aditya Khemka Managing Director (DIN: 00514552) Add: B-51, Greater Kailash-1 New Delhi-110048
Place: NOIDA Date: 23rd October 2023	For Aditya Infotech Limited  Yogesh Sharma Sr. VP Finance

PART "B": ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures –

Name of associates/Joint Ventures	AIL Dixon Technologies Private Limited
1. Latest audited Balance Sheet Date	31.03.2023
2. Date on which the Associate or Joint Venture was associated or Acquired	08.02.2017
3. Shares of Associate/Joint Ventures held by the company on the year end	
Number	95,00,000
Amount of Investment in Associates/Joint Venture	(INR) 9,50,00,000/-
Extend of Holding (In percentage)	50%
4. Description of how there is significant influence	The Company is having control of 50% of total share capital of the JV and also controls the business decisions vide a joint venture agreement.
5. Reason why the associate/joint venture is not consolidated	Not Applicable
6. Net worth attributable to shareholding as per latest audited Balance Sheet	
7. Profit/Loss for the year	
i. Considered in Consolidation	

ii. Not Considered in Consolidation

1. Names of associates or joint ventures which are yet to commence operations: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year - NIL

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For Aditya Infotech Limited  Hari Shanker Khemka Chairman (DIN: 00514501) Add: B-51, Greater Kailash-1 New Delhi-110048	For Aditya Infotech Limited  Aditya Khemka Managing Director (DIN: 00514552) Add: B-51, Greater Kailash-1 New Delhi-110048
For Aditya Infotech Limited  Yogesh Sharma Sr. VP Finance	

Place: NOIDA
Date: 23rd October 2023

"Annexure – C"

Statement of Employee in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 –

Name	Aditya Khemka
Designation of the Employee	Managing Director
Remuneration received	Gross Salary (includes perquisites): Rs. 565.89 Lakhs Commission: Rs. 1020.27 Lakhs Total: Rs. 1586.16/- Lakhs p.a.
Nature of Employment, whether contractual or otherwise	Appointed by Shareholder Resolution
Nature of Duty of the Employee	Director
Qualification and experience of the Employee	Graduate with 26 years of experience
Date of Commencement of the employment	Since Incorporation
Age of employee	48 years
The last employment held by such employee before joining the company	-
Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of said Rules.	59.62%
Whether such employee is a relative of any director or manager of the company and if so, name of such director or manager	Mr. Hari Shanker Khemka & Mr. Rishi Khemka, Directors

Name	Hari Shanker Khemka
Designation of the Employee	Whole Time Director
Remuneration received	Gross Salary (includes perquisites): Rs. 282.09 Lakhs p.a.
Nature of Employment, whether contractual or otherwise	Appointed by Shareholder Resolution
Nature of Duty of the Employee	Director
Qualification and experience of the Employee	Graduate with 42 years of experience
Date of Commencement of the employment	Since Incorporation
Age of employee	69 years
The last employment held by such employee before joining the company	-

<i>Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of said Rules.</i>	19.24%
<i>Whether such employee is a relative of any director or manager of the company and if so, name of such director or manager</i>	Mr. Aditya Khemka & Mr. Rishi Khemka, Directors

Name	Sanjay Gogia
<i>Designation of the Employee</i>	President-Sales
<i>Remuneration received</i>	Gross Salary (includes perquisites): Rs. 235.45 Lakhs- p.a.
<i>Nature of Employment, whether contractual or otherwise</i>	Permanent
<i>Nature of Duty of the Employee</i>	President-Sales
<i>Qualification and experience of the Employee</i>	B Tech - Electronics with 30 years of experience
<i>Date of Commencement of the employment</i>	03.04.2000
<i>Age of employee</i>	54 years
<i>The last employment held by such employee before joining the company</i>	MircoLAN Computers
<i>Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of said Rules.</i>	-
<i>Whether such employee is a relative of any director or manager of the company and if so, name of such director or manager</i>	None

Name	Anup Nair
<i>Designation of the Employee</i>	President
<i>Remuneration received</i>	Gross Salary (includes perquisites): Rs. 109.90 Lakhs- p.a.
<i>Nature of Employment, whether contractual or otherwise</i>	Permanent
<i>Nature of Duty of the Employee</i>	President
<i>Qualification and experience of the Employee</i>	B Tech - Mechanical with 21 years of experience
<i>Date of Commencement of the employment</i>	14.06.2016
<i>Age of employee</i>	46 years

<i>The last employment held by such employee before joining the company</i>	Neoteric Informatique Pvt Ltd.
<i>Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of said Rules.</i>	-
<i>Whether such employee is a relative of any director or manager of the company and if so, name of such director or manager</i>	None

Name	Yogesh Chand Sharma
Designation of the Employee	Sr. VP-Finance
Remuneration received	Gross Salary (includes perquisites): Rs. 102.44 Lakhs- p.a.
Nature of Employment, whether contractual or otherwise	Permanent
Nature of Duty of the Employee	Sr. VP-Finance
Qualification and experience of the Employee	Chartered Accountant with 33 years of experience
Date of Commencement of the employment	03.01.2011
Age of employee	57 years
<i>The last employment held by such employee before joining the company</i>	Rohan Motors Ltd
<i>Percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule (2) of said Rules.</i>	-
<i>Whether such employee is a relative of any director or manager of the company and if so, name of such director or manager</i>	None

Place: NOIDA

Date: 23rd October 2023

By order of the Board
For Aditya Infotech Limited



Hari Shanker Khemka
Chairman (DIN: 00514501)
Add: B-51, Greater Kailash-1
New Delhi-110048

Annexure – 'E'

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

1. Brief outline on CSR Policy of the Company.

Refer Section on Corporate Social Responsibility in the Director Report

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Hari Shanker Khemka	(Chairman)	2	2
2	Mr. Aditya Khemka	(Member)	2	2
3	Mr. Rishi Khemka	(Member)	2	2
4	Mr. Abhishek Dalmia	(Member)	2	1
5	Ms. Ritu Khurana	(Member)	2	2

3	Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	www.adityagroup.com
4	The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).	Not applicable

5	(a) Average net profit of the company as per section 135(5).	53,66,32,228/-
	(b) Two percent of average net profit of the company as per section 135(5)	1,07,32,645/-
	(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	(d) Amount required to be set off for the financial year, if any	Nil
	(e) Total CSR obligation for the financial year (7a+7b-7c).	1,07,32,645/-

6. (a) CSR amount spent or unspent for the financial year:

(i) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1.	Not Applicable											
	Total											

(ii) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	Contributed to Shree Khemka Development Trust and Shree Khemka International School -For managing operations of Shree Khemka International School	Promoting education	Yes	Jhunjhunu (Rajasthan)		9,50,000/-	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
2	Contributed to The United Orphanage and disabled person for providing	promoting health care including preventive health care	No	Coimbatore		1,00,000/-	Yes	NA	

	Cloths and Food to Orphanage & Poor People							
3.	Arpana Trust To facilitate the adoption of 5 new villages toward Arpana's project of enabling the disabled communities and SHG women in rural area	promoting Gender equality and empowering woman	Yes	Haryana	3,25,000/-	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
4.	Contribution made to Graphic Era Educational Society for Maternal & newborn survival initiative and drivers of food choice in the context of nutrition	Promoting Health	Yes	Dehradun	75,00,000	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
5.	Contribution made to Ekal Gramothan Foundation for maintenance cum operational expense of the bus under Ekal on wheels Project	Promoting Education	Yes	Delhi	11,00,000	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
6.	Contribution made to Rotary Foundation (Ind) through our trust for donating certain medical equipment to Dr. Shroff	Promoting Health	Yes	Delhi	INR 7,60,000	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074

Charity Eye Hospital							
Total				1,07,35,000			

(b) Amount spent in Administrative Overheads Nil

(c) Amount spent on Impact Assessment, if applicable Nil

(d) Total amount spent for the Financial Year (8b+8c+8d+8e) Rs. 1,07,35,000/-

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
1,07,35,000/-	NA	-	-	-	-

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	1,07,32,645/-
(ii)	Total amount spent for the Financial Year	1,07,35,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2,355/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2,355/- (for set off in succeeding financial years)

7. (a) Details of Unspent CSR amount for the preceding three financial years:

There is no unspent CSR amount from the preceding three financial years.

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2021-22	NA	NA	NA	NA	NA	NA
2.	2020-21	NA	NA	NA	NA	NA	NA
3.	2019-20	NA	NA	NA	NA	NA	NA
	Total						

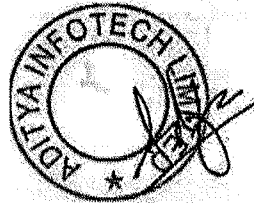
8 Whether any capital assets have been created or acquired through CSR amount spent in the financials years: **No**

Furnish details relating to such assets so created or acquired through CSR spent in the financial year:

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or Asset(s)	Date of creation	Amount of CSR spent	Details of entity/ Authority/ beneficiary of the registered owner
NA					

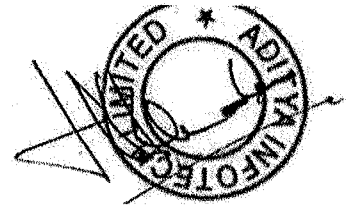
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

There is no unspent amount during the financial year 2022 -23.



Aditya Khemka
Director DIN: 00514552)
B-51, Greater Kailash-1
New Delhi-110048

By order of the Board
For Aditya Infotech Limited



Hari Shanker Khemka
Director (DIN: 00514501)
B-51, Greater Kailash-1
New Delhi-110048

Date: 23.10.2023

Place: NOIDA

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	A multi-pronged approach is deployed in all offices including branches as well as products to infuse the concept of energy conservation such as replacement of CFL light with LED lights.
(ii)	the steps taken by the Company for utilizing alternate sources of energy	The Company is in process of exploring alternate source of energy.
(iii)	the capital investment on energy conservation equipment's	Nil

(b) Technology absorption

(i)	the efforts made towards technology absorption	During the period under review technical personnel having relevant experience have been employed and efforts have been made to improve the quality of the products.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The Company continues to focus on the rapid technological changes and train the manpower accordingly to improve the productivity and drive cost reduction.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	There is no imported technology involved in the operations of the Company.
	(a) the details of technology imported	NA
	(b) the year of import;	NA
	(c) whether the technology been fully absorbed	NA
	(d) if not fully absorbed, areas where absorption	NA

	has not taken place, and the reasons thereof	
(iv)	the expenditure incurred on Research and Development	Nil

**For and on behalf of the Board of Directors
of Aditya Infotech Limited**



Place: NOIDA

Date: 23rd October 2023

Hari Shanker Khemka
Chairman (DIN: 00514501)
Add: B-51, Greater Kailash-1
New Delhi-110048



KMPM & COMPANY

The Solution for all Corporate Matters

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

Aditya Infotech Limited

CIN: U74899DL1995PLC066784

Add: F-28, Okhla Industrial Area, Phase – I
New Delhi-110020

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Aditya Infotech Limited** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2023, according to the provisions of:

- i. The Companies Act, 2013 (“the Act”) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 55A;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): **Not Applicable**
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

Regd. Office:- 611, 6th Floor, Pragati Tower, Rajendra Place, New Delhi – 110008
ICSI FRN: P2020DE081800

011-41411600, Email Id- kmpminfo@gmail.com

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998
- vi. Other laws specifically applicable to the company are as under and it has been confirmed & declared by the management that the company has complied with the said laws:-
- 1. The Employees Provident fund and Miscellaneous Provisions Act, 1952 along with labour laws
 - 2. Employees State Insurance Act, 1948
 - 3. Maternity Benefit Act, 1961
 - 4. Payment Gratuity Act, 1972
 - 5. The Legal Metrology Act read with packaged commodity Rules
 - 6. The Environmental Act, 1986 and its allied applicable laws
 - 7. E-Waste (Management) Rules, 2016

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

- i. Secretarial Standards with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS2) issued by The Institute of Company Secretaries of India ("ICSI") ; and
- ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: **Not Applicable.**

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

I further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the Audit Period, the following specific event took place having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards.



- The Board of Directors in the Board meeting dated January 04, 2023 approved and recommend to the shareholders for buy back of 4,50,000 (Four Lakh Fifty Thousand only) fully paid-up equity shares of face value of INR 10/- each and the shareholders of the Company passed a special resolution for approval of the same in the Extra Ordinary General Meeting dated January 09, 2023.
- The Company received the request from the existing shareholder for registration of transfer of the shares and the same was duly recorded in the following manner

Sl. No	Name of Transferor	Name of Transferee	No. of Shares Transfer
1..	Mr. Hari Shankar Khemka	Mr. Aditiya Khemka	4,10,000
2.	Mr. Rishi Khemka	Mr. Aditiya Khemka	2,07,000
3	Mr. Rishi Khemka	Mr. Ananmay Khemka	18,500

- The Company has received the notice from Reserve Bank of India vide ref no. FE.CO.OID/S1373/19-51-093/2022-23 dated July 26, 2022 in the matter of CP Plus GMBH and Co.KG (UIN-NDWAZ20110422) and the Company moved the application for compounding of offence and the same was duly compounded vide RBI Order dated MCO5931 dated February 24, 2023.
- The Company has received the preliminary Notice for non-compliance u/s 148 of Companies Act, 2013 with respect to Non- Appointment of Cost Auditor for FY 2017-18 (PN-1216) and the Company duly replied about the non-applicability of the said provisions vide its letter dated May 24, 2023.
- The Noida Authority, relying on the Government of Uttar Pradesh Ordinance dated 7 January 2022, issued a show cause notice dated 19 January 2023 for cancellation of the lease deed. In response to such show cause notice, the Company filed its response on 31 January 2023, requesting for further extension of at least six months so that necessary steps could be taken. The Company filed appeal under Section 41(3) of Uttar Pradesh Industrial Development Act, 1976 and the same is pending.

For KMPM & Co.
(Company Secretaries)



(Pawan Kumar Mahur)

Managing Partner

FCS No. F8462

C.P No 16961

Unique Identification No. F008462E000874558

Date: 28.08.2023

Place: New Delhi

This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report

Annexure- A to the Secretarial Audit Report

To

The Members

Aditya Infotech Limited

CIN: U74899DL1995PLC066784

F-28, Okhla Industrial Area, Phase – 1

New Delhi-110020

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, We followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
6. The secretarial audit report is neither as assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For KMPM & Co.

(Company Secretaries)

(Pawan Kumar Mahur)

Managing Partner

FCS No. F8462

C.P No 16961

Unique Identification No. F008462E000874558

Date: 28.08.2023

Place: New Delhi

Walker Chandiok & Co LLP
21st Floor, DLF Square
Jacaranda Marg, DLF Phase II,
Gurugram - 122 002
Haryana, India
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Independent Auditor's Report

To the Members of Aditya Infotech Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Aditya Infotech Limited ('the Company'), which comprise the standalone Balance Sheet as at 31 March 2023, the standalone Statement of Profit and Loss (including Other Comprehensive Income), the standalone Statement of Cash Flow and the standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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



Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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Emphasis of Matter

4. We draw attention to note 52 to the accompanying standalone financial statements which describes that subsequent to year-end, allotment and lease of the land at Sector 135, Noida, has been cancelled by the Noida Authority, relying on the State Government Ordinance dated 7 January 2022, since the Company did not fulfil the conditions stipulated in the Transfer Memorandum and lease deed with respect to construction and development on such land within the prescribed timelines. The Company had approached the authorities seeking revocation of the cancellation and restoration of the allotment of said land, in response to which the Noida Authority vide its letter dated 18 September 2023 has confirmed that the matter is under consideration.

The management based on its internal assessment and inputs from its legal expert, is confident of receiving favourable order regarding restoration of the Company's title and rights to the leased land shortly and further, is confident for completion of construction and development activities on the said land within the timelines that may be prescribed by the authorities and accordingly, believes that no adjustment is necessary in the standalone financial statements at this stage.

Our opinion is not modified in respect of this matter.

Information other than the Standalone Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors are responsible for the other information. The other information comprises information included in the Director's Report but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If based on our work we have performed, we conclude that there is a material misstatement of other information, we are required to report the fact.

The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

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

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



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

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

9. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
10. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to standalone financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
 - Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
 - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
 - Obtain sufficient appropriate audit evidence regarding the standalone financial statements of the Company to express an opinion on the standalone financial statements.



11. 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.

Report on Other Legal and Regulatory Requirements

12. As required by section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
13. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
14. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, 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 purpose of our audit of the accompanying standalone financial statements;
 - 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 standalone financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2023 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and
 - g) 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, as detailed in note 46 and 52 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2023;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2023.



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- iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 53(h) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 53(i) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. a. The interim dividend declared and paid by the Company during the year ended 31 March 2023 and until the date of this audit report is in compliance with section 123 of the Act;
- b. The final dividend paid by the Company during the year ended 31 March 2023 in respect of such dividend declared for the previous year, is in accordance with section 123 of the Act to the extent it applies to payment of dividend; and
- c. As stated in note 47 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2023 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013



Deepak Mittal
Partner
Membership No.: 503843



UDIN: 23503843BGUTGY9206

Place: Gurugram
Date: 23 October 2023

Walker Chandio & Co LLP

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, right of use assets and investment property.

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

(b) The property, plant and equipment, right of use assets and investment property have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification program adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of all the immovable properties including investment properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the standalone financial statements are held in the name of the Company. However, for title deeds of immovable properties in the nature of:

Type of Property	Property Address	Gross carrying value as at 31 March 2023 (Rs.in million)*
Leasehold Land	Plot no. 12, Block A Sector-4, Noida, Uttar Pradesh	23.44
Leasehold Land	Plot no. 11, Block A Sector-4, Noida, Uttar Pradesh	27.27
Freehold Land	F-28, Okhla, New Delhi	50.04
Investment Property - Building	Janki Centre, Andheri West, Mumbai	6.78

*Gross carrying value represents acquisition cost of respective immovable properties

which have been mortgaged as security for loans or borrowings taken by the Company, confirmations with respect to title of the Company have been directly obtained by us from the respective lenders.

For properties where the Company is a lessee, the lease arrangements have been duly executed in favour of the Company except in following cases:

Description of property	Gross carrying value (Rs. in millions)	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of company
Plot no. 12A, Sector-135, Noida, Uttar Pradesh	173.31	Aditya Infotech Limited	No	5 years	The title of land is under dispute as the Noida Authority has cancelled the allotment of the land to the Company on the grounds of non-compliance of the terms and conditions stipulated in the transfer memorandum and lease deed. Also, refer note 52 of the standalone financial statements.



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Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

- d) The Company has not revalued its Property, Plant and Equipment, Right of Use assets or intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has a working capital limit in excess of Rs 5 crore sanctioned by banks based on the security of current assets. The quarterly statements, in respect of the working capital limits have been filed by the Company with such banks and such statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit/ review.
- (iii) (a) The Company has not provided any loans or provided any advances in the nature of loans, or guarantee, or security to any other entity during the year. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any investment, provided any guarantee or given any security during the year. Accordingly, reporting under clause 3(iii)(b) of the Order is not applicable to the Company.
- (c) There is no overdue amount in respect of loans or advances in the nature of loans granted to such companies.
- (d) The Company has not granted any loan or advance in the nature of loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans/advances in nature of loan.
- (e) The Company has not granted any loan or advance in the nature of loan, which is repayable on demand or without specifying any terms or period of repayment during the current year.
- (iv) The Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

(vii)(a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross Amount (Rs. in millions)*	Amount paid under Protest (Rs. in millions)	Period to which the amount relates	Forum where dispute is pending
Income- tax Act, 1961	Income Tax on account of certain disallowances	197.43	3.80	Assessment year 2019-20	Commissioner of Income Tax (Appeals)
Income- tax Act, 1961	Income Tax on account of certain disallowances	0.40	-	Assessment year 2020-21	Assessing Officer
Income- tax Act, 1961	Income Tax on account of certain disallowances	0.63	-	Assessment year 2021-22	Assessing Officer
The Jammu and Kashmir Value Added Tax, 2005	Value Added Tax	2.55	0.07	Financial year 2016-17	J&K VAT Appellate Authority
The Jammu and Kashmir Value Added Tax, 2005	Value Added Tax	9.49	0.26	Financial year 2017-18	J&K VAT Assessing Authority
Customs Act, 1962	Short levy of Custom duty	5.16	0.13	Financial year 2020-21	Commissioner (Appeals) Mumbai
Customs Act, 1962	Short levy of Custom duty	17.79	-	Financial year 2020-21	Customs Audit Commissioner Tamil Nadu
Customs Act, 1962	Short levy of Custom duty	1.16	0.09	Financial year 2022-23	Commissioner (Appeals) Delhi
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	0.37	0.02	Financial year 2017-18	Commissioner (Appeals) Chattisgarh
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	4.15	0.21	Financial year 2018-19	Commissioner (Appeals) Mumbai

*Represents amounts as per demand orders and includes interest and penalties as per the respective orders, wherever applicable.



Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the standalone financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the standalone 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 or joint venture.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint venture companies.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.



Walker Chandiok & Co LLP

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
- (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (b) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management 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 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) According to the information and explanations given to us, the Company does not have any unspent amount in respect of any ongoing or other than ongoing project as at the expiry of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843

UDIN: 23503843BGUTGY9206

Place: Gurugram

Date: 23 October 2023

Walker ChandioK & Co LLP

Annexure B to the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Aditya Infotech Limited ('the Company') as at and for the year ended 31 March 2023, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.



Walker Chandiok & Co LLP

Annexure B to the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2023

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

6. A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

Opinion

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

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013



Deepak Mittal
Partner
Membership No.: 503843

UDIN: 23503843BGUTGY9206

Place: Gurugram
Date: 23 October 2023

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Balance Sheet as at 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

	Note	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	4	264.28	251.22
Right-of-use assets	5	368.52	277.64
Capital work in progress	6	1.83	-
Investment property	7	4.08	4.39
Other intangible assets	8A	11.33	12.18
Intangible assets under development	8B	63.79	41.67
Financial assets			
Investments	9	111.30	113.12
Other financial assets	10	179.17	153.34
Deferred tax assets (net)	11	56.74	59.44
Income tax assets (net)	12	8.03	4.73
Other non-current assets	13	41.63	42.47
		1,110.70	960.20
Current assets			
Inventories	14	5,110.50	3,026.75
Financial assets			
Investments	15	-	52.60
Trade receivables	16	6,149.58	5,249.33
Cash and cash equivalents	17	1,471.49	1,044.26
Bank balances other than cash and cash equivalents	18	2,238.22	961.57
Other financial assets	19	632.43	542.51
Other current assets	20	171.39	167.92
Total current assets		15,773.61	11,044.95
Total assets		16,884.31	12,005.15
EQUITY AND LIABILITIES			
Equity			
Equity share capital	21	20.50	25.00
Other equity	22	2,878.81	2,690.04
Total equity		2,899.31	2,715.04
Non current liabilities			
Financial liabilities			
Borrowings	23	427.81	491.90
Lease liabilities	5	96.84	38.21
Provisions	24	72.61	67.07
Total non current liabilities		597.26	597.18
Current liabilities			
Financial liabilities			
Borrowings	25	3,668.17	1,407.43
Lease liabilities	5	75.86	36.54
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	26	115.05	40.25
Total outstanding dues of creditors other than micro and small enterprises	26	8,989.78	6,625.86
Other financial liabilities	27	246.87	191.45
Provisions	28	64.79	70.04
Current tax liabilities(net)	29	33.53	104.16
Other current liabilities	30	193.69	217.20
Total current liabilities		13,387.74	8,692.93
Total equity and liabilities		16,884.31	12,005.15

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Balance Sheet referred to in our report of even date.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843



For and on behalf of Board of Directors of

ADITYA INFOTECH LIMITED



 Hari Shanker Khemka
 Chairman
 DIN:00514501



 Aditya Khemka
 Managing Director
 DIN:00514552



 Yogesh Sharma
 Senior VP Finance


Place: Gurugram

Date: 23 October 2023

Place: Noida

Date: 23 October 2023

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

	Note	For the year ended 31 March 2023	For the year ended 31 March 2022
Income:			
Revenue from operations	31	22,845.47	16,334.97
Other income	32	137.32	148.88
Total income		22,982.79	16,483.85
Expenses:			
Purchases of stock-in-trade	33	21,076.39	15,736.85
Changes in inventories of stock-in-trade	34	(2,093.31)	(2,324.38)
Employee benefits expense	35	1,020.14	826.77
Finance costs	36	232.16	203.81
Depreciation and amortization expenses	37	88.49	75.40
Other expenses	38	1,229.14	751.66
Total expenses		21,553.01	15,270.11
Profit before exceptional items and tax		1,429.78	1,213.74
Exceptional items	39	57.87	48.39
Profit before tax		1,371.91	1,165.35
Tax expense:	40		
Current tax expense		346.35	306.16
Deferred tax expense		2.37	15.61
Earlier years tax adjustments (net)		1.86	7.16
Total tax expense		350.58	328.93
Profit for the year		1,021.33	836.42
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurements of the defined benefit plans		1.36	(11.36)
Income tax relating to above item		(0.34)	2.86
Other comprehensive income		1.02	(8.50)
Total comprehensive income for the year		1,022.35	827.92
Earnings per equity share (Rs. 10 per share)			
Basic and diluted	41	414.75	334.57

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For Walker Chandniok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843


For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED

Hari Shanker Khemka

Hari Shanker Khemka
Chairman
DIN:00514501

Aditya Khemka

Aditya Khemka
Managing Director
DIN:00514552

Yogesh Sharma

Yogesh Sharma
Senior VP Finance

Place: Gurugram

Date: 23 October 2023

Place: Noida

Date: 23 October 2023



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Statement of Cash flows for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
A Cash flow from operating activities		
Profit before tax	1,371.91	1,165.35
Adjustments for:		
Depreciation and amortization expenses	88.49	75.40
Interest income on bank deposits	(60.85)	(65.02)
Interest income on security deposits	(0.50)	(0.51)
Dividend income	(28.69)	(0.06)
Liabilities no longer required written back	(15.34)	(72.92)
Loss/(profit) on sale of property, plant and equipment (net)	(0.01)	1.76
Rental income	(4.68)	(4.31)
Provision for SAD claims	-	1.19
Balances written off	18.25	68.97
Foreign exchange (gain)/loss (net)	7.51	0.77
Finance cost	201.09	170.35
Loss on derivative contracts	-	1.02
Interest expense on lease liabilities	13.40	8.76
Gain on extinguishment of lease	(2.22)	-
Rent concession	-	(0.91)
Loss on measurement of investment at FVTPL	1.82	0.45
Operating profit before working capital changes	1,590.16	1,350.29
Movement in working capital		
Increase in inventories	(2,083.75)	(2,323.61)
Increase in trade receivables	(888.82)	(1,662.55)
Increase in other current assets and non current assets	(3.24)	(89.74)
Increase in other financial assets	(96.57)	(519.81)
Increase in other financial liabilities	34.50	162.75
Increase/ (decrease) in other current liabilities	(23.51)	65.97
Increase in provisions	1.66	16.38
Increase in trade payables	2,446.55	3,651.64
Cash flow from operating activities post working capital changes	976.97	651.32
Income tax (paid)/ refund received (net)	(422.15)	(218.96)
Net cash flow from operating activities (A)	554.82	432.36
B Cash flow from investing activities		
Additions to property, plant and equipment, capital work in progress, other intangible assets and intangible assets under development	(71.17)	(67.14)
Investments in fixed deposits (net)	(1,295.33)	(861.32)
Sale of property, plant and equipment	0.72	0.13
Repayment of loan from related parties	-	3.79
Proceeds from bonds	52.60	-
Investment in bonds	-	(52.60)
Rental income	4.68	4.31
Dividend income	28.69	0.06
Interest received	60.85	96.66
Net cash flow used in investing activities (B)	(1,218.96)	(876.10)
C Cash flow from financing activities		
Finance cost paid	(201.09)	(168.72)
Proceeds from related party loans	300.00	-
Proceeds from long-term borrowings	25.00	500.00
Repayment of long term borrowings	(389.09)	(87.96)
Proceeds from short term borrowings	7,868.07	380.00
Repayment of short term borrowings	(5,616.09)	(369.00)
Buy back of equity shares	(799.58)	-
Dividend paid during the year	(38.50)	(10.00)
Principal payment of lease liabilities	(43.94)	(36.38)
Interest payment of lease liabilities	(13.40)	(8.76)
Net cash flow from financing activities (C)	1,091.37	199.18
Net increase/(decrease) in cash and cash equivalents (A+B+C)	427.23	(244.57)
Cash and cash equivalents at the beginning of the year	1,044.26	1,288.83
Cash and cash equivalents at the end of the year	1,471.49	1,044.26



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Statement of Cash flows for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

Balances with scheduled banks and cash in hand:

- Cash in hand
- In current accounts
- In cash credit accounts
- Cheques in hand
- Deposits with original maturity of less than 3 months

Total cash and cash equivalents (refer note 17)

As at 31 March 2023	As at 31 March 2022
1.22	1.20
3.42	255.83
56.28	430.40
493.27	294.38
917.30	62.45
1,471.49	1,044.26

Note: The above standalone cash flow statement has been prepared under the "Indirect method" as set out in the Indian Accounting Standard (Ind AS-7) Statement of Cash Flow.

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Cash flows referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal
Partner
Membership No.: 503843



Place: Gurugram
Date: 23 October 2023

For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED


Hari Shanker Khemka
Chairman
DIN:00514501


Yogesh Sharma
Senior VP Finance

Place: Noida
Date: 23 October 2023


Aditya Khemka
Managing Director
DIN:00514552



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

A. Equity share capital (refer note 21)

Current Reporting Period

Particulars	Opening balance as at 1 April 2022	Issue during the year	Changes in equity share capital during the year*	Balance as at 31 March 2023
Equity share capital	25.00	-	(4.50)	20.50

* Refer Note 21(f)

Previous reporting period

Particulars	Opening balance as at 1 April 2021	Issue during the year	Changes in equity share capital during the year	Balance as at 31 March 2022
Equity share capital	25.00	-	-	25.00

B. Other equity (refer note 22)

Particulars	Reserves and Surplus			Total
	Retained Earnings	General reserve	Capital Redemption Reserve	
Balance as at 31 March 2021	1,701.70	170.42	-	1,872.12
Profit for the year	836.42	-	-	836.42
Other comprehensive income for the year (net of tax impact)	(8.50)	-	-	(8.50)
Dividend paid during the year (refer note 47)	(10.00)	-	-	(10.00)
Balance as at 31 March 2022	2,519.62	170.42	-	2,690.04
Profit for the year	1,021.33	-	-	1,021.33
Premium paid on buy back of equity shares*	(644.86)	-	-	(644.86)
Tax paid on buy back of equity shares*	(150.22)	-	-	(150.22)
Transfer to capital redemption reserve upon buy back of equity shares*	(4.50)	-	4.50	-
Other comprehensive income for the year (net of tax impact)	1.02	-	-	1.02
Dividend paid during the year (refer note 47)	(38.50)	-	-	(38.50)
Balance as at 31 March 2023	2,703.89	170.42	4.50	2,878.81

* Refer Note 21(f)

The accompanying notes form an integral part of these standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal

Partner

Membership No.: 503843



For and on behalf of Board of Directors of

ADITYA INFOTECH LIMITED

Hari Shanker Khemka

Hari Shanker Khemka

Chairman

DIN:00514501

Y. Sharma

Yogesh Sharma

Senior VP Finance

Aditya Khemka

Aditya Khemka

Managing Director

DIN:00514552



Place: Gurugram

Date: 23 October 2023

Place: Noida

Date: 23 October 2023

1 Corporate information

Aditya Infotech Limited ("the Company") is a Public limited company having CIN no. U74899DL1995PLC066784 and was incorporated on 27th March 1995 with Registrar of Companies, New Delhi. The Company's registered office is situated at F-28, Okhla Industrial Area, Phase-1, New Delhi - 110020 and corporate office is situated at A- 12, Sector-4, Noida - 201301. The Company is engaged in trading of security and surveillance equipment and components under 'CP Plus' brand. Further, the Company is also engaged in trading of security and surveillance equipments and components manufactured by Dahua Technologies Group.

2 Basis of preparation of Standalone financial statements

These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time, presentation requirements of Division II of Schedule III to the Companies Act, 2013 ("Ind AS compliant schedule") and other relevant provisions of the Act.

The standalone financial statements have been prepared on the historical cost basis, except for the following assets and liabilities:

- a) Certain financial assets and liabilities that are measured at fair value; and
- b) Defined benefit plans-plan assets measured at fair value.

The standalone financial statements have been prepared and presented in INR, which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest million unless, except when otherwise indicated.

The standalone financial statements were approved for issue by the Company's Board of Directors on 23 October 2023.

(b) Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates changes in circumstances surrounding the estimates. Appropriate changes in estimates are made as management becomes aware of changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3 Significant accounting policies

The significant accounting policies that are used in the preparation of these standalone financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the standalone financial statements.

(a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

*Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

(b) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the transaction price for each separate performance obligation taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The transaction price is net of estimated customer returns, rebates, discounts and other similar allowances.



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(i) Sale of security and surveillance equipment and components

Revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration which Company expects to receive in exchange of those goods. Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer, based on terms of contracts with the customers which generally coincides with delivery of products to customers in case of domestic sales and on the basis of bill of lading in the case of export sales.

Revenue from the sale of goods is recognised when the control of the product is transferred, the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- The Company has transferred to the buyer the significant risks and rewards of ownership of the goods.
- The Company has a present right to payment for the asset.
- The Company has transferred physical possession of the asset, whereby the customer has the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset or to restrict the access of other entities to those benefits.

Provision for contractual warranty is recognised as per the principles defined under Ind AS 37 Provisions, Contingent liabilities and Contingent assets. When the consideration is received, before the entity transfers a goods to the customer, the entity shall present the consideration as contract liability.

(ii) Rendering of services including business support and technical training services

(a) Revenue from business support services is recognised over a period of time when the services are rendered as per the terms of the respective contracts with the customers.

(b) Revenue from other services including technical training services are recognised at a point in time as and when the services are rendered as per the terms of the respective contracts with the customers.

(iii) Dividend income

Dividend is recognised when right to receive the payment is established.

(iv) Interest income

Interest income from a financial asset is recognised and accrued using effective interest rate method.

(v) Insurance & Other Claims

Revenue in respect of claims is recognized when no significant uncertainty exists with regard to the amount to be realized and the ultimate collection thereof.

(c) Inventory

Inventories are stated at the lower of cost determined on weighted average cost basis and net-realisable value. Cost includes freight, taxes and duties net of GST input tax credit, wherever applicable. Customs duty payable on material in bonded warehouse is added to the cost of the material.

Net realisable value represents the estimated selling price for inventories less all estimated cost of completion and cost necessary to make the sale.

(d) Property, plant and equipment

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately. Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress. Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

The estimates of useful life of property, plant and equipment are as follows:

Particulars	Useful life as per Schedule II of the Act
Building	60 Years
Computers and Peripherals	
- Computers	3 Years
- Servers	6 Years
Office Equipment	5 Years
Furniture, Fixture and Fittings	10 Years
Motorcycles and scooters	10 Years
Motor cars	8 Years
Plant and machinery	15 Years

De-recognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in profit or loss.



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(e) **Intangible assets**

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

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

Intangible assets	Useful life
Computer Software	6 years
Trademark	10 years

De-recognition

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gain or loss arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

(f) **Investment properties**

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognized in statement of profit or loss as incurred.

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on investment properties is provided on the written down value method computed on the basis of useful lives as prescribed in the Schedule II of the Act:

Investment property	Useful life as per Schedule II of the Act
Building	60 years

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

De-recognition

Investment properties are de-recognized either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of de-recognition.

(g) **Impairment of non-financial assets- property, plant and equipment, intangible assets and investment property**

At the end of each reporting period, the entity reviews the carrying amount of property, plant and equipment, intangible assets and investment property to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the entity estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units.

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

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generated unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(h) **Intangible assets under development**

Intangible assets under development represents expenditure incurred in respect of intangible assets under development and are carried at cost less accumulated impairment loss, if any. Cost includes related acquisition expenses, development costs, borrowing costs and other direct expenditure.

(i) **Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand, cheques in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.



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(j) Cash Flow Statement

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

(k) Earnings per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share reflects the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(l) Provisions, Contingent liabilities and Contingent assets**(i) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. The expense relating to a provision is presented in the statement of profit and loss.

(ii) Contingent liabilities

A contingent liability is recognised for:

- Possible obligation which will be confirmed only by future events not wholly within the control of the Company.
- Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

(iii) Contingent assets

Contingent assets are not recognised in the standalone financial statements. Contingent assets are disclosed in the standalone financial statements to the extent it is probable that economic benefits will flow to the Company from such assets.

(m) Leases: Right-of-use asset and Lease liabilities

The Company's lease asset classes primarily consist of leases for land and buildings- warehouse and office premises and vehicles. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases), and low value leases. For these short-term and low value leases, the Company recognises the lease rentals as an operating expense in the statement of profit and loss account.

(i) Right-of-use assets

At the commencement date, the right of use assets is measured at cost. The cost includes an amount equal to the lease liabilities plus adjusted for the amount of prepaid or accrued lease payments. After the commencement date, the right of use assets is measured in accordance with the accounting policy for property, plant and equipment i.e. right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the period of the lease term.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs, and
- restoration costs.

(ii) Lease liabilities

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used.



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(iii) Lease term

At the commencement date, the Company determines the lease term which represents non-cancellable period of initial lease for which the asset is expected to be used, together with the periods covered by an option to extend or terminate the lease, if the Company is reasonably certain at the commencement date to exercise the extension or termination option.

(iv) Short term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term or another systematic basis which is more representative of the pattern of use of underlying asset.

(v) Others

The following is the summary of practical expedients elected on initial application:

- (i) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
- (ii) Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application and low value asset.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Payments associated with short-term leases of property, plant and office equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

(n) Foreign Currencies

The Company's Financial Statements are presented in INR which is also the Company's functional currency. Foreign currency transaction are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. Monetary assets and liabilities outstanding at the year-end are translated at the rate of exchange prevailing at the year-end and the gain or loss, is recognised in the Standalone statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(o) Borrowing costs

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

(p) Retirement and other employee benefits**(i) Defined contribution plans**

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Company's provident fund contribution, in respect of certain employees, is made to a Government administered fund and charged as an expense to the standalone statement of profit and loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

(ii) Defined benefit plan**Gratuity**

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs.

The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.



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

(iii) Other long-term employee benefits (compensated absences)

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the Statement of profit and loss in the year in which such gains or losses are determined.

(iv) Short-term and other long-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employees.

(q) Investments in subsidiary and joint venture

Investments representing equity interests in subsidiary and joint venture are carried at cost.

(r) Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

(i) Current tax

Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) enacted in India by using tax rates and the tax laws that are enacted as at the reporting date.

Current income tax relating to item recognized outside the statement of profit and loss is recognized outside profit or loss (either in other comprehensive income or equity). Current tax items are recognized in correlation to the underlying transactions either in OCI or directly in equity.

The Company's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

(ii) Deferred tax

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

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

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(iii) Indirect taxes

GST input tax credit on materials purchased / services availed for production / Input services are taken into account at the time of purchase and availing services. GST input tax credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired. The GST input tax credits so taken are utilised for payment of GST on supply and service. The unutilised GST input tax credit is carried forward in the books of accounts as 'balance with government authorities'.



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(s) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provision of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial asset or financial liabilities, as appropriate, on initial recognition. Transaction cost directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

a) Financial Assets Measured at Amortised Cost (AC)

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

b) Financial Assets Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

c) Financial Assets Measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories is measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Impairment of financial assets

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

ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

(i) Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

(ii) Other financial assets

In respect of its other financial assets, the entity assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the entity measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the entity uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the entity compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains subsequently all the risks and rewards of ownership and continues to control the transferred asset, the entity recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.



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Financial liabilities**A. Initial Recognition and Measurement**

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

B. Subsequent Measurement

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

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in consolidated statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

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

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is due within 12 months after reporting period. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C. De-recognition of financial liabilities

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

Offsetting of financial instruments

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

(i) Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

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

(u) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses from changes in the fair value of derivatives are taken directly to statement of profit and loss.

(v) Exceptional items

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allows an understanding of the underlying performance of the business during the year and to facilitate comparison with prior year.



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(w) **Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM").

Identification of segments:

In accordance with Ind AS 108 Operating Segments, the operating segments used to present segment information are identified on the basis of information reviewed by the Company's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Company that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Company's other components.

Results of the operating segments are reviewed regularly by the Chief Operating Decision Maker, to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

(x) **Significant estimates and judgements**

The preparation of these Standalone Financial Statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the Standalone Financial Statements is included in the following notes:

- Recognition and estimation of tax expense including deferred tax – Note 3(r), Note 11 and Note 40
- Estimated impairment of financial assets and non-financial assets – Note 3(g) and Note 3(s)
- Assessment of useful life of property, plant and equipment, investment property and intangible assets – Note 3(d), (e), (f) and Note 4, Note 7 and Note 8
- Estimation of assets and obligations relating to employee benefits – Note 3(p) and Note 45
- Valuation of inventories – Note 3(c)
- Recognition and measurement of contingent liabilities – Note 3(l) and Note 46
- Provisions – Note 3(i)
- Leases – Note 3(m) and Note 5
- Fair value measurement – Note 3(t) and Note 42
- Provision for warranty – Note 3(b) and Note 24 and 28
- Expected credit loss – Note 3(s) and Note 16

(y) **Recent accounting pronouncements**

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

(i) Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies and include corresponding amendments to Ind AS 107 and Ind AS 34. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(ii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(iii) Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. Also there is corresponding amendment to Ind AS 101. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

The Company has evaluated the above amendments and the impact thereof is not expected to be material on these standalone financial statements.



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ADITYA INFOTECH LIMITED

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

4. Property, plant and equipment

Particulars	Land	Building	Plant and machinery	Computers	Office equipment	Vehicles	Furniture and fixtures	Total
As at 31 March 2021	50.04	162.16	2.53	7.29	14.24	24.05	19.44	279.75
Additions	-	-	-	7.07	4.12	12.15	0.01	23.35
Disposals	-	-	0.14	0.83	1.77	0.01	0.63	3.38
As at 31 March 2022	50.04	162.16	2.39	13.53	16.59	36.19	18.82	299.72
Additions	-	-	-	11.96	2.13	28.13	1.98	44.20
Disposals	-	-	-	-	7.19	3.50	0.47	11.16
As at 31 March 2023	50.04	162.16	2.39	25.49	11.53	60.82	20.33	332.76
Accumulated depreciation								
As at 31 March 2021	-	7.91	0.49	3.23	4.55	1.47	4.78	22.43
Charge for the year	-	7.67	0.39	3.75	3.06	8.90	3.79	27.56
Disposals	-	-	0.05	0.20	0.99	0.00	0.25	1.49
As at 31 March 2022	-	15.58	0.83	6.78	6.62	10.37	8.32	48.50
Charge for the year	-	7.15	0.29	7.74	3.83	8.63	2.79	30.43
Disposals	-	-	-	-	6.83	3.22	0.40	10.45
As at 31 March 2023	-	22.73	1.12	14.52	3.62	15.77	10.71	68.48
Net block as at 31 March 2022	50.04	146.58	1.56	6.75	9.97	25.82	10.50	251.22
Net block as at 31 March 2023	50.04	139.43	1.27	10.97	7.91	45.05	9.62	264.28

(i) Contractual obligations

Refer note 46 for contractual commitments for acquisition of property, plant and equipment as at 31 March 2023 and 31 March 2022.

(ii) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.

(iii) Property, plant and equipment pledged as security for borrowings

Property, plant and equipment have been pledged as security for borrowings, refer note 23 for details.



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5 Leases

a) Right of use

Particulars	Leasehold land*	Office and warehouse	IT equipment	Vehicles	Total
Right-of-use assets					
As at 31 March 2021	213.95	91.25	-	3.74	308.94
Additions	-	37.56	-	2.37	39.93
Deletions	-	(4.80)	-	(1.29)	(6.09)
As at 31 March 2022	213.95	124.01	-	4.82	342.78
Additions	-	164.35	5.09	11.19	180.63
Deletions	-	(55.66)	-	(1.66)	(57.32)
As at 31 March 2023	213.95	232.69	5.09	14.35	466.09
Accumulated depreciation					
As at 31 March 2021	3.01	24.57	-	1.67	29.25
Charge for the year	3.01	37.27	-	1.52	41.80
Disposals	-	(4.62)	-	(1.29)	(5.91)
As at 31 March 2022	6.02	57.22	-	1.90	65.14
Charge for the year	3.01	47.69	1.27	1.90	53.88
Disposals	-	(21.07)	-	(0.38)	(21.45)
As at 31 March 2023	9.03	83.84	1.27	3.42	97.57
Net Block as at 31 March 2022					
Net Block as at 31 March 2023	207.93	66.79	-	2.92	277.64
	204.92	148.85	3.82	10.94	368.52

*Also refer note 52

b) Lease Liability

Particulars	Total
Lease liability recorded	
As at 31 March 2021	72.58
Additions	39.64
Accretion of interest	8.76
Payments	(45.15)
Concessions	(0.91)
Deletions	(0.17)
As at 31 March 2022	74.75
Additions	177.76
Accretion of interest	13.40
Payments	(57.34)
Deletions	(35.87)
As at 31 March 2023	172.70

Lease liability	As at 31 March 2023	As at 31 March 2022
Current	75.86	36.54
Non-current	96.84	38.21
	172.70	74.75

c) Company as a lessee

The Company has leases for the land, office building, warehouse facilities, IT equipment and vehicles. With the exception of short term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. The Company is prohibited from selling or pledging the underlying leased assets as security. Further, the Company is required to pay maintenance fees in accordance with the lease contracts.

i) The amounts recognized in statement of profit and loss:-

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Depreciation expense of right-of-use assets	53.88	41.80
Interest expense on lease liabilities	13.40	8.76
Expense relating to short term leases	46.77	27.20
Gain on extinguishment and modification of lease	(2.22)	-
Rent concession	-	(0.91)
Net impact on statement of profit and loss	111.83	76.85

ii) Amounts recognized in the cash flow statement

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Payment of lease liabilities- principal and interest	57.34	45.15

iii) Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in Statement of profit and loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.

The Company has recognised Rs. 46.77 million pertaining to 31 March 2023 and Rs. 27.20 million pertaining to 31 March 2022 in respect of short term leases entered into by the Company.



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iv) The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised in balance sheet:

Right of use asset	31 March 2023		31 March 2022	
	No. of right of use assets leased	Range of remaining term (in years)	No. of right of use assets leased	Range of remaining term (in years)
Office building	28	2-6 years	26	2-6 years
Warehouse facilities	9	2-3 years	10	2-3 years
Vehicles	12	2-5 years	7	2-5 years
Land	3	50-76 years	3	50-76 years
IT Equipment	2	2-3 years	-	-

v) Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments are as follows:

31 March 2023	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	88.35	83.60	27.47	15.35	214.77

31 March 2022	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	38.41	31.30	7.98	8.13	85.82

vi) Information about extension and termination options

31 March 2023

Right of use assets	Number of leases	Range of remaining term (in years)	Average remaining lease term (in years)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Office building	28	2-6	4.00	-	-	28
Warehouse facilities	9	2-3	2.50	-	-	9
Vehicles	12	2-5	3.50	-	-	12
Land	3	50-76	63.00	-	-	3
IT Equipment	2	2-3	2.50	-	-	2

31 March 2022

Right of use assets	Number of leases	Range of remaining term (in years)	Average remaining lease term (in years)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Office building	26	2-6	4.00	-	-	26
Warehouse facilities	10	2-3	2.50	-	-	10
Vehicles	7	2-5	3.50	-	-	7
Land	3	50-76	63.00	-	-	3



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

(All amounts are in Indian Rupees millions, unless otherwise stated)

6. Capital Work in Progress	
Particulars	Amount
Gross block	
Balance as at 31 March 2021	-
Additions	-
Capitalised	-
Balance as at 31 March 2022	-
Additions	1.83
Capitalised	-
Balance as at 31 March 2023	1.83

(i) Ageing of capital work in progress:

As at 31 March 2023

Particulars	Amount in capital work in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Project in progress	1.83	-	-	-	1.83

As at 31 March 2022

Particulars	Amount in capital work in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Project in progress	-	-	-	-	-

(ii) Capital work in progress, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2022: Nil)

(iii) Capital work in progress represents architectural and soil testing costs incurred towards the Noida property (also refer note 52).

(iv) Refer note 46B for contractual commitments of capital work in progress as at 31 March 2023 (31 March 2022: Rs. Nil)




7. Investment property

Particulars	Non factory Building	Total
As at 31 March 2021	5.36	5.36
Additions	-	-
Disposals	-	-
As at 31 March 2022	5.36	5.36
Additions	-	-
Disposals	-	-
As at 31 March 2023	5.36	5.36
Accumulated depreciation		
As at 31 March 2021	0.31	0.31
Charge for the year	0.66	0.66
Disposals	-	-
As at 31 March 2022	0.97	0.97
Charge for the year	0.31	0.31
Disposals	-	-
As at 31 March 2023	1.28	1.28
Net block as at 31 March 2022	4.39	4.39
Net block as at 31 March 2023	4.08	4.08

(ii) Amount recognised in profit and loss for investment property:

Particulars	As at 31 March 2023	As at 31 March 2022
Rental income	1.34	1.26
Less: direct operating expenses that generated rental income*	-	-
Less: direct operating expenses that did not generate rental income*	-	-
Profit from leasing of investment property before depreciation	1.34	1.26
Less: depreciation expense	0.31	0.66
Profit from leasing of investment property after depreciation	1.03	0.60

*Direct operating expenses attributable to investment property cannot be specifically identified with property, although management does not expect them to be material.

(iii) Fair value of investment property:

Particulars	As at 31 March 2023	As at 31 March 2022
Fair value of office space at Janki Centre, Andheri, Mumbai	27.72	25.25
Total	27.72	25.25

The Company has appointed a registered valuer in accordance with Rule 2 of Companies (Registered Valuer and Valuation) Rules, 2017 for the valuation of investment property. The fair value of investment property has been determined by external, independent property valuers, having appropriate qualifications and recent experience in the location and category of the property being valued. The Company obtains independent valuation for its investment property at least annually and are considered to be a fair representation at which such properties can be sold in an active market. The fair value measurement of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used. Fair value has been determined using combination of market approach and cost approach. The market approach provides an indication of value by comparing the asset with identical or comparable (that is similar) assets for which price information is available whereas cost approach provides an indication of value using the economic principle that a buyer will pay no more for an asset than the cost to obtain an asset of equal utility, whether by purchase or by construction, unless undue time, inconvenience, risk or other factors are involved.

(iv) Contractual obligations

There are no contractual obligations outstanding as at 31 March 2023 and 31 March 2022.

(v) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.



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ADITYA INFOTECH LIMITED

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

8A. Intangible assets

Particulars	Computer Software	Trademark	Total
As at 31 March 2021	8.45	11.55	20.00
Additions	2.12	-	2.12
Disposals	-	-	-
As at 31 March 2022	10.57	11.55	22.12
Additions	3.02	-	3.02
Disposals	-	-	-
As at 31 March 2023	13.59	11.55	25.14
Accumulated amortisation			
As at 31 March 2021	2.91	1.65	4.56
Charge for the year	3.73	1.65	5.38
Disposals	-	-	-
As at 31 March 2022	6.64	3.30	9.94
Charge for the year	2.22	1.65	3.87
Disposals	-	-	-
As at 31 March 2023	8.86	4.95	13.81
Net block as at 31 March 2022	3.93	8.25	12.18
Net block as at 31 March 2023	4.73	6.60	11.33



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

(All amounts are in Indian Rupees millions, unless otherwise stated)

8B. Intangible assets under development

Particulars	Intangible assets under development	Total
As at 31 March 2021	-	-
Additions	41.67	41.67
Capitalised	-	-
As at 31 March 2022	41.67	41.67
Additions	24.72	24.72
Capitalised	2.60	2.60
As at 31 March 2023	63.79	63.79

(i) Ageing of intangible asset under development:

As at 31 March 2023

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Intangible assets under development	22.12	41.67	-	-	63.79

As at 31 March 2022

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Intangible assets under development	41.67	-	-	-	41.67

(ii) Intangible assets under development, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2022: Nil)

(iii) Contractual obligations

Refer note 46 for contractual commitments for acquisition of intangible assets as at 31 March 2023 (31 March 2022: Rs. Nil)

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.



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9 Investments

Unquoted Investments

Investment in equity instruments

In subsidiaries (at cost)

Shenzhen CP Plus International Ltd, China, Equity Shares of 1 RMB each

Total

In joint venture (at cost)

ALL Dixon Technologies Private Limited, Equity Shares of Rs. 10 each

Total

Investment in equity instruments measured at fair value through profit & loss

Tamilnad Mercantile Bank Limited, Equity Shares of Rs. 10 each

Total

Quoted Investments

Investment in equity instruments measured at fair value through profit & loss

Tamilnad Mercantile Bank Limited, Equity Shares of Rs. 10 each

Total

Total

Aggregate amount of quoted investments and market value thereof

Aggregate amount of unquoted investments

10 Other financial assets

Fixed deposit with remaining maturity of more than 12 months*

Security deposits (carried at amortised cost)

*includes deposits aggregating to Rs. 32.30 million (31 March 2022: Rs. 93.42 million) held as margin money.

11 Deferred tax assets (net)

Deferred tax assets/(liabilities) on account of :-

Property, plant and equipment, investment property and intangible assets

Allowance for expected credit losses

Employee benefits

Warranty provision

Right of use assets and lease liabilities

Other temporary differences

Investment carried at FVTPL

(i) Movement in deferred tax assets (net)

Particulars	As at 31 March 2022	Recognised/ (credited) through profit and loss	Recognised in other comprehensive income	As at 31 March 2023
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	0.48	(0.20)	-	0.28
Allowance for expected credit losses	16.76	(3.64)	-	13.12
Employee benefits	12.17	(1.17)	(0.34)	10.66
Warranty provision	22.34	1.58	-	23.92
Right of use assets and lease liabilities	1.27	1.03	-	2.30
Other temporary differences	8.10	(0.37)	-	7.74
Investment carried at FVTPL	(1.69)	0.41	-	(1.28)
Total	59.44	(2.37)	(0.34)	56.74

Particulars	As at 31 March 2021	Recognised/ (credited) through profit and loss	Recognised in other comprehensive income	As at 31 March 2022
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	7.68	(7.20)	-	0.48
Allowance for expected credit losses	30.05	(13.29)	-	16.76
Warranty provision	20.34	2.00	-	22.34
Employee benefits	7.19	2.12	2.86	12.17
Right of use assets and lease liabilities	0.97	0.30	-	1.27
Other temporary differences	7.77	0.34	-	8.11
Investment carried at FVTPL	(1.81)	0.12	-	(1.69)
Total	72.19	(15.61)	2.86	59.44

12 Income tax assets

Advance tax paid (net of provision for taxation)

13 Other non-current assets

Amounts paid under protest with statutory authorities

As at 31 March 2023 (No. of shares)	As at 31 March 2022 (No. of shares)	As at 31 March 2023	As at 31 March 2022
11,80,250	11,80,250	11.19	11.19
11,80,250	11,80,250	11.19	11.19

95,00,000	95,00,000	95.00	95.00
95,00,000	95,00,000	95.00	95.00

-	12,525	-	6.93
-	12,525	-	6.93

12,525	-	5.11	-
12,525	-	5.11	-

111.30	113.12
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5.11	-
106.19	113.12
111.30	113.12

As at 31 March 2023	As at 31 March 2022
166.04	147.36
13.13	5.98
179.17	153.34

As at 31 March 2023	As at 31 March 2022
0.28	0.48
13.12	16.76
10.66	12.17
23.92	22.34
2.30	1.27
7.74	8.11
(1.28)	(1.69)
56.74	59.44



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H Inventories

(Valued at lower of cost or net realisable value, unless otherwise stated)

Traded goods

Others

As at 31 March 2023	As at 31 March 2022
5,061.59	2,968.28
48.91	58.47
5,110.50	3,026.75

Notes

(i) Inventories of traded goods include goods in transit amounting to Rs. 120.00 million (31 March 2022: Rs. 99.31 million)

(ii) Inventories are net off of Rs. 136.56 million (31 March 2022: Rs. 111.53 million) representing write down of inventories to net realisable value, as assessed by the management.

I5 Investments**In Bonds (at amortised cost)**

Investment in 9.08% Union Bank of India Bond

As at 31 March 2023	As at 31 March 2022
-	52.60
-	52.60

I6 Trade receivables

Secured, considered good

Unsecured

-considered good

-considered good, receivable from related parties

-which have significant increase in credit risk

As at 31 March 2023	As at 31 March 2022
-	-
6,168.72	5,280.10
2.60	6.70
30.39	29.11
6,201.71	5,315.91
52.13	66.58
6,149.58	5,249.33

Less: Allowance for expected credit loss

Total

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	3,069.01	2,871.92	191.24	4.00	0.44	0.07	6,136.69
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	22.68	10.21	-	-	1.74	34.63
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	0.45	7.11	1.64	1.22	19.97	30.39
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	(52.13)
Total	3,069.01	2,895.05	208.56	5.64	1.66	21.78	6,149.58

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2,629.70	2,580.79	42.34	29.52	0.47	3.97	5,286.79
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	0.16	-	1.32	-	1.48
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	0.12	4.25	23.27	27.64
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	(66.58)
Total	2,629.70	2,580.79	42.50	29.64	6.04	27.24	5,249.33

17 Cash and cash equivalents

Balances with banks

In current accounts

In cash credit accounts

Cash in hand

Cheques in hand

Fixed deposits with original maturity of less than three months

As at 31 March 2023	As at 31 March 2022
3.42	255.83
56.28	430.40
1.22	1.20
493.27	294.38
917.30	62.45
1,471.49	1,044.26

18 Bank balances other than cash and cash equivalents

Deposit with maturity upto twelve months*

As at 31 March 2023	As at 31 March 2022
2,238.22	961.57
2,238.22	961.57

*includes fixed deposits aggregating to Rs. 748.31 million (31 March 2022: Rs. 254.84 million) held as margin money with bank and collaterals against bank guarantees.

19 Other financial assets

Security deposits

Vendor claim receivable

Other receivable from related parties (refer note 43)

Insurance claim recoverable

Other receivable from customers

As at 31 March 2023	As at 31 March 2022
3.97	5.19
330.87	269.39
0.18	-
-	0.04
297.41	267.89
632.43	542.51

20 Other current assets

Prepaid expenses

Balances with statutory authorities

Advance to employees

Advances to vendors

Other recoverable*

Considered doubtful

Less : Allowance for impairment (net)

As at 31 March 2023	As at 31 March 2022
28.36	16.64
57.14	68.03
7.36	3.73
78.53	79.52
30.89	31.19
(30.89)	(31.19)
171.39	167.92

*During the financial year 2015-16, the Company had reported an instance of misappropriation of funds/ current assets by certain employees and accordingly, a provision amounting to Rs. 30.89 million (31 March 2022: Rs. 31.19 million); net of recovery of Rs. 6.95 million (31 March 2022: Rs. 6.65 million) from the alleged perpetrators is being carried as at 31 March 2023. A criminal complaint and recovery suit was filed in relation to the said matter and the criminal complaint is pending before District Court, Surajpur and the recovery proceedings are pending before the Honourable High Court of Orissa for disposal.



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21 Equity Share Capital

Authorized Share Capital

Equity share of ₹ 10 each with voting rights

Issued, subscribed and fully paid up

Equity share capital of face value of ₹ 10 each

As at 31 March 2023		As at 31 March 2022	
Number	Amount	Number	Amount
50,50,000	50.50	50,50,000	50.50
50,50,000	50.50	50,50,000	50.50
20,50,000		25,00,000	25.00
20,50,000	20.50	25,00,000	25.00

a. Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

Balance at the beginning of the year

Issued during the year

Buy back during the year [refer note 21(f) below]

Balance at the end of the year

25,00,000	25.00	25,00,000	25.00
(4,50,000)	(4.50)	-	-
20,50,000	20.50	25,00,000	25.00

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. 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 amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. All shares rank equally with regard to Company's residual assets.

c. Details of shareholders holding more than 5% shares in the Company

Name of the equity shareholder

Hari Shanker Khemka

Rishi Khemka

Aditya Khemka

As at 31 March 2023		As at 31 March 2022	
Number	% shareholding	Number	% shareholding
3,94,385	19.24%	9,80,957	39.24%
3,89,500	19.00%	7,50,000	30.00%
12,22,299	59.62%	7,38,169	29.53%

As per the records of the Company, including its register of shareholders/ members and other declarations received from shareholders/ members regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

d. No equity shares have been issued pursuant to contract without payment being received in cash or allotted as fully paid up by way of issue of bonus shares in the current reporting year and the last five years immediately preceding the current year.

e. Shareholding of promoters*

As at 31 March 2023

Shares held by promoters at the end of the year				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka	3,94,385	19.24%	-59.80%
2	Aditya Khemka	12,22,299	59.62%	65.59%
3	Rishi Khemka	3,89,500	19.00%	-48.07%
Total		20,06,184	97.86%	

As at 31 March 2022

Shares held by promoters at the end of the year				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka	9,80,957	39.24%	0.00%
2	Aditya Khemka	7,38,169	29.53%	0.00%
3	Rishi Khemka	7,50,000	30.00%	0.00%
Total		24,69,126	98.77%	

* Promoter here means promoter as defined in the Companies Act, 2013.

f. Buy back of shares

The Board of directors in its meeting held on 04 January 2023, had approved a proposal of buyback of 450,000 Equity shares (representing 18% of total paid up Equity shares capital of the Company) at price of Rs. 1,443/- (Indian Rupees One Thousand Four Hundred Forty-three only) per Equity shares which opened on 23 February 2023, for fifteen days and settlement of buyback offer date was 24 February 2023. Accordingly, the Company has bought back and extinguished a total of 450,000 Equity shares at a buyback price of Rs. 1,443/- (Indian Rupees One thousand four hundred forty-three only) per Equity shares. The buyback resulted in a Cash outflow of Rs. 800.62 million (buyback value Rs. 649.35 million plus buyback tax amount Rs. 151.27 million under section 115QA of the Income Tax Act 1961). Other than the above, buy back of shares during the current year, the Company had not undertaken any buy back of shares transaction during the last five years immediately preceding the current year.

22 Other equity

General Reserve

Opening balance

Add: Addition during the year

Closing balance (A)

As at 31 March 2023	As at 31 March 2022
170.42	170.42
-	-
170.42	170.42

Capital Redemption Reserve

Opening balance

Add: Addition during the year

Closing balance (B)

-	-
4.50	-
4.50	-

Retained earnings

Opening balance

Add: Profit for the year

Add: Other comprehensive income for the year (net of tax)

Less: Premium paid on buy back of equity shares [refer note 21(f)]

Less: Tax paid on buy back of equity shares [refer note 21(f)]

Less: Transfer to Capital Redemption Reserve upon buy back of equity shares [refer note 21(f)]

Less: Dividend paid during the year (refer note 47)

Closing balance (C)

2,519.62	1,701.70
1,021.33	836.42
1.02	(8.50)
(644.86)	-
(150.22)	-
(4.50)	-
(38.50)	(10.00)
2,703.89	2,519.62
2,878.81	2,690.04

Total (A + B + C)

Nature and purpose of reserves other than retained earnings

General reserve

It represents appropriation of profits of the Company and is available for distribution as dividend.

Retained earnings

Retained earnings is used to record balance of statement of profit and loss and other equity adjustments.

Capital Redemption Reserve

It represents nominal value of the shares bought back as an appropriation from retained earnings.



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23. Borrowings**Secured****Term loans**

Indian rupee loan from banks*

Vehicle loans

Indian rupee loan from banks

Indian rupee loan from other parties

Unsecured

Loan from related parties (also refer note 43)

Inter-corporate deposits**

Amount disclosed under Current borrowings as "Current maturities of long-term borrowings" under Note 25

*includes interest accrued amounting to Rs. 0.34 million (31 March 2022: Rs.6.54 million)

**includes interest accrued amounting to Rs. 0.30 million (31 March 2022: Rs.0.30 million)

	Non-current		Current Maturities	
	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
Indian rupee loan from banks*	360.01	467.37	107.84	145.18
Indian rupee loan from banks	16.28	5.73	13.24	5.81
Indian rupee loan from other parties	1.52	5.00	3.47	3.23
Loan from related parties (also refer note 43)	50.00	-	-	-
Inter-corporate deposits**	-	13.80	13.80	-
	427.81	491.90	138.35	154.22
	427.81	491.90	-	-

23.A Details of Borrowings

Particulars	Interest rate	Type of asset secured	Terms of repayments
Term loans			
Tamilnad Mercantile Bank loan-I Rs. 125.01 million, Current Maturity Rs. 62.50 million (31 March 2022: Rs. 187.50 million, Current Maturity Rs. 62.54 million)	8.25%	Secured by charge on immoveable property at Noida and Mumbai; collateral in form of bank fixed deposits and personal guarantee of the Promoters who are directors in the Company.	Repayable in 48 monthly installments commencing from April 2022
Tamilnad Mercantile Bank loan-II Rs. 235.00 million, Current Maturity Rs. 5.00 million (31 March 2022: Rs. 240 million, Current Maturity Rs. Nil)	8.25%	Secured by charge on immoveable property at Noida and Mumbai; collateral in form of bank fixed deposits and personal guarantee of the Promoters who are directors in the Company.	Repayable in 48 monthly installments commencing from March 2024
HDFC Bank loan-I Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 11.92 million)	9.05%	Secured by charge on immoveable properties at Delhi and Noida and personal guarantee of the Promoters who are directors in the Company.	Repayable in 20 quarterly installments commencing from December 2017
HDFC Bank loan-II Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 4.18 million)	9.05%	Secured by charge on immoveable properties at Delhi and Noida and personal guarantee of the Promoters who are directors in the Company.	Repayable in 19 quarterly installments commencing from March 2018
Yes Bank loan-I Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 20.00 million)	9.85%	Secured by charge on immoveable property at Noida and personal guarantee of the Promoters who are directors in the Company.	Repayable in 20 quarterly installments commencing from March 2018
Yes Bank loan-II Rs. Nil, Current Maturity Rs. 40.00 million (31 March 2022: Rs. 40.00 million, Current Maturity Rs. 40.00 million)	9.90%	Secured by charge on immoveable property at Noida and personal guarantee of the Promoters who are directors in the Company.	Repayable in 20 quarterly installments commencing from November 2018
Vehicle loans			
ICICI Bank vehicle loan Rs. Nil, Current Maturity Rs. 3.29 million (31 March 2022: Rs. 3.29 million, Current Maturity Rs. 3.33 million)	7.80%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from March 2021
Axis Bank vehicle loan-I Rs. Nil, Current Maturity Rs. 2.44 million (31 March 2022: Rs. 2.44 million, Current Maturity Rs. 2.48 million)	8.25%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from March 2021
Axis Bank vehicle loan-II Rs. 16.28 million, Current Maturity Rs. 7.51 million (31 March 2022: Rs. Nil, Current Maturity Rs. Nil)	8.50%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from February 2023
Daimler Financial Services Private Limited vehicle loan Rs. 1.52 million, Current Maturity Rs. 3.43 million (31 March 2022: Rs. 4.99 million, Current Maturity Rs. 3.23 million)	7.40%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from September 2021

23.B Details of Borrowings for related parties

Particulars	Interest rate	Type of asset secured	Terms of repayments
Loan from related parties Rs. 50 million, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. Nil)	7.50%	Unsecured	Repayable in single installment on 30 April 2024
Inter-corporate deposits Rs. Nil, Current Maturity Rs. 13.50 million (31 March 2022: Rs. 13.50 million, Current Maturity Rs. Nil)	10.00%	Unsecured	Repayable within 3 years from the date of disbursement

23.C Reconciliation of liabilities arising from financing activities

The changes in the Company's liabilities arising from financing activities can be classified as follows:

Particulars

Balance as at 31 March 2021

Cash flows:

- Proceeds

- Repayment

Non cash adjustments / movements**

Balance as at 31 March 2022

Cash flows:

- Proceeds

- Repayment

Non cash adjustments / movements**

Balance as at 31 March 2023

*Long term borrowings include current maturities of long term borrowings

** Includes accrued interest

Short term borrowings	Long term borrowings*
1,241.50	227.52
380.00	500.00
(369.00)	(87.96)
7.55	(0.28)
1,260.05	639.28
7,868.07	325.00
(5,616.09)	(389.09)
8.76	0.02
3,520.79	575.21



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24 Provisions - non-current

Provision for employee benefits

Gratuity (refer note 45)

Compensated absences

Other provisions

Provision for warranty (also refer note 28)

As at 31 March 2023	As at 31 March 2022
10.85	16.94
23.53	23.52
38.23	26.61
72.61	67.07

25 Current borrowings

Secured

Current maturities of long term debts (refer note 23)

Cash credit from banks [refer note (i) below]

Working capital demand loan [refer note (ii) below]

As at 31 March 2023	As at 31 March 2022
138.35	154.22
746.79	-
2,509.10	1,230.00
3,394.24	1,384.22

Unsecured

Loan from related parties [refer note (iii) & (v) below]

As at 31 March 2023	As at 31 March 2022
273.93	23.21
273.93	23.21
3,668.17	1,407.43

Total

Terms and conditions of short-term borrowings

(i) The Company has availed cash credit facilities from banks aggregating to Rs. 746.79 million (31 March 2022: Rs. Nil) carrying interest rates ranging from 10.30% to 10.60% and are repayable on demand.

(ii) The Company has availed working capital demand loans from banks aggregating to Rs. 2,509.10 million (31 March 2022: Rs. 1,230.00 million) carrying interest rates ranging from 6.90% to 11.90% and are repayable on demand.

(iii) Unsecured loans from Related Parties

Particulars	Interest rate	Type of asset secured	Terms of repayments
Loan from related parties-I	7.50%	Unsecured	Repayable on demand by lenders after giving minimum 12 months prior notice in writing
Rs. 22.88 million (31 March 2022: Rs. 23.21 million)			
Loan from related parties-II	7.50%	Unsecured	Repayable within 1 years from the date of disbursement
Rs. 251.05 million (31 March 2022: Rs. Nil)			

26 Trade payables

Total outstanding dues of micro enterprises and small enterprises

Total outstanding dues of creditors other than micro and small enterprises

As at 31 March 2023	As at 31 March 2022
115.05	40.25
8,989.78	6,625.86
9,104.83	6,666.11

(i) Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006"):

Particulars	As at 31 March 2023	As at 31 March 2022
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	115.05	40.25
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	0.11	0.86
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	0.00
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	0.03	0.11

(ii) Ageing disclosure:

As at 31 March 2023:

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises	75.02	40.03	-	-	-	115.05
(ii) Others	4,132.43	4,855.24	1.10	0.39	0.62	8,989.78
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	-	-	-	-	-	-
Total	4,207.45	4,895.28	1.10	0.39	0.62	9,104.83

As at 31 March 2022:

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises	20.65	19.60	-	-	-	40.25
(ii) Others	4,063.26	2,549.66	11.70	0.87	0.37	6,625.86
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	-	-	-	-	-	-
Total	4,083.91	2,569.26	11.70	0.87	0.37	6,666.11

27 Other Financial liabilities-current

Security deposits

Payable to employees

Derivative contracts fair valued through profit or loss

Capital creditors

Other acceptances

As at 31 March 2023	As at 31 March 2022
1.10	1.40
94.88	80.26
1.54	1.59
23.75	12.27
125.60	95.92
246.87	191.45



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28 Provisions- current**Provision for employee benefits**

Gratuity (refer note 45)

Compensated absences

Other provisions

Provision for warranty

As at 31 March 2023	As at 31 March 2022
2.61	3.39
5.37	4.52
56.81	62.13
64.79	70.04

Movement in provision for warranty**Opening balance**

Provision created during the year

Provision utilised during the year

Closing balance

As at 31 March 2023	As at 31 March 2022
88.74	80.82
68.43	73.54
(62.13)	(65.62)
95.04	88.74

Provision for warranty

Non-current

Current

As at 31 March 2023	As at 31 March 2022
38.23	26.61
56.81	62.13
95.04	88.74

29 Current tax liabilities (net)

Provision for income tax (net of advance tax)

As at 31 March 2023	As at 31 March 2022
33.53	104.16
33.53	104.16

30 Other current liabilities**Contract liability**

Advance from customers

Statutory dues payable

- TDS and TCS payable

- GST payable

- Others

As at 31 March 2023	As at 31 March 2022
21.19	20.34
56.62	58.70
75.30	133.78
40.58	4.38
193.69	217.20

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ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Notes to the standalone financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

	For the year ended 31 March 2023	For the year ended 31 March 2022
31 Revenue from operations		
Revenue from contracts with customers		
Operating revenue		
Sale of traded goods- security and surveillance equipments and components	22,819.66	16,315.71
Service revenue	16.22	12.61
	22,835.88	16,328.32
Other operating revenue		
Business support services	6.00	6.00
Technical training services	3.59	0.65
	9.59	6.65
	22,845.47	16,334.97

(i) Contract balances:

Particulars	As at 31 March 2023	As at 31 March 2022
Contract liabilities		
Advance from customers	21.19	20.34
Trade receivables	6,149.58	5,249.33

(ii) Disaggregated revenue information under Ind AS 115:

Disaggregation by	For the year ended 31 March 2023	For the year ended 31 March 2022
Type of goods/service		
Sale of goods	22,819.66	16,315.71
Sale of services	16.22	12.61
Other operating revenue	9.59	6.65
Total revenue from contract with customers	22,845.47	16,334.97
India	22,734.54	16,291.44
Outside India	110.93	43.53
Total revenue from contract with customers	22,845.47	16,334.97
Timing of revenue recognition		
Goods transferred at a point in time	22,819.66	16,315.71
Services transferred at a point in time	19.81	13.26
Services transferred over the period of time	6.00	6.00
Total revenue from contract with customers	22,845.47	16,334.97

(iii) Performance obligation

The Company's primary performance obligation under contract with customers for sale of goods and services is satisfied as the goods are delivered/ control is transferred to the customers and services are rendered.

(iv) Reconciliation of transaction price to revenue from contract with customers

Particulars		For the year ended 31 March 2023	For the year ended 31 March 2022
Contract price	(A)	24,905.66	18,157.03
Rebates/ discounts	(B)	2,060.19	1,822.06
Net revenue recognised	(C=A-B)	22,845.47	16,334.97



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

32 Other income

Interest income:

- on bank deposits
- on security deposits
- from customers
- on bonds

Dividend income

Liabilities no longer required written back

Rental income

Insurance claims/ amount recovered against provision made

Gain on extinguishment and modification of lease [refer note 5(c)(i)]

Miscellaneous income

	For the year ended 31 March 2023	For the year ended 31 March 2022
	60.85	65.02
	0.50	0.51
	2.52	2.12
	0.40	2.38
	28.69	0.06
	15.34	72.92
	4.68	4.31
	0.30	0.10
	2.22	-
	21.82	1.46
	137.32	148.88

33 Purchase of Stock -in -trade

Purchase of products and components

	For the year ended 31 March 2023	For the year ended 31 March 2022
	21,076.39	15,736.85
	21,076.39	15,736.85

34 Changes in inventories of Stock-in-trade

Inventory at the beginning of the year

Less: Inventory utilised towards CSR activities

Less: Inventory at the end of the year

	For the year ended 31 March 2023	For the year ended 31 March 2022
	2,968.28	646.46
	-	(2.56)
	(5,061.59)	(2,968.28)
	(2,093.31)	(2,324.38)

35 Employee benefits expense

Salaries, wages and bonus

Contribution to provident and other funds

Gratuity expense (refer note 45)

Staff welfare expenses

	For the year ended 31 March 2023	For the year ended 31 March 2022
	973.91	791.62
	28.48	23.74
	10.89	7.72
	6.86	3.69
	1,020.14	826.77

36 Finance costs

Interest expense on

-Loans from Banks

-Withholding tax and goods and service tax

-Delayed payment of income tax

-Loan from related parties (refer note 43)

-Others

Other finance and bank charges

Interest on lease liability (refer note 5)

	For the year ended 31 March 2023	For the year ended 31 March 2022
	172.08	151.35
	0.58	1.03
	2.74	9.10
	4.97	6.44
	14.36	13.23
	24.03	13.90
	13.40	8.76
	232.16	203.81

37 Depreciation and amortization expense

Depreciation and amortization expense (refer note 4 and 8)

Depreciation on right- of- use assets (refer note 5)

Depreciation on investment property (refer note 7)

	For the year ended 31 March 2023	For the year ended 31 March 2022
	34.30	32.94
	53.88	41.80
	0.31	0.66
	88.49	75.40



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

38 Other expenses

	For the year ended 31 March 2023	For the year ended 31 March 2022
Rent (also refer note 5)	46.77	27.20
Rates and taxes	13.68	1.45
Insurance	18.88	22.48
Travelling and conveyance expenses	59.50	31.74
Legal and professional expenses	65.06	42.05
Fees and subscription	10.63	7.53
Telephone and internet charges	5.66	4.59
Payment to auditors*	6.88	8.73
Electricity and water expenses	9.38	8.30
Repair and maintenance- building	2.70	3.15
Repair and maintenance- others	22.71	16.51
Advertisement and business promotion expenses	488.56	232.99
Freight, cartage and handling charges	155.52	106.59
Product service and warranty expenses	95.39	83.80
Charity and donation	0.90	0.50
Corporate Social responsibility expenses (also refer note 49)	10.74	20.86
Loss on sale/ write off of property, plant and equipment (net)	-	1.76
Warehouse handling charges	47.26	33.66
Technical testing and certification fees	14.92	12.58
Web and IT Services	40.16	25.87
Provision for SAD claims	-	1.19
Balances written off	18.25	20.57
Loss on derivative contracts	-	1.02
Net (gain) / loss on currency fluctuation and translation (other than considered as finance cost)	7.51	0.77
Vendor and logistic support	18.53	17.30
Recruitment expenses	4.90	2.01
Vehicle running and maintenance	2.76	1.34
Printing and stationery	4.89	2.35
Security expenses	3.02	2.77
Training expenses	4.89	1.16
Postage and courier charges	1.02	0.81
Director's sitting fee	0.70	0.90
Loss on investment measured at fair value through profit or loss	1.82	0.45
Miscellaneous expenses	45.55	6.69
	1,229.14	751.66

	For the year ended 31 March 2023	For the year ended 31 March 2022
*Payment to auditors comprises of:		
Statutory Audit and Limited Review Fees	6.10	6.00
Other services	0.50	2.73
Out of pocket expenses	0.28	-
	6.88	8.73



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

39 Exceptional items#

	For the year ended 31 March 2023	For the year ended 31 March 2022
Investment written off	-	0.58
Loan to subsidiaries (along with interest) written off	-	47.82
Loss of stock in fire incident	57.87	-
	57.87	48.39

#Exceptional items were net off of provision made in earlier years against investment and loan to subsidiary companies.

40 Income tax**Tax expense comprises of:**

	For the year ended 31 March 2023	For the year ended 31 March 2022
Current tax expense	346.35	306.16
Deferred tax expense/ (credit)	2.37	15.61
Earlier years tax adjustments (net)	1.86	7.16
Income tax expense reported in the statement of profit and loss	350.59	328.93

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.168% (31 March 2022: 25.168%) and the reported tax expense in profit or loss are as follows:

Accounting profit before income tax	1,371.91	1,165.35
At India's statutory income tax rate of 25.168% (31 March 2022: 25.168%)	345.29	293.30

Tax effect of amounts which are not deductible (taxable) in calculating taxable income:

Difference in depreciation charged as per Income-tax Act, 1961 vis-à-vis depreciation as per books of accounts	(0.30)	0.17
Employee benefits	(0.72)	2.22
Expenses never allowed under Income- tax Act, 1961	6.14	18.19
Others items disallowed/(allowed) under Income-tax Act, 1961	(4.05)	(7.73)
	346.35	306.15

Deferred tax expense/ (credit) recognised in statement of profit and loss	2.37	15.61
Earlier years tax adjustments (net)	1.86	7.16
Income tax expense	350.59	328.92

41 Earnings per share

	For the year ended 31 March 2023	For the year ended 31 March 2022
Net Profit attributable to equity shareholders	1,021.33	836.42
Nominal value of equity share in Rs.	10	10.00
Total number of equity shares outstanding at the beginning of the year	25,00,000	25,00,000
Total number of equity shares outstanding at the end of the year	20,50,000	25,00,000
Weighted average number of equity shares	24,62,500	25,00,000
Basic and diluted earnings per share (in Rs.)	414.75	334.57



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42 Financial instruments and financial risk management

i) Financial assets and liabilities

The carrying amounts of financial instruments by category are as follows:

Financial instruments measured at fair value through profit or loss

Particulars	As at 31 March 2023	As at 31 March 2022
	Carrying value	Carrying value
Financial assets measured at fair value through profit or loss		
Investments	5.11	6.93
Financial liabilities measured at fair value through profit or loss		
Derivative contracts	1.54	1.59

Financial assets and liabilities measured at amortised cost

Particulars	As at 31 March 2023	As at 31 March 2022
	Carrying value	Carrying value
Financial assets*		
Investments	-	52.60
Trade receivables	6,149.58	5,249.33
Cash and cash equivalents	1,471.49	1,044.26
Other bank balances	2,238.22	961.57
Other financial assets	811.60	695.85
Total financial assets	10,670.89	8,003.61
Financial liabilities*		
Borrowings	4,095.98	1,899.33
Lease liabilities	172.70	74.75
Trade payables	9,104.83	6,666.11
Other financial liabilities	245.33	189.85
Total financial liabilities	13,618.84	8,830.04

*There are no financial assets and liabilities which are measured at fair value through other comprehensive income.

Investment in subsidiaries and joint venture are measured at cost as per Ind AS 27, 'Separate financial statements' and hence, not presented here.

ii) Fair value hierarchy

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

Level 1: Quoted prices (unadjusted) in active markets for identical financial instruments.

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). The input factors considered are Estimated cash flows and other assumptions.

Fair value of instruments measured at fair value through profit or loss

Fair value of instruments measured at fair value through profit or loss for which fair value is disclosed is as follows, these fair values are calculated using Level 1 and Level 2 inputs:

Particulars	Fair value hierarchy	As at 31 March 2023		As at 31 March 2022	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Investments	Level 1	5.11	5.11	6.93	6.93
Financial liabilities					
Derivative contracts	Level 2	1.54	1.54	1.59	1.59

Significant inputs used in Level 2 fair value of derivatives measured at FVTPL is marked to market value as on balance sheet date of such derivative transaction.

Fair value of instruments measured at amortised cost

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows, these fair values are calculated using Level 2 inputs:

Particulars	As at 31 March 2023		As at 31 March 2022	
	Carrying value*	Fair value	Carrying value*	Fair value
Financial assets				
Investments	-	-	52.60	52.60
Trade receivables	6,149.58	6,149.58	5,249.33	5,249.33
Cash and cash equivalents	1,471.49	1,471.49	1,044.26	1,044.26
Other bank balances	2,238.22	2,238.22	961.57	961.57
Other financial assets	811.60	811.60	695.85	695.85
Total financial assets	10,670.89	10,670.89	8,003.61	8,003.61
Financial liabilities				
Borrowings	4,095.98	4,095.98	1,899.33	1,899.33
Lease liabilities	172.70	172.70	74.75	74.75
Trade payables	9,104.83	9,104.83	6,666.11	6,666.11
Other financial liabilities	245.33	245.33	189.85	189.85
Total financial liabilities	13,618.84	13,618.84	8,830.04	8,830.04

*Carrying value of these financial assets and financial liabilities represents the best estimated values.



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Financial risk management

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, investments, loans and other financial assets measured at amortised cost	Ageing analysis	Diversification of bank deposits and regular monitoring
Liquidity risk	Borrowings, lease liabilities and other financial liabilities	Cash flow forecasts	Availability of funds and credit facilities.
Market risk - foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Forward foreign exchange contracts

A) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial asset fails to meet its contractual obligations. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each financial asset. The carrying amounts of financial assets represent the maximum credit risk exposure. The Company monitors its exposure to credit risk on an ongoing basis.

a) Credit risk management**i) Credit risk rating**

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

The Company provides for expected credit loss based on the following:

Asset groups	Basis of categorisation	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, trade receivables, investments, loans, and other financial assets	12 months expected credit loss

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Credit rating	Particulars	As at 31 March 2023	As at 31 March 2022
Low credit risk	Cash and cash equivalents, trade receivables, investments, loans, and other financial assets	10,670.89	8,003.61

Cash and cash equivalents and other bank balances

Credit risk related to cash and cash equivalents and bank deposits is managed by only diversifying bank deposits and accounts in different banks. Credit risk is considered low because the Company deals with reputed banks.

Trade receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. The Company monitors the economic environment in which it operates. The Company manages its credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of the customers to which the Company grants credit terms in the normal course of business. The Company has also obtained debtor insurance upto Rs. 500.00 millions (31 March 2022: 40 times of the premium paid) to cover its risks of bad debts. The Company also uses an expected credit loss model to assess the impairment loss on such receivables. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Company's historical experience for customers.

Loans and other financial assets

Loans and other financial assets measured at amortized cost includes security deposits and other receivables. Credit risk related to these financial assets is managed by monitoring the recoverability of such amounts continuously. Credit risk is considered low because the Company is in possession of the underlying asset. Further, the Company creates provision by assessing individual financial asset for expectation of any credit loss basis expected credit loss model.

ii) Concentration of financial assets

The Company carries on the business of trading of security and surveillance equipments. Loans and other financial assets majorly represents loans to related parties and deposits given for business purposes.

b) Credit risk exposure**i) Provision for expected credit losses**

The Company provides for 12 month expected credit losses for following financial assets:

As at 31 March 2023

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,471.49	-	1,471.49
Other bank balances	2,238.22	-	2,238.22
Investments	111.30	-	111.30
Trade receivables	6,201.71	(52.13)	6,149.58
Other financial assets	811.60	-	811.60

As at 31 March 2022

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,044.26	-	1,044.26
Other bank balances	961.57	-	961.57
Investments	165.72	-	165.72
Trade receivables	5,315.91	(66.58)	5,249.33
Other financial assets	695.85	-	695.85



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Reconciliation of expected credit loss for other financials asset and trade receivables:

Reconciliation of loss allowance	Trade receivables	Investment	Loans
Loss allowance on 31 March 2021	119.39	0.58	43.22
Allowance for expected credit loss (net)	(52.81)	(0.58)	(43.22)
Loss allowance on 31 March 2022	66.58	-	-
Allowance for expected credit loss (net)	(14.47)	-	-
Loss allowance on 31 March 2023	52.13	-	-

B) 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.

Further, the Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalents position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. Surplus funds not immediately required are invested in certain financial assets which provide flexibility to liquidate at short notice such as fixed deposits with Bank etc..

The Company has developed appropriate internal control systems and contingency plans for managing liquidity risk. This incorporates an assessment of expected cash flows and availability of alternative sources for additional funding, if required.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2023	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,668.17	427.81	-	4,095.98
Trade payables	9,104.83	-	-	9,104.83
Other financial liabilities	245.33	-	-	245.33
Total	13,018.33	427.81	-	13,446.14

31 March 2022	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	1,407.43	436.72	55.00	1,899.15
Trade payables	6,666.11	-	-	6,666.11
Other financial liabilities	189.85	-	-	189.85
Total	8,263.39	436.72	55.00	8,755.11

The Company had access to following funding facilities :

Funding facilities	Total facility	Drawn	Undrawn
As at 31 March 2023	4,200.00	3,716.60	483.40
As at 31 March 2022	3,830.60	2,713.80	1,116.80

C) Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates and interest rates - will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

a) Liabilities

The Company has been availing the borrowings on a floating rate of interest based on bank MCLR. These borrowings are carried at amortised cost. The borrowings on a fixed rate of interest basis are not subject to the interest rate risk as defined in Ind AS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates. The borrowings on a variable rate of interest are subject to interest rate risk as defined in Ind AS 107.

Sensitivity of profit and loss due to change in interest rate with respect to variable rate borrowings:

	As at 31 March 2023		As at 31 March 2022	
	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on statement of profit and loss	(18.58)	18.58	(7.81)	7.81

b) Assets

The Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(ii) 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 operating activities (when revenue or expense is denominated in a foreign currency).

Particulars of unhedged foreign currency exposures as at the reporting date:

Particulars	Currency Symbol	As at 31 March 2023		As at 31 March 2022	
		Amount in foreign currency	Amount in Rs.	Amount in foreign currency	Amount in Rs.
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.11	8.66	0.21	15.75
Renminbi (Chinese Yuan)	RMB	1.18	11.19	1.18	11.19
Total		1.29	19.85	1.39	26.94
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	2.40	197.00	1.95	147.54
Total		2.40	197.00	1.95	147.54



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The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. Sensitivity due to unhedged foreign exchange exposures is as follows:

The fair value of monetary assets and liabilities, sensitivity due to unmeasured foreign exchange exposures is as follows:						
Particulars		Currency Symbol	As at 31 March 2023		As at 31 March 2022	
			3% increase	3% decrease	3% increase	3% decrease
(i) Receivable/Loans/or any other FC asset						
United States Dollar	USD		0.26	(0.26)	0.47	(0.47)
Renminbi (Chinese Yuan)	RMB		0.34	(0.34)	0.34	(0.34)
Total			0.60	(0.60)	0.81	(0.81)

Particulars	Currency Symbol	As at 31 March 2023		As at 31 March 2022	
		3% decrease	3% increase	3% decrease	3% increase
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	5.91	(5.91)	4.43	(4.43)
Total		5.91	(5.91)	4.43	(4.43)

Foreign exchange derivatives and exposures outstanding at the year end:

Particulars	Current Year (2022-2023)		Current Year (2021-2022)	
	USD	Rs.	USD	Rs.
Hedging on account of underlying exposure				
Hedged	6.10	501.23	4.33	328.11
Unhedged - Open Exposure	2.40	197.00	1.95	147.54

Foreign exchange derivatives contracts at the year end:

	Maturity	
	Upto 6 months	More than 6 months
As at 31 March 2023		
Foreign exchange forward contracts (highly probable forecast purchases)		
Notional amount (USD)	6.10	-
Average forward rate	82.36	-
As at 31 March 2022		
Foreign exchange forward contracts (highly probable forecast purchases)		
Notional amount (USD)	4.33	-
Average forward rate	76.01	-



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

43 Related party transactions

In accordance with the requirements of Ind AS 24, 'Related Party Disclosures', the names of the related party where control exists/able to exercise significant influence along with the transactions and year-end balances with them as identified and certified by the management are given below:

a) Details of related parties:

Description of relationship	Names of related parties
Subsidiary Company	Shenzhen CP Plus International Ltd. Aditya Infotech (HK) Ltd (till 31 March 2022)
Joint Venture Company	AIL Dixon Technologies Private Limited
Key management personnel (KMP)	
Chairman	Mr. Hari Shanker Khemka
Managing Director	Mr. Aditya Khemka
Relative of Key management personnel	Mr. Rishi Khemka (Son of Mr. Hari Shanker Khemka)
Relative of Key management personnel	Mr. Ananmay Khemka (Son of Mr. Aditya Khemka)
Relative of Key management personnel	Mrs. Shradha Khemka (Wife of Mr. Aditya Khemka)
Enterprises having common KMPs/ in which KMPs are interested	ARK Infosolution Pvt Ltd. Aditya Security & Safety LLP Trend Setter Promoters LLP Seth Parmanand Khemka Charitable Trust YPO Delhi Chapter Aditya Colonizers LLP

b) Statement of transactions with related parties -

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(i) Sale of goods		
ARK Infosolution Pvt Ltd.	0.19	-
AIL Dixon Technologies Pvt. Ltd.	1.70	4.40
(ii) Business support services provided to		
AIL Dixon Technologies Pvt. Ltd.	6.00	6.00
(iii) Purchase of goods		
Shenzhen CP Plus International Ltd.	0.07	0.04
AIL Dixon Technologies Pvt. Ltd.	9,463.37	7,709.48
(iv) Loan Written off		
Aditya Infotech (HK) Ltd.	-	82.64
(v) Repayment of loan		
Rishi Khemka	-	34.00
(vi) Investments written off		
Aditya Infotech (HK) Ltd.	-	1.17
(vii) Interest receivable written off		
Aditya Infotech (HK) Ltd.	-	6.62
(viii) Receipt of loan given to		
Aditya Infotech (HK) Ltd.	-	3.80
(ix) Remuneration*		
Hari Shanker Khemka	28.21	24.60
Aditya Khemka	158.62	94.78
Ananmay Khemka	2.34	2.34
(x) Interest on loan taken		
Hari Shanker Khemka	1.36	1.50
Aditya Khemka	1.09	1.20
Rishi Khemka	1.17	2.39
Trend Setter Promoters LLP	1.35	1.35

* does not include provision made for gratuity and compensated absences as the same is determined for the Company as a whole



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Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(xi) Rent expense paid/ payable		
Aditya Khemka	6.00	6.00
Hari Shankar Khemka	4.20	4.20
Shradha Khemka	1.80	1.80
ARK Infosolution Pvt. Ltd.	0.53	2.10
(xii) Rental income		
ARK Infosolution Pvt. Ltd.	3.04	2.81
Aditya Safety & Security LLP	0.12	0.08
Trend Setter Promoters LLP	0.18	0.18
(xiii) Electricity and water charges paid/ payable		
ARK Infosolution Pvt. Ltd.	1.13	1.01
Aditya Safety & Security LLP	0.02	-
(xiv) Purchase of property, plant and equipment		
ARK Infosolution Pvt. Ltd.	1.28	-
(xv) Professional charges paid/ payable		
Trend Setter Promoters LLP	1.65	1.95
(xvi) CSR Contribution		
Seth Parmanand Khemka Charitable Trust	10.64	20.86
(xvii) Donation Paid		
Seth Parmanand Khemka Charitable Trust	0.83	-
(xviii) Vendor and logistic support charges paid/ payable		
Shenzhen CP Plus International Ltd.	18.53	17.30
(xix) Membership and subscription charges paid/ payable		
YPO Delhi Chapter	0.16	0.79
(xx) Dividend paid		
Hari Shanker Khemka (along with Hari Shanker Khemka HUF)	15.40	3.92
Aditya Khemka (along with Hari Shanker Khemka HUF)	11.38	2.95
Rishi Khemka	11.55	3.00
Shradha Khemka	0.17	0.05
Ananmay Khemka	0.00	0.00
(xxi) Loan Proceeds		
Rishi Khemka	300.00	-
(xxii) Travelling expense reimbursement		
ARK Infosolution Pvt. Ltd.	0.05	-
(xxiii) Advertisement and business promotion expenses		
Shenzhen CP Plus International Ltd.	0.05	-
YPO Delhi Chapter	0.58	-
(xxiv) Commission and Brokerage		
Aditya Colonizers LLP	0.05	-
(xxv) Expenses incurred by the Company on behalf of		
Aditya Safety & Security LLP	0.18	-
(xxvi) Buy back of shares [also refer note 21(f)]		
Hari Shanker Khemka (along with Hari Shanker Khemka HUF)	259.74	-
Aditya Khemka (along with Hari Shanker Khemka HUF)	191.87	-
Rishi Khemka	2.94	-
Shradha Khemka	194.81	-
Ananmay Khemka	0.00	-

* does not include provision made for gratuity and compensated absences as the same is determined for the Company as a whole




b) Outstanding balances at the year end

Particulars	As at 31 March 2023	As at 31 March 2022
(i) Trade Payables		
AIL Dixon Technologies Pvt. Ltd.	2,795.80	3,159.32
Shenzhen CP Plus International Ltd.	14.95	15.79
(ii) Trade Receivables		
AIL Dixon Technologies Pvt. Ltd.	2.60	6.70
(iii) Investments		
Shenzhen CP Plus International Ltd.	11.19	11.19
AIL Dixon Technologies Pvt. Ltd.	95.00	95.00
(iv) Borrowings		
Hari Shanker Khemka	12.50	12.50
Aditya Khemka	10.00	10.00
Rishi Khemka	300.00	-
Trend Setter Promoters LLP	13.50	13.50
(v) Interest Payable		
Hari Shanker Khemka	0.21	0.39
Aditya Khemka	0.17	0.32
Rishi Khemka	1.05	-
Trend Setter Promoters LLP	0.30	0.30
(v) Other Receivables		
Aditya Safety & Security LLP	0.18	-
(vi) Remuneration Payable		
Hari Shanker Khemka	0.62	0.45
Aditya Khemka	10.26	6.34
Ananmay Khemka	0.10	0.15

(i) Terms and conditions with related parties

All transactions with related parties are made on the terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at respective year ends are unsecured and settlement is generally done in cash.

(ii) The Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken as at each reporting date.



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44 Capital management

The Company's capital includes issued share capital and all other distributable reserves. The primary objective of the Company's capital management is to maximise shareholder value and to maintain an optimal capital structure to reduce the cost of capital. The Company have both long and short term borrowings.

Company's gearing ratio is:

Particulars	As at 31 March 2023	As at 31 March 2022
Long term borrowings	427.81	491.90
Short term borrowings (including current maturities of long term borrowings)	3,668.17	1,407.43
Less: Cash and cash equivalents	(1,471.49)	(1,044.26)
Net debt (a)	2,624.49	855.07
Total Equity (b)	2,899.31	2,715.04
Equity and net debt (c = (a) + (b))	5,523.80	3,570.11
Gearing Ratio (d = a/c)	0.48	0.24

45 Employee benefits

The Company has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under :

Defined contribution plans

The Company makes contribution towards employee's provident fund and employee's state insurance. The Company has contributed Rs. 28.48 million (31 March 2022: Rs. 23.74 million) during the year ended 31 March 2023 as contribution towards these schemes.

Defined benefit plans**Gratuity**

The Company has a defined benefit gratuity plan. Every employee is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The liability of Gratuity is recognized on the basis of actuarial valuation.

Salary increases	Actual salary increases will increase the plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
Investment risk	If plan is funded then assets liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
Discount rate	Reduction in discount rate in subsequent valuations can increase the plan's liability.
Mortality & disability	Actual deaths and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact plan's liability.

Amounts recognised in the balance sheet:

Particulars	As at 31 March 2023	As at 31 March 2022
Present value of the obligation	74.41	64.60
Fair value of plan assets	60.95	44.27
Net liability/(prepaid asset)	13.46	20.33

Loss/(income) recognised in other comprehensive income:

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Actuarial loss/ (income) recognised during the year	(1.36)	11.36

Expenses recognised in statement of profit and loss

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Current service cost	9.77	7.34
Interest cost (Net)	1.12	0.38
Cost recognised during the year	10.89	7.72

Movement in the liability recognised in the balance sheet is as under:

Particulars	31 March 2023	31 March 2022
Present value of defined benefit obligation at the beginning of the year	64.50	51.21
Current service cost	9.77	7.34
Interest cost	4.56	3.38
Actuarial (gain)/loss net		
Actuarial loss on arising from change in financial assumption	(2.18)	7.89
Actuarial loss on arising from experience adjustment	0.78	3.20
Benefits paid	(3.11)	(8.43)
Present value of defined benefit obligation at the end of the year	74.41	64.59

Movement in the plant assets recognised in the balance sheet is as under:

Particulars	31 March 2023	31 March 2022
Present value of plan value assets at the beginning of the year	44.27	41.95
Interest income	3.44	3.00
Return on plan assets excluding amounts included in interest income	(0.04)	(0.25)
Contributions by Employer	16.39	8.00
Benefits paid	(3.11)	(8.43)
Present value of plan value assets at the end of the year	60.95	44.27



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For determination of the liability of the Company the following actuarial assumptions were used:

Particulars	31 March 2023	31 March 2022
Discount rate	7.50%	7.25%
Salary escalation rate	8.00%	8.00%
Retirement age (Years)		
Withdrawal rate		
Less than 30 years	3.00%	3.00%
From 30 to less 44 years	3.00%	3.00%
44 years and above	3.00%	3.00%
Weighted average duration of PBO	12.43	12.47

Maturity profile of defined benefit obligation:

Particulars	31 March 2023	31 March 2022
Weighted Average Duration (Years) as at valuation date	12.43 Years	12.47 Years

The Expected maturity analysis of discounted defined benefit liability is as follows:

Particulars	31 March 2023	31 March 2022
Within next 1 year	2.61	3.27
Between 1-5 years	14.81	11.35
Over 5 years	31.57	49.97
Total	48.99	64.59

Sensitivity analysis for gratuity liability:

Particulars	31 March 2023	31 March 2022
Present value of obligation at the end of the year	74.41	64.60
a) Impact of the change in discount rate		
Impact due to increase of 0.5 %	-5.51%	-5.60%
Impact due to decrease of 0.5 %	5.99%	6.11%
b) Impact of the change in salary increase		
Impact due to increase of 0.5 %	-3.81%	-3.96%
Impact due to decrease of 0.5 %	3.92%	4.02%
c) Impact of the change in withdrawal rate		
Impact due to increase of 10 %	0.31%	0.19%
Impact due to decrease of 10 %	-0.36%	-0.21%

Sensitivities due to mortality is not material. Hence, impact of change is not calculated.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

46 Contingent Liabilities and Commitments

A. Contingent liabilities

(i) Inland Bank Guarantees

31 March 2023	31 March 2022
49.67	41.04
49.67	41.04

(ii) Income-tax matters

(a) An Income Tax survey under section 133 A of Income-tax Act, 1961 was carried out at the Company's premises on 18 February 2019. During the course of the survey, the tax officials raised certain concerns and insisted on declaration of additional income amounting to Rs. 403.82 million. The Company's Board of Directors considered all the points raised by the survey team and were of the considered view that no additional income needs to be offered to tax as the actual income for the said assessment year has been correctly /duly accounted for in the books of accounts.

The Assessment proceedings for the said assessment year have got concluded by the Assessing Officer ('AO'), who vide order dated 30 September 2021 has raised tax demand of Rs.189.59 million (31 March 2022: Rs.189.59 million) and has also initiated penalty proceedings. The Company has contested the said order before the Commissioner of Income Tax (Appeals) wherein the Company has contended that the AO has erred both on facts and in law, in making the additions, ignoring the settled position of law that the statements recorded during the course of survey has no evidentiary value and cannot be regarded as conclusive evidence and that the AO has made additions without bringing on record any contrary evidence in respect of the submissions made by the Company. The Company has deposited Rs. 38.00 million (31 March 2022: Rs. 38.00 million), under protest and the appeal in the matter is currently pending disposal. During the current year, the Company has received an order u/s 154 dated 09 May 2022 raising the demand of Rs. 7.80 million (31 March 2022: Nil) on account of wrong calculation of interest u/s 234D in the order dated 30 September 2021.

Based on inputs by tax experts, the management believes that the chances of any liability devolving on the Company in the above matter is not probable and accordingly, no adjustment is currently necessary in these standalone financial statements at this stage.

(iii) Indirect tax matters

(a) VAT matters

Demands raised under respective VAT Acts
Amounts paid under protest

31 March 2023	31 March 2022
14.76	19.36
2.98	3.27

(b) GST matters*

Demands raised under GST regulations (other than matters under 'c')
Amounts paid under protest

31 March 2023	31 March 2022
4.53	3.24
0.24	1.20

(c) Customs matters

Demands raised under Customs Act
Amounts paid under protest

31 March 2023	31 March 2022
20.73	-
0.22	-

Based on inputs by tax experts, the management believes that the chances of any liability devolving on the Company in the above matters is not probable and accordingly, no adjustment is currently necessary in these standalone financial statements at this stage.

*During the current year, the Company has received multiple show cause notices from Goods and Services Tax ("GST") authorities of the State of Tamil Nadu, Haryana, Telangana, Maharashtra, Odisha, Chhattisgarh, Gujarat, Madhya Pradesh, Rajasthan, Bihar, West Bengal and Uttarakhand, in relation to dues under the Goods and Services Tax Regulations (both Central and State Goods and Service Tax Acts and Rules thereunder), aggregating to Rs.2,886.53 million for the financial years 2017-2018 to 2021-2022, on account of differences between ITC claimed in Form GSTR-3B vs ITC appearing in GSTR-2A, difference between turnover reported in GSTR-I and GSTR-3B etc. Subsequently, the GST authorities in the State of Tamil Nadu have also carried out inspection on 05 January 2023 of Company's records for the financial year 2017-18 to 2021-22.

The Company has already filed appropriate replies against the above show cause notices, against which the authorities are yet to respond. As assessed by the management, issues raised in the above notices are arbitrary in nature and the Company's management believes that the likelihood of any liability devolving on the Company is not probable and hence, no adjustment is considered necessary in these standalone financial statements at this stage.

(iv) Claims by customers (alongwith interest) in the normal course of business may be payable as and when the outcome of the related matters are finally determined. Management based on the legal inputs and historic trends, believes that no material liability will devolve on the Company, in respect of such matters.




ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

B. Commitments

Estimated amount of contract remaining to be executed on capital and other commitments not provided for (net of advances) is Rs. 11.45 million (31 March 2022: Rs. 5.75 million). Apart from above mentioned amount, certain purchase orders issued to suppliers are for open quantities, during the normal course of business.

47 Dividend

a) The Company's Board of Directors at their meeting held on 18 August 2022 recommended dividend on equity shares @ Rs. 4 per equity share for the financial year 2021-2022 that was approved by the shareholders in their Annual General Meeting held on 18 August 2022. The total outgo as dividend to the shareholders during the year amounted to Rs. 10 million

b) The Company's Board of Directors at their meeting held on 11 November 2022 accorded approval for payment of interim dividend of Rs. 11.40 per equity share for the year ended 31 March 2023. The total outgo as interim dividend to the shareholder for the year ended 31 March 2023 amounted to Rs.28.50 million.

c) The Company's Board of Directors at their meeting held on 23 October 2023 have proposed final dividend on equity shares @ Rs. 4.88 per equity share for the financial year 2022-23 (total outgo being Rs. 10 million), subject to approval of shareholders in the ensuing Annual General Meeting.

48 Details of subsidiary companies and joint ventures with ownership and place of business

Particulars	As at 31 March 2023		As at 31 March 2022		Method of accounting
	Ownership %	Place of business	Ownership %	Place of business	
Subsidiary companies					
Shenzhen CP Plus International Ltd.	100%	China	100%	China	At cost
Aditya Infotech (HK) Ltd*	-	-	100%	Hongkong	At cost
Joint venture					
AIL Dixon Technologies Private Limited	50%	India	50%	India	At cost

* Voluntarily wound up during the financial year 2022-23

49 Corporate Social Responsibility

	For the year ended March 31, 2023	For the year ended March 31, 2022
Amount required to be spent by the Company during the year	10.73	7.27
Amount of expenditure incurred	10.74	20.86
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	-	-
Details of related party transactions	Refer Note 43	Refer Note 43

Nature of CSR activities includes donation to education institutions, hospitals etc. through a related party. Such activities are covered under eligible CSR activities under Schedule VII of the Companies Act, 2013.

50 Segment reporting

The Company has only one operating segment and is primarily engaged in the business of trading of security and surveillance equipment's. Accordingly, the figures appearing in these standalone financial statements relate to the Company's single operating segment. The Board of Directors of the Company consider trading of security and surveillance equipment's and related activities as the main business of the entity. Accordingly, there are no other separate reportable segments in terms of Ind AS 108 on 'Operating Segments'.

(a) There are no major customers having revenue of more than 10% of the reportable segment.

(b) **Information about geographical areas:** The Company sells goods and provides services to customers which are domiciled in India as well as outside India. All the non-current assets of the Company are located in India. The amount of revenue from external customers broken down by the location of the customers is as follows:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Attributed to the Company's country of domicile, India	22,734.54	16,291.44
Attributed to foreign countries	110.93	43.53
	22,845.47	16,334.97

51 Other disclosures

51.1 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified and final rules/ interpretation are yet to be issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code and the rules thereon becomes effective.

51.2 Details of assets pledged

The carrying values of assets pledged as security against borrowings are as under:

Particulars	31 March 2023	31 March 2022
Non-current assets		
Property, plant and equipment	264.28	251.22
Right-of-use assets	204.92	207.93
Investment property	4.08	4.39
Total	473.28	463.54
Current assets		
Inventories	5,110.50	3,026.75
Trade receivables	6,149.58	5,249.33
Total	11,260.08	8,276.08



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52. Pursuant to Transfer Memorandum dated 12 June 2018, the New Okhla Industrial Development Authority ("Noida Authority") transferred the allotment and lease of the land located at 12A, Sector 135, Noida, Uttar Pradesh, that the Company was carrying as "Right of use Asset" as per Ind AS 116. As per the terms of the transfer memorandum and the lease deed, the Company was required to undertake construction activity/ development activity on the said land within the prescribed timelines. The Noida Authority vide its letter dated 24 March 2022 had granted extension for completion of construction till 31 December 2022 and the Company had initiated the construction and development activities by awarding of the contracts/ work orders for site cleaning, soil investigation and architectural services. However, the Company could not complete the construction activities by the prescribed date, consequent to which the Noida Authority, relying on the Government of Uttar Pradesh Ordinance dated 7 January 2022, issued a show cause notice dated 19 January 2023 for cancellation of the lease deed. In response to such show cause notice, the Company filed its response on 31 January 2023, requesting for further extension of atleast six months so that necessary steps could be taken. Subsequently, the Noida Authority vide its letter dated 19 May 2023 cancelled the lease deed and allotment of the said land.

In response to the above, the Company had approached the Noida Authority for revocation of cancellation and restoration of the allotment of said land and had also filed a letter dated 5 September 2023, in response to which the Noida Authority vide its letter dated 18 September 2023 has confirmed that the Company's revocation request has been referred to State Government authorities for their approval and matter is under consideration with the Government. Based on its internal assessment and inputs from its legal expert, the management is confident of receiving favourable order from the Government of Uttar Pradesh regarding restoration of the Company's title and rights to the leased land shortly and further, has already mobilised resources for completion of construction and development activities on the said land within the timelines that may be prescribed by the authorities and accordingly, believes that no adjustment is necessary in these standalone financial statements at this stage.

53 Additional regulatory information not disclosed elsewhere in the standalone financial statements

- (a) The Company does not have any transactions with stock-off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies act 1956.
- (b) The Company has not undertaken any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (c) The Company has not been declared a 'Willful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (d) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (e) The Company does not have any Benami property and no proceedings have been initiated or pending against the Company for holding any Benami property, under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the rules made thereunder.
- (f) The Company does not have any charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.
- (g) The Company has not traded or invested in Crypto currency or Virtual Currency during the current and previous financial year.
- (h) The Company has not advanced or provided loan to or invested funds in any entity(ies) including foreign entities (Intermediaries) or to any other person(s), with the understanding that the Intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (i) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (j) The Company has been sanctioned facilities from banks on the basis of security of current assets. The periodic returns filed by the Company with such banks are in agreement with the books of accounts of the Company.

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54 Financial ratios

Ratio	Numerator	Denominator	As at 31 March 2023	As at 31 March 2022	% Change (31 March 2023)	Reason for variance of more than 25% (31 March 2023)
			Ratio	Ratio		
Current ratio	Current assets	Current liabilities	1.18	1.27	-7%	-
Debt-equity ratio	Total debt [Non-current borrowings + Current borrowings]	Total equity	1.41	0.70	102%	Refer note A below
Debt service coverage ratio	Earnings before depreciation and amortisation and interest [Profit/loss after tax + Depreciation and amortisation expense + Finance costs (excluding interest on lease liabilities)]	Interest expense (including capitalised) + Principal repayment (including prepayments)	7.72	7.31	6%	-
Return on equity ratio	Profit after tax-preference dividend	Average shareholder's equity	0.36	0.36	0%	-
Inventory turnover ratio	Costs of goods sold	Average inventories	4.67	7.19	-35%	Refer note B below
Trade receivables turnover ratio	Revenue from operations (net)	Average trade receivables	4.01	3.72	8%	-
Trade payables turnover ratio	Purchases (net)	Average trade payables	2.67	3.36	-20%	-
Net capital turnover ratio	Revenue from operations	Working capital [Current assets - Current liabilities]	9.58	6.99	37%	Refer note C below
Net profit ratio	Profit after tax	Revenue from operations (net)	0.04	0.05	-13%	-
Return on capital employed	Earnings before interest and tax = Profit/loss before tax + Depreciation and amortisation expense + Finance costs	Capital employed [Total assets - Current liabilities + current borrowings]	0.24	0.32	-23%	Refer note D below
Return on investment	Interest (Finance Income)	Investment	0.02	0.07	-69%	Refer note E below

Notes- reasons for variances:

- A Variance in ratios is attributable to increase in overall borrowings and decrease in equity due to buy back of shares during the current year
- B Variance in ratios is attributable to increase in average inventory during the year.
- C Variance in ratio is attributable to increase in revenue and decrease in working capital employed.
- D Variance in ratio is attributable to increase in borrowings during the year.
- E Variance in ratio is attributable to decrease in interest income during the year.



ADITYA INFOTECH LTD.

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

- 55 Certain previous year amounts have been reclassified for consistency with the current year presentation. Such reclassification did not have any impact on the current year Standalone financial statements.
- 56 The figures have been rounded off to the nearest million of rupees upto two decimal places. The figure 0.00 wherever stated represents value less than Rs. 50,000/-.

In terms of our report attached of even date

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013


Deepak Mittal
Partner
Membership No.: 503843



Place: Gurugram

Date: 23 October 2023

For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED


Hari Shanker Khemka
Chairman
DIN:00514501


Yogesh Sharma
Senior VP Finance

Place: Noida

Date: 23 October 2023


Aditya Khemka
Managing Director
DIN:00514552



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Independent Auditor's Report

To the Members of Aditya Infotech Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

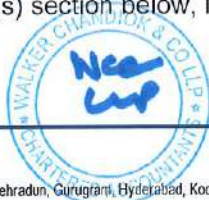
1. We have audited the accompanying consolidated financial statements of Aditya Infotech Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') and its joint venture, as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiary and joint venture, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group and its joint venture, as at 31 March 2023, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their report referred to in paragraph 12 of the Other Matter(s) section below, is sufficient and appropriate to provide a basis for our opinion.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune



Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Emphasis of Matter

4. We draw attention to note 52 to the accompanying consolidated financial statements which describes that subsequent to year end, allotment and lease of the land at Sector 135, Noida, has been cancelled by the Noida Authority, relying on the State Government Ordinance dated 7 January 2022, since the Holding Company did not fulfil the conditions stipulated in the Transfer Memorandum and lease deed with respect to construction and development on such land within the prescribed timelines. The Holding Company had approached the authorities seeking revocation of the cancellation and restoration of the allotment of said land, in response to which the Noida Authority vide its letter dated 18 September 2023 has confirmed that the matter is under consideration.

The management based on its internal assessment and inputs from its legal expert, is confident of receiving favourable order regarding restoration of the Holding Company's title and rights to the leased land shortly and further, is confident for completion of construction and development activities on the said land within the timelines that may be prescribed by the authorities and accordingly, believes that no adjustment is necessary in the consolidated financial statements at this stage.

Our opinion is not modified in respect of this matter.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

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

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated

The Directors' Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

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

6. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its joint venture in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The Holding Company's Board of Directors are also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act the respective Board of Directors of the companies included in the Group and its joint venture company covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.



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7. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of the Group and of its joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its joint venture.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

9. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
10. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
 - Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern;
 - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and



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- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

11. 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.

Other Matter

12. We did not audit the financial statements of the subsidiary incorporated outside India, whose financial statements reflect total assets of ₹ 20.14 million and net assets of ₹ 18.53 million as at 31 March 2023, total revenues of ₹ 16.95 million and net cash inflows amounting to ₹ 2.75 million for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 95.01 million for the year ended 31 March 2023, as considered in the consolidated financial statements, in respect of the joint venture, whose financial statements has not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiary and joint venture, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiary and joint venture, are based solely on the reports of the other auditors.

Further the subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted its country and which have been audited by other auditors under generally accepted auditing standards applicable in its country. The Holding Company's management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in its country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiary located outside India, is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

13. As required by section 197(16) of the Act based on our audit, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that the provisions of section 197 read with Schedule V to the Act are not applicable to the subsidiary company located outside India and joint venture company incorporated in India whose financial statements have been audited under the Act, since none of such companies is a public company as defined under section 2(71) of the Act.



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13. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date by us of companies included in the consolidated financial statements for the year ended 31 March 2023 and covered under the Act, we report that:

- A) Following are the qualifications/adverse remarks reported by us in the Order reports of the companies included in the consolidated financial statements for the year ended 31 March 2023 for which such Order reports have been issued till date:

S No	Name	CIN	Holding Company / subsidiary	Clause number of the CARO report which is qualified or adverse
1	Aditya Infotech Limited	U74899DL1995PLC066784	Holding Company	(i)(c)

14. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiary and joint venture, we report, to the extent applicable, that:

- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
- In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- In our opinion, the aforesaid consolidated financial statements comply with with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
- On the basis of the written representations received from the directors of the Holding Company, and taken on record by the Board of Directors of the Holding Company, and the reports of the statutory auditor of its joint venture company, covered under the Act, none of the directors of the Holding Company and its joint venture company, are disqualified as on 31 March 2023 from being appointed as a director in terms of section 164(2) of the Act.
- With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its joint venture company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed an unmodified opinion; and
- 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 and based on the consideration of the report of the other auditors on separate financial statement and other financial information of the joint venture incorporated in India whose financial statements have been audited under the Act:
- The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its joint venture as detailed in Note 46 and 52 to the consolidated financial statements;



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- ii. The Holding Company, its subsidiary company and joint venture company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2023;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its joint venture company covered under the Act, during the year ended 31 March 2023;
- iv. a. The respective managements of the Holding Company and its joint venture company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such joint venture that, to the best of their knowledge and belief, as disclosed in note 53(h) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its joint venture company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or its joint venture company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The respective managements of the Holding Company and its joint venture company have represented to us and the other auditor of such joint venture that, to the best of their knowledge and belief, as disclosed in the note 53(i) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its joint venture company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or its joint venture company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed by us and that performed by the auditor of the joint venture, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditor notice that has caused us or the other auditors to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- d. (i) The final dividend paid by the Holding Company during the year ended 31 March 2023 in respect of such dividend declared for the previous year, is in accordance with section 123 of the Act to the extent it applies to payment of dividend;
- (ii) The interim dividend declared and paid by the Company during the year ended 31 March 2023 and until the date of this audit report is in compliance with section 123 of the Act; and
- (iii) As stated in note 47 to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2023 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.



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- v. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 requires all companies which use accounting software for maintaining their books of account, to use such an accounting software which has a feature of audit trail, with effect from the financial year beginning on 1 April 2023 and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 (as amended) is not applicable for the current financial year.

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843



UDIN: 23503843BGUTGZ3240

Place: Gurugram

Date: 23 October 2023

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Annexure 1

List of entities included in consolidated financial statements for the year ended 31 March 2023

1. Aditya Infotech Limited, Holding Company

Wholly owned subsidiary

2. Shenzhen CP Plus International Limited, Shenzhen, China

Joint venture

3. AIL Dixon Technologies Private Limited, India



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Annexure A to the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the consolidated financial statements for the year ended 31 March 2023

Independent Auditor's Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Aditya Infotech Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), and its joint venture as at and for the year ended 31 March 2023, we have audited the internal financial controls with reference to financial statements of the Holding Company and its joint venture company, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its joint venture company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



Annexure A to the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the consolidated financial statements for the year ended 31 March 2023

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its joint venture company as aforesaid.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

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

Opinion

8. In our opinion and based on the consideration of the report of the other auditor on internal financial controls with reference to financial statements of its joint venture company, the Holding Company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Group considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.



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Annexure A to the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the consolidated financial statements for the year ended 31 March 2023

Other Matters

9. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 95.01 million for the year ended 31 March 2023, in respect of its 1 joint venture company, which is a company covered under the Act, whose internal financial controls with reference to financial statements has not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such joint venture company have been audited by other auditor whose report has been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its joint venture company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such joint venture company is based solely on the report of the auditor of such company. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditor.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843



UDIN: 23503843BGUTGZ3240

Place: Gurugram

Date: 23 October 2023

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Balance Sheet as at 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

	Note	As at 31 March 2023	As at 31 March 2022
ASSETS			
Non-current assets			
Property, plant and equipment	4	264.28	251.25
Right of use assets	5	368.52	277.64
Capital work in progress	6	1.83	-
Investment property	7	4.08	4.39
Other intangible assets	8A	11.33	12.18
Intangible assets under development	8B	63.79	41.67
Investment accounted for using the equity method	9A	294.50	235.43
Financial assets			
Investments	9B	5.11	6.93
Others financial assets	10	179.17	153.34
Deferred tax assets (net)	11	66.53	67.37
Income tax assets (net)	12	8.03	4.73
Other non current assets	13	41.63	42.52
		1,308.80	1,097.45
Current assets			
Inventories	14	5,110.50	3,026.75
Financial assets			
Investments	15	-	52.60
Trade receivables	16	6,149.58	5,249.33
Cash and cash equivalents	17	1,476.45	1,046.47
Other bank balances	18	2,238.22	961.57
Other financial assets	19	632.68	542.75
Other current assets	20	171.39	167.92
Total current assets		15,778.82	11,047.39
Total assets		17,087.62	12,144.84
EQUITY AND LIABILITIES			
Equity			
Equity share capital	21	20.50	25.00
Other equity	22	3,095.44	2,844.75
Equity attributable to owners of Holding Company		3,115.94	2,869.75
Non-controlling interests		-	-
Total equity		3,115.94	2,869.75
Non current liabilities			
Financial liabilities			
Borrowings	23	427.81	491.90
Lease liabilities	5	96.84	38.21
Provisions	24	72.61	67.07
Total non current liabilities		597.26	597.18
Current liabilities			
Financial liabilities			
Borrowings	25	3,668.17	1,407.43
Lease liabilities	5	75.86	36.54
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	26	115.05	40.25
Total outstanding dues of creditors other than micro and small enterprises	26	8,974.96	6,610.16
Other financial liabilities	27	247.58	192.06
Provisions	28	64.79	70.04
Current tax liabilities (net)	29	33.53	104.16
Other current liabilities	30	194.48	217.26
Total current liabilities		13,374.42	8,677.91
Total equity and liabilities		17,087.62	12,144.84

The accompanying notes form an integral part of these consolidated financial statements.

This is the Consolidated Balance Sheet referred to in our report of even date.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843

For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED


Hari Shanker Khemka

Chairman

DIN:00514501

Aditya Khemka

Managing Director

DIN:00514552



Yogesh Sharma

Sr. VP Finance

Place: Noida

Date: 23 October 2023



Place: Gurugram

Date: 23 October 2023

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

	Note	For the year ended 31 March 2023	For the year ended 31 March 2022
Income:			
Revenue from operations	31	22,845.47	16,462.11
Other income	32	110.09	154.35
Total income		22,955.56	16,616.46
Expenses:			
Purchases of stock-in-trade	33	21,083.83	15,870.62
Changes in inventories of stock-in-trade	34	(2,093.31)	(2,324.12)
Employee benefits expense	35	1,032.46	844.14
Finance costs	36	232.23	203.81
Depreciation and amortization expenses	37	88.52	75.47
Other expenses	38	1,217.01	742.85
Total expenses		21,560.74	15,412.78
Profit before share of profit in joint venture and tax		1,394.82	1,203.69
Share of profit in joint venture		94.87	89.80
Profit before exceptional items and tax		1,489.69	1,293.49
Exceptional items	39	57.87	-
Profit before tax		1,431.82	1,293.49
Tax expense:	40		
Current tax expense		346.35	306.16
Deferred tax expense/(credit)		0.50	10.86
Earlier years tax adjustments (net)		1.86	7.16
Total tax expense		348.71	324.18
Profit after tax		1,083.11	969.31
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement of defined employee benefit plans		1.36	(11.36)
Income tax effect of above		(0.34)	2.86
Share of other comprehensive income in joint venture		0.13	0.13
Items that will be reclassified to profit or loss			
Exchange differences on translation of financial statements of foreign operations		0.01	1.71
Other comprehensive income		1.16	(6.66)
Total comprehensive income for the year		1,084.27	962.65
Profit after tax attributable to:			
Owners of the Holding Company		1,083.11	969.31
Non-controlling interests		-	-
Other comprehensive income attributable to:			
Owners of the Holding Company		1.16	(6.66)
Non-controlling interests		-	-
Total comprehensive income attributable to:			
Owners of the Holding Company		1,084.27	962.65
Non-controlling interests		-	-
Earnings per equity share (Rs. 10 per share)			
Basic and diluted	41	439.84	387.72

The accompanying notes form an integral part of these consolidated financial statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Deepak Mittal
Partner
Membership No.: 503843



For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED

Hari Shanker Khemka
Chairman
DIN:00514501

Aditya Khemka
Managing Director
DIN:00514552

Yogesh Sharma
Sr. VP Finance

Place: Noida
Date: 23 October 2023

Place: Gurugram
Date: 23 October 2023



Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
A Cash flow from operating activities		
Profit before tax	1,431.82	1,293.49
Adjustments for:		
Depreciation and amortization expenses	88.52	75.47
Interest income on bank deposits	(60.85)	(65.02)
Interest income on security deposits	(0.50)	(0.51)
Dividend income	(0.19)	(0.06)
Liabilities no longer required written back	(15.34)	(78.37)
Loss on currency fluctuation and translation	6.24	1.14
Loss/(profit) on sale of property, plant and equipment (net)	(0.01)	1.76
Rental income	(4.68)	(4.31)
Provision for SAD claims	-	1.19
Balances written off	18.25	20.61
Share of profit in joint venture (net of unrealised profit)	(87.43)	(70.91)
Finance costs	201.16	171.69
Loss on derivative contracts	-	1.02
Interest expense on lease liabilities	13.40	8.76
Gain on extinguishment of lease	(2.22)	-
Rent concession	-	(0.91)
Loss on measurement of investment at FVTPL	1.82	0.45
Operating profit before working capital changes	1,589.99	1,355.49
Movement in working capital		
Increase in inventories	(2,083.75)	(2,323.35)
Increase in trade receivables	(895.07)	(1,476.43)
Increase in other current assets and non current assets	(3.19)	(88.28)
Increase in other financial assets	(96.58)	(518.43)
Increase in other financial liabilities	49.89	323.67
Increase / (decrease) in other liabilities	(22.78)	57.55
Increase in provisions	1.66	15.18
Increase in trade payables	2,439.60	3,309.27
Cash flow from operating activities post working capital changes	979.77	654.65
Income tax (paid)/refund received (net)	(422.14)	(219.26)
Net cash flow from operating activities (A)	557.63	435.41
B Cash flow from investing activities		
Additions to property, plant and equipment, capital work in progress, other intangible assets and intangible under development	(71.17)	(67.16)
Sale of property, plant and equipment	0.72	0.12
Investment in fixed deposits	(1,295.33)	(861.32)
Proceeds from bonds	52.60	-
Investment in bonds	-	(52.60)
Rental income	4.68	4.31
Dividend income	28.69	0.06
Interest received	60.85	89.99
Net cash used in investing activities (B)	(1,218.96)	(886.59)
C Cash flow from financing activities		
Proceeds from related party loans	300.00	-
Proceeds from long-term borrowings	25.00	500.00
Repayments of long-term borrowings	(389.09)	(87.96)
Repayment of short-term borrowings	(5,616.09)	(369.00)
Proceeds from short-term borrowings	7,868.07	380.00
Buy back of equity shares	(799.58)	-
Finance cost paid	(201.16)	(169.76)
Dividend paid during the year	(38.50)	(10.00)
Principal payment of lease liabilities	(43.94)	(36.38)
Interest payment of lease liabilities	(13.40)	(8.76)
Net cash flow from financing activities (C)	1,091.31	198.14
Net increase/(decrease) in cash and cash equivalents (A+B+C)	429.98	(253.05)
Cash and cash equivalents at the beginning of the year	1,046.47	1,299.52
Cash and cash equivalents at the end of the year	1,476.45	1,046.47



UP

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Cash Flow Statement for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

Balances with scheduled banks and cash in hand:

- Cash in hand
- In current accounts
- In cash credit account
- Cheques in hand
- Deposits with original maturity of less than 3 months
Total cash and cash equivalents (refer note 17)

As at 31 March 2023	As at 31 March 2022
1.22	1.20
8.38	258.03
56.28	430.40
493.27	294.38
917.30	62.46
1,476.45	1,046.47

Note: The above consolidated cash flow statement has been prepared under the "Indirect method" as set out in the Indian Accounting Standard (Ind AS-7) Statement of Cash flow.

The accompanying notes form an integral part of these consolidated financial statements

This is Consolidated statement of cash flows referred to in our report of even date

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

**Deepak Mittal**

Partner

Membership No.: 503843

**For and on behalf of Board of Directors of
ADITYA INFOTECH LIMITED****Hari Shanker Khemka**

Chairman

DIN:00514501

**Aditya Khemka**

Managing Director

DIN:00514552

**Yogesh Sharma**

Sr. VP Finance

Place: Gurugram

Date: 23 October 2023

Place: Noida

Date: 23 October 2023



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

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

(All amounts are in Indian Rupees millions, unless otherwise stated)

A. Equity share capital (refer note no. 21)**Current Reporting Period**

Particulars	Opening balance as at 1 April 2022	Issue during the year	Changes in equity share capital during the year*	Balance as at 31 March 2023
Equity share capital	25.00	-	4.50	20.50

*Refer note 21(i)

Previous reporting period

Particulars	Opening balance as at 1 April 2021	Issue during the year	Changes in equity share capital during the year	Balance as at 31 March 2022
Equity share capital	25.00	-	-	25.00

B. Other equity (refer note no. 22)

Particulars	Reserves and Surplus			Foreign currency translation reserve	Capital Redemption Reserve	Total attributable to owners of the Holding Company	Total
	Retained earnings	General	Capital reserve				
Balance as at 31 March 2021	1,718.93	170.42	0.06	2.69	-	1,892.10	1,892.10
Profit for the year	969.31	-	-	-	-	969.31	969.31
Other comprehensive income for the year (net of tax impact)	(8.50)	-	-	-	-	(8.50)	(8.50)
Share of other comprehensive income in joint venture (net of tax)	0.13	-	-	-	-	0.13	0.13
Exchange differences on translation of financial statements of foreign operations	-	-	-	1.71	-	1.71	1.71
Dividend paid during the year (refer note 47)	(10.00)	-	-	-	-	(10.00)	(10.00)
Balance as at 31 March 2022	2,669.87	170.42	0.06	4.40	-	2,844.75	2,844.75
Profit for the year	1,083.11	-	-	-	-	1,083.11	1,083.11
Other comprehensive income for the year (net of tax impact)	1.02	-	-	-	-	1.02	1.02
Share of other comprehensive income in joint venture	0.13	-	-	-	-	0.13	0.13
Exchange differences on translation of financial statements of foreign operations	-	-	-	0.01	-	0.01	0.01
Premium paid on buy back of equity shares*	(644.86)	-	-	-	-	(644.86)	(644.86)
Tax paid on buy back of equity shares*	(150.22)	-	-	-	-	(150.22)	(150.22)
Transfer to Capital Redemption Reserve upon buy back of equity shares*	(4.50)	-	-	-	4.50	-	-
Dividend paid during the year (refer note 47)	(38.50)	-	-	-	-	(38.50)	(38.50)
Balance as at 31 March 2023	2,916.05	170.42	0.06	4.41	4.50	3,095.44	3,095.44

*Refer note 21(i)

The accompanying notes form an integral part of these consolidated financial statements.

This is Consolidated statement of changes in equity referred to in our report of even date

For Walker Chandiok & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843



For and on behalf of Board of Directors of

ADITYA INFOTECH LIMITED



Hari Shanker Khemka

Chairman

DIN:00514501



Aditya Khemka

Managing Director

DIN:00514552



Yogesh Sharma

Sr. VP Finance

Place: Gurugram

Date: 23 October 2023

Place: Noida

Date: 23 October 2023



1 Group Overview

The consolidated financial statements comprise financial statements of Aditya Infotech Limited ("the Holding Company" or "the Company"), its subsidiary company (collectively referred as "Group") and joint venture for the year ended 31 March 2023. The Company is a Public limited Group having CIN no. U74899DL1995PLC066784 and was incorporated on 27th March 1995 with Registrar of Companies, New Delhi. The Company's registered office is situated at F-28, Okhla Industrial Area, Phase-1, New Delhi - 110020 and corporate office is situated at A- 12, Sector-4, Noida - 201301. The Company is engaged in trading of security and surveillance equipment and components under 'CP Plus' brand. Further, the Holding Company is also engaged in trading of security and surveillance equipment and components manufactured by Dahua Technologies Group.

2 Basis of preparation of Consolidated financial statements

- (a) These consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The consolidated financial statements have been prepared on the historical cost basis, except for the following assets and liabilities:

- Certain financial assets and liabilities that are measured at fair value; and
- Defined benefit plans-plan assets measured at fair value.

The Consolidated financial statements have been prepared and presented in INR, which is the Group's functional currency. All financial information presented in INR has been rounded to the nearest million unless, except when otherwise indicated.

The consolidated financial statements were approved for issue by the Holding Company's Board of Directors on 23 October 2023.

(b) Basis of consolidation**Subsidiary**

Subsidiary is an entity controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiary is included in the consolidated financial statements from the date on which control is acquired until the date on which control ceases to exist.

The Group combines the financial statements of the holding company and its subsidiary line by line, by adding together like items of assets, liabilities, equity, income and expenses. Intra-group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiary have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiary are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date.

If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the Group recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

(c) Joint venture

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. The considerations made in determining joint control are similar to those necessary to determine control over the subsidiary. The Group's investments in joint venture are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually. The consolidated statement of profit and loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture. The aggregate of the Group's share of profit or loss of a joint venture is presented on the face of the consolidated statement of profit and loss.

(d) Foreign currency translation

The consolidated financial statements are presented in Indian Rupee, which is the functional and presentation currency and include the financial position and results in respect of foreign operations, initially measured using the currency of the primary economic environment in which the Group operates (i.e. their functional currency) and translated as follows:

- assets and liabilities are translated at the closing exchange rate at the date of that balance sheet;
- income and expenses are translated at average exchange rates;
- All resulting exchange differences are recognised in other comprehensive income;

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(e) Use of estimates

The preparation of the consolidated financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Changes in circumstances surrounding the estimates. Appropriate changes in estimates are made as management becomes aware of changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.



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3 Significant accounting policies

The significant accounting policies that are used in the preparation of these consolidated financial statements are summarised below. These accounting policies are consistently used throughout the periods presented in the consolidated financial statements.

(a) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle*
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

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

*Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

(b) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is measured at the transaction price for each separate performance obligation taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The transaction price is net of estimated customer returns, rebates and other similar allowances.

(i) Sale of security and surveillance equipment and components

Revenue is recognized upon transfer of control of promised goods to customers in an amount that reflects the consideration which Group expects to receive in exchange of those goods. Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer, based on the terms of contract with customers which generally coincides with dispatch of products to the customers in case of domestic sales and on the basis of bill of lading in the case of export sales.

Revenue from the sale of goods is recognised when the control of the product is transferred, the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- The Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Group has a present right to payment for the asset;
- The Group has transferred physical possession of the asset, whereby the customer has the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset or to restrict the access of other entities to those benefits.

Provision for contractual warranty is recognised as per the principles defined under Ind AS 37 Provisions, Contingent liabilities and Contingent assets.

When the consideration is received, before the Group transfers a goods to the customer, the Group shall present the consideration as contract liability.

(ii) Rendering of services including business support and technical training services

(a) Revenue from business support services is recognised over a period of time when the services are rendered as per the terms of the respective contracts with the customers.

(b) Revenue from other services including technical training services are recognised at a point in time as and when the services are rendered as per the terms of the respective contracts with the customers.

(iii) Dividend income

Dividend is recognised when right to receive the payment is established.

(iv) Interest income

Interest income from a financial asset is recognised and accrued using effective interest rate method.

(v) Insurance and other claims

Revenue in respect of claims is recognized when no significant uncertainty exists with regard to the amount to be realized and the ultimate collection thereof.

(c) Inventory

Inventories are stated at the lower of cost determined on weighted average cost basis and net-realizable value. Cost includes freight, taxes and duties net of GST input tax credit, wherever applicable. Customs duty payable on material in bonded warehouse is added to the cost of the material.

Net realisable value represents the estimated selling price for inventories less all estimated cost of completion and cost necessary to make the sale.

(d) Property, plant and equipment

Property plant and equipment are stated at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost can be measured reliably. Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately. Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress. Depreciation on Property, Plant and Equipment is provided using written down value method on depreciable amount. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.



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The estimates of useful life of Property, Plant and Equipments are as follows:

Particulars	Useful life as per Schedule II of the Act
Building	60 Years
Computers and Peripherals	
- Computers	3 Years
- Servers	6 Years
Office Equipment	5 Years
Furniture, Fixture and Fittings	10 Years
Motorcycles and scooters	10 Years
Motor cars	8 Years
Plant and machinery	15 Years

De-recognition of Property, plant & equipment

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in consolidated profit or loss.

(e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred.

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

Intangible assets	Amortisation period
Computer Software	6 years
Trademark	10 years

De recognition of Intangible Assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gain or loss arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in consolidated profit or loss when the asset is derecognised.

(f) Investment properties

Investment properties are properties held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost, if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group. All other repair and maintenance costs are recognized in consolidated statement of profit or loss as incurred.

Investment properties are subsequently measured at cost less accumulated depreciation and impairment losses. Depreciation on investment properties is provided on the written down value method computed on the basis of useful lives as prescribed in the Schedule II of the Act:

Investment property	Useful life as per Schedule II of the Act
Building	60 years

The residual values, useful lives and method of depreciation are reviewed at the end of each financial year.

De-recognition

Investment properties are de-recognized either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in consolidated profit or loss in the period of de-recognition.

(g) Impairment of non-financial assets- property, plant and equipment, intangible assets and investment property

At the end of each reporting period, the Group reviews the carrying amount of property, plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units.

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

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generated unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

(h) Intangible assets under development

Intangible assets under development represents expenditure incurred in respect of intangible assets under development and are carried at cost less accumulated impairment loss, if any. Cost includes related acquisition expenses, development costs, borrowing costs and other direct expenditure.

(i) Cash and cash equivalents

Cash and cash equivalents for the purposes of consolidated cash flow statement comprise cash at bank and in hand, cheques in hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.



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(j) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

(k) Earnings per Share

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as fresh issue, bonus issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share reflects the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Group by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

(l) Provisions, Contingent liabilities and Contingent assets**(i) Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. The expense relating to a provision is presented in the consolidated statement of profit and loss.

(ii) Contingent liabilities

A contingent liability is recognised for:

- Possible obligation which will be confirmed only by future events not wholly within the control of the Group.
- Present obligation arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

(iii) Contingent assets

Contingent assets are not recognised in the consolidated financial statements. Contingent assets are disclosed in the consolidated financial statements to the extent it is probable that economic benefits will flow to the Group from such assets.

(m) Leases: Right-of-use asset and Lease liabilities

The Group's lease asset classes primarily consist of leases for land and buildings- warehouse and office premises and vehicles. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases), and low value leases. For these short-term, and low value leases, the Group recognises the lease rentals as an operating expense in the consolidated statement of profit and loss account.

(i) Right-of-use assets

At the commencement date, the right of use assets is measured at cost. The cost includes an amount equal to the lease liabilities plus adjusted for the amount of prepaid or accrued lease payments. After the commencement date, the right of use assets is measured in accordance with the accounting policy for property, plant and equipment i.e. right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the period of the lease term.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs, and
- restoration costs.

(ii) Lease liabilities

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the consolidated Balance Sheet and lease payments have been classified as financing cash flows. The Group has used a single discount rate to a portfolio of leases with similar characteristics.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used.

(iii) Lease term

At the commencement date, the Group determines the lease term which represents non-cancellable period of initial lease for which the asset is expected to be used, together with the periods covered by an option to extend or terminate the lease, if the Group is reasonably certain at the commencement date to exercise the extension or termination option.

(iv) Short term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term or another systematic basis which is more representative of the pattern of use of underlying asset.



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(v) Others

The following is the summary of practical expedients elected on initial application:

- (i) Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
- (ii) Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application and low value asset.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Payments associated with short-term leases of property, plant and office equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

(n) Foreign Currencies

The Group's Financial Statements are presented in INR which is also the Group's functional currency. Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction. Monetary assets and liabilities outstanding at the year-end are translated at the rate of exchange prevailing at the year-end and the gain or loss, is recognised in the Consolidated statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(o) Borrowing costs

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

(p) Retirement and other employee benefits**(i) Defined contribution plans**

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. Group's provident fund contribution, in respect of certain employees, is made to a Government administered fund and charged as an expense to the consolidated statement of profit and loss. The above benefits are classified as Defined Contribution Schemes as the Group has no further defined obligations beyond the monthly contributions.

(ii) Defined benefit plan**Gratuity**

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to consolidated profit or loss in subsequent periods.

Past service costs are recognised in consolidated profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises related restructuring costs.

The Group recognises the following changes in the net defined benefit obligation as an expense in the consolidated statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and
- Net interest expense or income.

(iii) Other long-term employee benefits (compensated absences)

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method.

Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the consolidated Statement of profit and loss in the year in which such gains or losses are determined.

(iv) Short-term and other long-term employee benefits

Expense in respect of other short-term benefits is recognised on the basis of the amount paid or payable for the period during which services are rendered by the employee.

(q) Taxes**Current tax**

Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) enacted in India by using tax rates and the tax laws that are enacted as at the reporting date.

Current income tax relating to item recognized outside the consolidated statement of profit and loss is recognized outside profit or loss (either in other comprehensive income or equity). Current tax items are recognized in correlation to the underlying transactions either in OCI or directly in equity.

The Group's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in consolidated financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

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



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Deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Indirect taxes

GST input tax credit on materials purchased/ services availed for production/ input services are taken into account at the time of purchase and availing services. GST input tax credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired. The GST input tax credit so taken is utilised for payment of GST on supply of goods and services. The unutilised GST input tax credit is carried forward in the books of accounts as 'balance with government authorities'.

(r) Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provision of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial asset or financial liabilities, as appropriate, on initial recognition. Transaction cost directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

a) Financial Assets Measured at Amortised Cost (AC)

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

b) Financial Assets Measured at Fair Value Through Other Comprehensive Income (FVTOCI)

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

c) Financial Assets Measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories is measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Group changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

C. Impairment of financial assets

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

ECL is the weighted-average of difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Group is required to consider –

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

(i) Trade receivables

In respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

(ii) Other financial assets

In respect of its other financial assets, the Group assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains subsequently all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in consolidated profit or loss if such gain or loss would have otherwise been recognised in consolidated profit or loss on disposal of that financial asset.



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Financial liabilities**A. Initial Recognition and Measurement**

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

B. Subsequent Measurement

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

Loans and borrowings

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in consolidated statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

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

Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is due within 12 months after reporting period. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

De-recognition of financial liabilities

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

Offsetting of financial instruments

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

(s) Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date.

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

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

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

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

(t) Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses from changes in the fair value of derivatives are taken directly to consolidated statement of profit and loss.

(u) Exceptional items

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allows an understanding of the underlying performance of the business during the year and to facilitate comparison with prior year.

(v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM").

Identification of segments:

In accordance with Ind AS 108 Operating Segments, the operating segments used to present segment information are identified on the basis of information reviewed by the Group's management to allocate resources to the segments and assess their performance. An operating segment is a component of the Group that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Group's other components.

Results of the operating segments are reviewed regularly by the Chief Operating Decision Maker, to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.



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(w) Significant estimates and judgements

The preparation of these consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

- Recognition and estimation of tax expense including deferred tax – Note 3(q), Note 11 and Note 40
- Estimated impairment of financial assets and non-financial assets – Note 3(g) and Note 3(r)
- Assessment of useful life of property, plant and equipment, investment property and intangible assets – Note 3(d), (e), (f) and Note 4, Note 7 and Note 8
- Estimation of assets and obligations relating to employee benefits – Note 3(p) and Note 45
- Valuation of inventories – Note 3(c)
- Recognition and measurement of contingent liabilities – Note 3(l) and Note 46
- Provisions – Note 3(i)
- Leases – Note 3(m) and Note 5
- Fair value measurement – Note 3(t) and Note 42
- Provision for warranty – Note 3(b) and Note 24 and 28
- Expected credit loss – Note 3(r) and Note 16

(x) Recent accounting pronouncements

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

(i) Ind AS 1 - Presentation of Financial Statements - This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies and include corresponding amendments to Ind AS 107 and Ind AS 34. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(ii) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors - This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

(iii) Ind AS 12 - Income Taxes - This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. Also there is corresponding amendment to Ind AS 101. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023.

The Group has evaluated the above amendments and the impact thereof is not expected to be material on these consolidated financial statements.



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ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

4 Property, plant and equipment

Particulars	Land	Building	Plant and machinery	Computers	Office equipment	Vehicles	Furniture and fixtures	Total
Balance as at 31 March 2021	50.04	162.16	2.53	7.29	14.41	24.05	19.44	279.92
Additions	-	-	-	7.07	4.13	12.16	0.01	23.37
Disposals	-	-	0.14	0.83	1.77	0.01	0.63	3.38
Balance as at 31 March 2022	50.04	162.16	2.39	13.53	16.77	36.20	18.82	299.91
Additions	-	-	-	11.96	2.13	28.13	1.98	44.20
Disposals	-	-	-	-	7.19	3.50	0.47	11.16
As at 31 March 2023	50.04	162.16	2.39	25.49	11.71	60.83	20.33	332.95
Accumulated depreciation								
Balance as at 31 March 2021	-	7.91	0.49	3.23	4.64	1.47	4.78	22.52
Charge for the year	-	7.67	0.39	3.75	3.13	8.90	3.79	27.63
Disposals	-	-	0.05	0.20	0.99	0.00	0.25	1.49
Balance as at 31 March 2022	-	15.58	0.83	6.78	6.78	10.37	8.32	48.66
Charge for the year	-	7.15	0.29	7.74	3.86	8.63	2.79	30.46
Disposals	-	-	-	-	6.83	3.22	0.40	10.45
As at 31 March 2023	-	22.73	1.12	14.52	3.81	15.77	10.71	68.67
Net block as at 31 March 2022	50.04	146.58	1.56	6.75	9.99	25.83	10.50	251.25
Net block as at 31 March 2023	50.04	139.43	1.27	10.97	7.90	45.06	9.62	264.28

(i) Contractual obligations

Refer note 46B for contractual commitments for acquisition of property, plant and equipment as at 31 March 2023 and 31 March 2022.

(ii) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.

(iii) Property, plant and equipment pledged as security for borrowings

Property, plant and equipment have been pledged as security for borrowings, refer note 23 for details.



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5 Leases

a) Right of use assets

Particulars	Leasehold land*	Office and warehouse	IT equipment	Vehicles	Total
Right-of-use assets					
As at 31 March 2021	213.95	91.25	-	3.74	308.94
Additions	-	37.56	-	2.37	39.93
Deletions	-	(4.80)	-	(1.29)	(6.09)
As at 31 March 2022	213.95	124.01	-	4.82	342.78
Additions	-	164.35	5.09	11.19	180.63
Deletions	-	(55.66)	-	(1.66)	(57.32)
As at 31 March 2023	213.95	232.69	5.09	14.35	466.09
Accumulated depreciation					
As at 31 March 2021	3.01	24.57	-	1.67	29.25
Charge for the year	3.01	37.27	-	1.52	41.80
Disposals	-	(4.62)	-	(1.29)	(5.91)
As at 31 March 2022	6.02	57.22	-	1.90	65.14
Charge for the year	3.01	47.69	1.27	1.90	53.88
Disposals	-	(21.07)	-	(0.38)	(21.45)
As at 31 March 2023	9.03	83.84	1.27	3.42	97.57
Net Block as at 31 March 2022	207.93	66.79	-	2.92	277.64
Net Block as at 31 March 2023	204.92	148.85	3.82	10.94	368.52

*Also refer note 52

b) Lease Liability

Particulars	Total
Lease liabilities	
As at 31 March 2021	72.58
Additions	39.64
Accretion of interest	8.76
Payments	(45.15)
Concession	(0.91)
Deletions	(0.17)
As at 31 March 2022	74.75
Additions	177.76
Accretion of interest	13.40
Payments	(57.34)
Deletions	(35.87)
As at 31 March 2023	172.70

Lease liability	As at 31 March 2023	As at 31 March 2022
Current	75.86	36.54
Non-current	96.84	38.21
	172.70	74.75

c) Group as a lessee

The Group has leases for the land, office building, warehouse facilities, IT equipment and vehicles. With the exception of short term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Group classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublease the asset to another party, the right-of-use asset can only be used by the Group. The Group is prohibited from selling or pledging the underlying leased assets as security without prior permission of the lessor. Further, the Group is required to pay maintenance fees in accordance with the lease contracts.

i) The amounts recognized in consolidated statement of profit and loss:-

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Depreciation expense of right-of-use assets	53.88	41.80
Interest expense on lease liabilities	13.40	8.76
Expense relating to short term leases	47.75	29.70
Gain on extinguishment and modification of lease	(2.22)	-
Rent concession	-	(0.91)
Net impact on consolidated statement of profit and loss	112.81	79.35

ii) Amounts recognized in the consolidated cash flow statement

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Payment of lease liabilities- principal and interest	57.34	45.15

iii) Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in consolidated statement of profit and loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.

The Group has recognised 47.75 million pertaining to 31 March 2023 and Rs. 29.70 million pertaining to 31 March 2022 in respect of short term leases entered into by the Group.



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iv) The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognised in consolidated balance sheet:

Right of use asset	31 March 2023		31 March 2022	
	No. of right of use assets leased	Range of remaining term (in years)	No. of right of use assets leased	Range of remaining term (in years)
Office building	28	2-6 years	26	2-6 years
Warehouse facilities	9	2-3 years	10	2-3 years
Vehicles	12	2-5 years	7	2-5 years
Land	3	50-76 years	3	50-76 years
IT Equipment	2	2-3 years	-	-

v) Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

31 March 2023	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	88.35	83.60	27.47	15.35	214.77

31 March 2022	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	38.41	31.30	7.98	8.13	85.82

vi) Information about extension and termination options

31 March 2023						
Right of use assets	Number of leases	Range of remaining term (in years)	Average remaining lease term (in years)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Office building	28	2-6	4.00	-	-	28
Warehouse facilities	9	2-3	2.50	-	-	9
Vehicles	12	2-5	3.50	-	-	12
Land	3	50-76	63.00	-	-	3
IT Equipment	2	2-3	2.50	-	-	2

31 March 2022						
Right of use assets	Number of leases	Range of remaining term (in years)	Average remaining lease term (in years)	Number of leases with extension option	Number of leases with purchase option	Number of leases with termination option
Office building	26	2-6	4.00	-	-	26
Warehouse facilities	10	2-3	2.50	-	-	10
Vehicles	7	2-5	3.50	-	-	7
Land	3	50-76	63.00	-	-	3



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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

6 Capital Work in Progress

	Amount
Balance as at 31 March 2021	-
Additions	-
Capitalised	-
Balance as at 31 March 2022	-
Additions	1.83
Capitalised	-
Balance as at 31 March 2023	1.83

(i) Ageing of capital work in progress:

As at 31 March 2023

Particulars	Amount in capital work in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Project in progress	1.83	-	-	-	1.83

As at 31 March 2022

Particulars	Amount in capital work in progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Project in progress	-	-	-	-	-

(ii) Capital work in progress, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2022: Nil)

(iii) Capital work in progress represents architectural and soil testing costs incurred towards the Noida property (also refer note 52).

(iv) Refer note 46B for contractual commitments of capital work in progress as at 31 March 2023 (31 March 2022: Rs. Nil)



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7 Investment property

Particulars	Non factory Building	Total
Balance as at 31 March 2021	5.36	5.36
Additions	-	-
Disposals	-	-
Balance as at 31 March 2022	5.36	5.36
Additions	-	-
Disposals	-	-
Balance as at 31 March 2023	5.36	5.36
Accumulated depreciation		
Balance as at 31 March 2021	0.31	0.31
Charge for the year	0.66	0.66
Disposals	-	-
Balance as at 31 March 2022	0.97	0.97
Charge for the year	0.31	0.31
Disposals	-	-
Balance as at 31 March 2023	1.28	1.28
Net block as at 31 March 2022	4.39	4.39
Net block as at 31 March 2023	4.08	4.08

(ii) Amount recognised in consolidated statement of profit and loss for investment property

Particulars	As at 31 March 2023	As at 31 March 2022
Rental income	1.34	1.26
Less: direct operating expenses that generated rental income*	-	-
Less: direct operating expenses that did not generate rental income*	-	-
Profit from leasing of investment property before depreciation	1.34	1.26
Less: depreciation expense	(0.31)	(0.66)
Profit from leasing of investment property after depreciation	1.03	0.60

*Direct operating expenses attributable to investment property cannot be specifically identified with property, although management does not expect them to be material

(iii) Fair value of investment property

Particulars	As at 31 March 2023	As at 31 March 2022
Office space at Janki Centre, Andheri, Mumbai	27.72	25.25
Total	27.72	25.25

The Group has appointed a registered valuer in accordance with Rule 2 of Companies (Registered Valuer and Valuation) Rules, 2017 for the valuation of investment property. The fair value of investment property has been determined by external, independent property valuers, having appropriate qualifications and recent experience in the location and category of the property being valued. The Group obtains independent valuation for its investment property at least annually and are considered to be a fair representation at which such properties can be sold in an active market. The fair value measurement of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used. Fair value has been determined using combination of market approach and cost approach. The market approach provides an indication of value by comparing the asset with identical or comparable (that is similar) assets for which price information is available whereas cost approach provides an indication of value using the economic principle that a buyer will pay no more for an asset than the cost to obtain an asset of equal utility, whether by purchase or by construction, unless undue time, inconvenience, risk or other factors are involved.

(iv) Contractual obligations

There are no contractual obligations outstanding as at 31 March 2023 and 31 March 2022.

(v) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.



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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

8A. Intangible assets

Particulars	Computer Software	Trademark	Total
Balance as at 31 March 2021	8.45	11.55	20.00
Additions	2.12	-	2.12
Disposals	-	-	-
Balance as at 31 March 2022	10.57	11.55	22.12
Additions	3.02	-	3.02
Disposals	-	-	-
Balance as at 31 March 2023	13.59	11.55	25.14
Accumulated amortisation			
Balance as at 31 March 2021	2.91	1.65	4.56
Charge for the year	3.73	1.65	5.38
Disposals	-	-	-
Balance as at 31 March 2022	6.64	3.30	9.94
Charge for the year	2.22	1.65	3.87
Disposals	-	-	-
Balance as at 31 March 2023	8.86	4.95	13.81
Net block as at 31 March 2022	3.93	8.25	12.18
Net block as at 31 March 2023	4.73	6.60	11.33



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8B. Intangible assets under development

Particulars	Intangible assets under development	Total
Balance as at 31 March 2021	-	-
Additions	41.67	41.67
Capitalised	-	-
Balance as at 31 March 2022	41.67	41.67
Additions	24.72	24.72
Capitalised	2.60	2.60
Balance as at 31 March 2023	63.79	63.79

(i) Ageing of intangible asset under development:

As on 31 March 2023

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Intangible assets under development	22.12	41.67	-	-	63.79

As on 31 March 2022

Particulars	Amount in intangible assets under development for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
Intangible assets under development	41.67	-	-	-	41.67

(ii) Intangible assets under development, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2022: Nil)

(iii) Contractual obligations

Refer note 46 for contractual commitments for acquisition of intangible assets as at 31 March 2023 (31 March 2022: Rs. Nil)

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2023 and 31 March 2022.



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ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

9 Investments

9A Investment in equity instrument

Investment in joint venture accounted for using the equity method

Investment -AIL Dixon Technologies Private Limited

Total

As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
No of shares	No of shares	Amount	Amount
95,00,000	95,00,000	294.50	235.43
95,00,000	95,00,000	294.50	235.43

9B Other investments

Unquoted Investments

Investment in equity instruments measured at fair value through profit & loss

Tamilnad Mercantile Bank Limited, Equity Shares of Rs. 10 each

Total

-	12,525	-	6.93
-	12,525	-	6.93

Quoted Investments

Investment in equity instruments measured at fair value through profit & loss

Tamilnad Mercantile Bank Limited, Equity Shares of Rs. 10 each

Total

12,525	-	5.11	-
12,525	-	5.11	-

Total

299.61 242.36

Aggregate amount of quoted investments and market value thereof

Aggregate amount of unquoted investments

5.11 -

294.50 242.36

299.61 242.36

10 Other financial assets (non-current)

Fixed deposit with remaining maturity of more than 12 months*

Security deposits (carried at amortised cost)

As at 31 March 2023	As at 31 March 2022
------------------------	------------------------

166.04 147.36

13.13 5.98

179.17 153.34

*includes deposits aggregating to Rs. 32.30 million (31 March 2022: Rs. 93.42 million) held as margin money.

11 Deferred tax assets (net)

Deferred tax assets/(liabilities) on account of :-

Property, plant and equipment, investment property and intangible assets

Allowance for expected credit losses

Employee benefits

Warranty provision

Right of use assets and lease liabilities

Other temporary differences

Investment carried at FVTPL

As at 31 March 2023	As at 31 March 2022
------------------------	------------------------

0.28 0.48

14.49 18.13

10.66 12.17

23.92 22.34

2.29 1.27

16.17 14.67

(1.28) (1.69)

66.53 67.37

(i) Movement in deferred tax assets (net)

Particulars	As at 31 March 2022	Recognised/ (reversed) through profit and loss	Recognised in other comprehensive income	As at 31 March 2023
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	0.48	(0.20)	-	0.28
Warranty provision	22.34	1.58	-	23.92
Allowance for expected credit losses	18.13	(3.64)	-	14.49
Employee benefits	12.17	(1.17)	(0.34)	10.66
Right of use assets and lease liabilities	1.27	1.03	-	2.29
Other temporary differences	14.67	1.50	-	16.17
Investment carried at FVTPL	(1.69)	0.41	-	(1.28)
Total	67.37	(0.50)	(0.34)	66.53

Particulars	As at 1 April 2021	Recognised/ reversed through profit and loss	Recognised in other comprehensive income	As at 31 March 2022
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	7.68	(7.20)	-	0.48
Allowance for expected credit losses	31.42	(13.29)	-	18.13
Warranty provision	20.34	1.99	-	22.34
Employee benefits	7.19	2.13	2.86	12.17
Right of use assets and lease liabilities	0.97	0.31	-	1.27
Other temporary differences	9.58	5.08	-	14.67
Investment carried at FVTPL	(1.81)	0.11	-	(1.69)
Total	75.37	(10.86)	2.86	67.37



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ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

12 Income tax assets (net)

Advance tax paid (net of provision for taxation)

As at 31 March 2023	As at 31 March 2022
8.03	4.73
8.03	4.73

13 Other non-current assets

Amounts paid under protest with statutory authorities

Prepaid expenses

As at 31 March 2023	As at 31 March 2022
41.63	42.47
-	0.05
41.63	42.52

14 Inventories

(Valued at lower of cost or net realisable value, unless otherwise stated)

Traded goods

Others

As at 31 March 2023	As at 31 March 2022
5,061.59	2,968.28
48.91	58.47
5,110.50	3,026.75

Notes

(i) Inventories of traded goods include goods in transit amounting to Rs. 120.00 million (31 March 2022: Rs. 99.31 million)

(ii) Inventories are net off of Rs. 136.56 million (31 March 2022: Rs. 111.53 million) representing write down of inventories to net realisable value, as assessed by the management.

15 Investments

Investment in bonds (Unquoted - at amortised cost)

9.08% Union Bank of India bonds

As at 31 March 2023	As at 31 March 2022
-	52.60
-	52.60

16 Trade receivables

Secured, considered good

Unsecured

- considered good - from others
- considered good - from related parties
- which have significant increase in credit risk

As at 31 March 2023	As at 31 March 2022
-	-
6,168.72	5,280.10
2.60	6.70
30.39	29.11
6,201.71	5,315.91
52.13	66.58
6,149.58	5,249.33

Less: Allowance for expected credit loss

Total

Ageing schedule

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	3,069.01	2,871.92	191.24	4.00	0.44	0.07	6,136.69
(ii) Disputed Trade Receivables - considered good	-	22.68	10.21	-	-	1.74	34.63
(iii) Disputed Trade Receivables - which have significant increase in credit risk	-	0.45	7.11	1.64	1.22	19.97	30.39
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	(52.13)
Total	3,069.01	2,895.05	208.56	5.64	1.66	21.78	6,149.58

As at 31 March 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	2,629.70	2,580.79	42.36	29.51	0.47	3.97	5,286.79
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	0.16	-	1.32	-	1.48
(iii) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	0.12	4.25	23.27	27.64
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	(66.58)
Total	2,629.70	2,580.79	42.52	29.63	6.04	27.24	5,249.33




ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

17 Cash and cash equivalents

Balances with banks

In current accounts

In cash credit account

Cash in hand

Cheques in hand

Fixed deposits with original maturity of less than three months

As at 31 March 2023	As at 31 March 2022
8.38	258.03
56.28	430.40
1.22	1.20
493.27	294.38
917.30	62.46
1,476.45	1,046.47

18 Bank balances other than cash and cash equivalents

Deposit with maturity upto twelve months*

2,238.22	961.57
2,238.22	961.57

*includes fixed deposits aggregating to Rs. 748.31 million (31 March 2022: Rs. 254.84 million) held as margin money with bank and collaterals against bank guarantees.

19 Other financial assets

Security deposit

Vendor claim receivable

Insurance claim recoverable

Other receivable from related parties (refer note 43)

Other receivable from customers

As at 31 March 2023	As at 31 March 2022
4.22	5.43
330.87	269.39
-	0.04
0.18	-
297.41	267.89
632.68	542.75

20 Other current assets

Prepaid expenses

Balances with statutory authorities

Advance to employees

Advances to vendors

Other recoverable*

Considered doubtful

Less : Allowance for impairment (net)

As at 31 March 2023	As at 31 March 2022
28.36	16.64
57.14	68.03
7.36	3.73
78.53	79.52
30.89	31.19
(30.89)	(31.19)
171.39	167.92

*During the financial year 2015- 16, the Holding Company had reported an instance of misappropriation of funds/ current assets by certain employees and accordingly, a provision amounting to Rs. 30.89 million [31 March 2022: Rs. 31.19 million]; net of recovery of Rs. 6.95 million [31 March 2022: Rs. 6.65 million] from the alleged perpetrators is being carried as at 31 March 2023. A criminal complaint and recovery suit was filed in relation to the said matter and the criminal complaint is pending before District Court, Surajpur and the recovery proceedings are pending before the Honourable High Court of Delhi for disposal.



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21 Equity Share capital

Authorized shares

Equity shares of ₹ 10 each with voting rights

As at 31 March 2023		As at 31 March 2022	
Number	Amount	Number	Amount
50,50,000	50.50	50,50,000	50.50
50,50,000	50.50	50,50,000	50.50
Issued, subscribed and fully paid up			
20,50,000	20.50	25,00,000	25.00
20,50,000	20.50	25,00,000	25.00

Equity share capital of face value of ₹ 10 each

a. Reconciliation of number of equity shares outstanding at the beginning and at the end of the year

As at 31 March 2023		As at 31 March 2022	
Number	Amount	Number	Amount
25,00,000	25.00	25,00,000	25.00
Issued during the year	-	-	-
Buy back during the year [refer note 21(f) below]	(4,50,000)	-	-
Balance at the end of the year	20,50,000	25,00,000	25.00

b. Rights, preferences and restrictions attached to equity shares

The Holding Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Holding Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors in any financial year is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. The equity shares shall be transferable subject to the provisions contained in the Articles of Association and in the agreements entered/ to be entered into with the investors/ shareholders from time to time.

c. Details of shareholders holding more than 5% shares in the Holding Company

Name of the equity shareholder	As at 31 March 2023		As at 31 March 2022	
	Number	% shareholding	Number	% shareholding
Hari Shanker Khemka	3,94,385	19.24%	9,80,957	39.24%
Rishi Khemka	3,89,500	19.00%	7,50,000	30.00%
Aditya Khemka	12,22,299	59.62%	7,38,169	29.53%

As per the records of the Holding Company, including its register of shareholders/ members and other declarations received from shareholders/ members regarding beneficial interest, the above share represents both legal and beneficial ownership of shares.

d. No equity shares have been issued pursuant to contract without payment being received in cash or allotted as fully paid up by way of issue of bonus shares in the current reporting year and the last five years immediately preceding the current year.

e. Shareholding of promoters*

As at 31 March 2023

Shares held by promoters at the end of the year			% of Change during the year
Promoter name	No. of shares	% of total shares	
Shri Hari Shanker Khemka	3,94,385	19.24%	-59.80%
Shri Aditya Khemka	12,22,299	59.62%	65.59%
Shri Rishi Khemka	3,89,500	19.00%	-48.07%
	20,06,184	97.86%	

As at 31 March 2022

Shares held by promoters at the end of the year			% of Change during the year
Promoter name	No. of shares	% of total shares	
Shri Hari Shanker Khemka	9,80,957	39.24%	0.00%
Shri Aditya Khemka	7,38,169	29.53%	0.00%
Shri Rishi Khemka	7,50,000	30.00%	0.00%
	24,69,126	98.77%	

* Promoter here means promoter as defined in the Companies Act, 2013.

f. Buy back of shares

The Board of directors in its meeting held on 04 January 2023, had approved a proposal of buyback of 450,000 Equity shares (representing 18% of total paid up Equity shares capital of the Holding Company) at price of Rs. 1,443/- (Indian Rupees One Thousand Four Hundred Forty-three only) per Equity shares which opened on 23 February 2023, for fifteen days and settlement of buyback offer date was 24 February 2023. Accordingly, the Holding Company has bought back and extinguished a total of 450,000 Equity shares at a buyback price of Rs. 1,443/- (Indian Rupees One thousand four hundred forty-three only) per Equity shares. The buyback resulted in a Cash outflow of Rs. 800.62 million (buyback value Rs.649.35 million plus buyback tax amount Rs. 151.27 million under section 115QA of the Income Tax Act 1961). Other than the above buy back of shares during the current year, the Group has not undertaken any buy back of shares transaction during the last five years immediately preceding the current year.




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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

22 Other equity**Foreign currency translation reserve**

Opening balance

Add: Addition during the year

Closing balance (A)**Capital reserve**

Opening balance

Change during the year

Closing balance (B)**General reserve**

Opening balance

Add: Addition during the year

Closing balance (C)**Capital Redemption Reserve**

Opening balance

Add: Addition during the year

Closing balance (D)**Retained earnings**

Opening balance

Add: Profit for the year

Add: Other comprehensive income for the year (net of tax impact)

Less: Premium paid on buy back of equity shares [refer note 21(f)]

Less: Tax paid on buy back of equity shares [refer note 21(f)]

Less: Transfer to Capital Redemption Reserve upon buy back of equity shares [refer note 21(f)]

Less: Dividend paid during the year (refer note 47)

Closing balance (E)**Total (A+B+C+D+ E)****Nature and purpose of other reserves****General reserve**

It represents appropriation of profits of the Group and is available for distribution as dividend.

Capital Reserve

It is not available for distribution to the shareholders.

Foreign currency translation reserve

Foreign currency translation reserve represents exchange differences on translation of foreign operations which are recognised in other comprehensive income.

Retained earnings

Retained earnings is used to record balance of consolidated statement of profit and loss and other equity adjustments.

Capital Redemption Reserve

It represents nominal value of the shares bought back as an appropriation from retained earnings.

	As at 31 March 2023	As at 31 March 2022
Foreign currency translation reserve		
Opening balance	4.40	2.69
Add: Addition during the year	0.01	1.71
Closing balance (A)	4.41	4.40
Capital reserve		
Opening balance	0.06	0.06
Change during the year	-	-
Closing balance (B)	0.06	0.06
General reserve		
Opening balance	170.42	170.42
Add: Addition during the year	-	-
Closing balance (C)	170.42	170.42
Capital Redemption Reserve		
Opening balance	-	-
Add: Addition during the year	4.50	-
Closing balance (D)	4.50	-
Retained earnings		
Opening balance	2,669.87	1,718.94
Add: Profit for the year	1,083.11	969.31
Add: Other comprehensive income for the year (net of tax impact)	1.15	(8.37)
Less: Premium paid on buy back of equity shares [refer note 21(f)]	(644.86)	-
Less: Tax paid on buy back of equity shares [refer note 21(f)]	(150.22)	-
Less: Transfer to Capital Redemption Reserve upon buy back of equity shares [refer note 21(f)]	(4.50)	-
Less: Dividend paid during the year (refer note 47)	(38.50)	(10.00)
Closing balance (E)	2,916.05	2,669.87
Total (A+B+C+D+ E)	3,095.44	2,844.75



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23. Borrowings

Secured

Term loans

Indian rupee loan from banks*

Vehicle loans

Indian rupee loan from banks

Indian rupee loan from other parties

Unsecured

Indian rupee loan from related parties (also refer note 43)

Inter-corporate deposits**

Amount disclosed under Short-term borrowings as "Current maturities of long-term borrowings" under note 25

	Non-current		Current maturities	
	As at 31 March 2023	As at 31 March 2022	As at 31 March 2023	As at 31 March 2022
Indian rupee loan from banks*	360.01	467.37	107.84	145.18
Indian rupee loan from banks	16.28	5.73	13.24	5.81
Indian rupee loan from other parties	1.52	5.00	3.47	3.23
Indian rupee loan from related parties (also refer note 43)	50.00	-	-	-
Inter-corporate deposits**	-	13.80	13.80	-
	427.81	491.90	138.35	154.22
	-	-	138.35	154.22
	427.81	491.90	-	-

*includes interest accrued amounting to Rs. 0.34 million (31 March 2022: Rs.6.54 million)

**includes interest accrued amounting to Rs. 0.30 million (31 March 2022: Rs.0.30 million)

23B. Details of Borrowings

Particulars	Interest rate	Type of asset secured	Terms of repayments
Term loans			
Tamilnad Mercantile Bank loan-I Rs. 125.01 million, Current Maturity Rs. 62.50 million (31 March 2022: Rs. 187.50 million, Current Maturity Rs. 62.54 million)	8.25%	Secured by charge on immoveable property at Noida and Mumbai; collateral in form of bank fixed deposits and personal guarantee of the Promoters who are directors in the Company	Repayable in 48 monthly installments commencing from April 2022
Tamilnad Mercantile Bank loan-II Rs. 235.00 million, Current Maturity Rs. 5.00 million (31 March 2022: Rs. 240 million, Current Maturity Rs. Nil)	8.25%	Secured by charge on immoveable property at Noida and Mumbai; collateral in form of bank fixed deposits and personal guarantee of the Promoters who are directors in the Company	Repayable in 48 monthly installments commencing from March 2024
HDFC Bank loan-I Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 11.92 million)	9.05%	Secured by charge on immoveable properties at Delhi and Noida and personal guarantee of the Promoters who are directors in the Company	Repayable in 20 quarterly installments commencing from December 2017
HDFC Bank loan-II Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 4.18 million)	9.05%	Secured by charge on immoveable properties at Delhi and Noida and personal guarantee of the Promoters who are directors in the Company	Repayable in 19 quarterly installments commencing from March 2018
Yes Bank loan-I Rs. Nil, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. 20.00 million)	9.85%	Secured by charge on immoveable property at Noida and personal guarantee of the Promoters who are directors in the Company	Repayable in 20 quarterly installments commencing from March 2018
Yes Bank loan-II Rs. Nil, Current Maturity Rs. 40.00 million (31 March 2022: Rs. 40.00 million, Current Maturity Rs. 40.00 million)	9.90%	Secured by charge on immoveable property at Noida and personal guarantee of the Promoters who are directors in the Company	Repayable in 20 quarterly installments commencing from November 2018
Vehicle loans			
ICICI Bank vehicle loan Rs. Nil, Current Maturity Rs. 3.29 million (31 March 2022: Rs. 3.29 million, Current Maturity Rs. 3.33 million)	7.80%	Exclusive charge on underlying vehicle purchased	Repayable in 36 monthly installments commencing from March 2021
Axis Bank vehicle loan- I Rs. Nil, Current Maturity Rs. 2.44 million (31 March 2022: Rs. 2.44 million, Current Maturity Rs. 2.48 million)	8.25%	Exclusive charge on underlying vehicle purchased	Repayable in 36 monthly installments commencing from March 2021
Axis Bank vehicle loan-II Rs. 16.28 million, Current Maturity Rs. 7.51 million (31 March 2022: Rs. Nil, Current Maturity Rs. Nil)	8.50%	Exclusive charge on underlying vehicle purchased	Repayable in 36 monthly installments commencing from February 2023
Daimler Financial Services Private Limited vehicle loan Rs. 1.52 million, Current Maturity Rs. 3.43 million (31 March 2022: Rs. 4.99 million, Current Maturity Rs. 3.23 million)	7.40%	Exclusive charge on underlying vehicle purchased	Repayable in 36 monthly installments commencing from September 2021

23.B Details of Borrowings for related party

Particulars	Interest rate	Type of asset secured	Terms of repayments
Loan from related party Rs. 50 million, Current Maturity Rs. Nil (31 March 2022: Rs. Nil, Current Maturity Rs. Nil)	7.50%	Unsecured	Repayable in single installment on 30 April 2024
Inter-corporate deposits Rs. Nil, Current Maturity Rs. 13.50 million (31 March 2022: Rs. 13.50 million, Current Maturity Rs. Nil)	10.00%	Unsecured	Repayable within 3 years from the date of disbursement



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23C. Reconciliation of liabilities arising from financing activities

The changes in the Company's liabilities arising from financing activities can be classified as follows:

Particulars**Balance as at 31 March 2021****Cash flows:**

- Proceeds

- Repayment

Non cash adjustments/ movements****Balance as at 31 March 2022****Cash flows:**

- Proceeds

- Repayment

Non cash adjustments/ movements****Balance as at 31 March 2023**

*Long term borrowings include current maturities of long term borrowings

** Includes accrued interest

24 Provisions- non-current**Provision for employee benefits**

Gratuity (refer note 45)

Compensated absences

Other provisions

Provision for warranty (also refer note 28)

25 Current borrowings**Secured**

Current maturities of long term debts (refer note 23)

Cash credit from banks [refer note (i) below]

Working capital demand loan [refer note (ii) below]

Unsecured

Loan from related parties [refer note (iii) below]

Total**Terms and conditions of short-term borrowings**

(i) The Holding Company had availed cash credit facilities from banks aggregating to Rs. 746.79 million (31 March 2022: Rs. Nil) carrying interest rates ranging from 10.30% to 10.60% and are repayable on demand.

(ii) The Holding Company has availed working capital demand loans from banks aggregating to Rs. 2,509.10 million (31 March 2022: Rs. 1,230.00 million) carrying interest rates ranging from 6.90% to 11.90% and are repayable on demand.

(iii) Unsecured loans from Related Parties

Particulars	Interest rate	Type of asset secured	Terms of repayments
Loan from related parties-I	7.50%	Unsecured	Repayable on demand by lenders after giving minimum 12 months prior notice in writing
Rs. 22.88 million (31 March 2022: Rs.23.21 million)			
Loan from related parties-II	7.50%	Unsecured	Repayable within 1 years from the date of disbursement
Rs. 251.05 million (31 March 2022: Rs. Nil)			

26 Trade payables

Total outstanding dues of micro enterprises and small enterprises

Total outstanding dues of creditors other than micro and small enterprises

Particulars	As at 31 March 2023	As at 31 March 2022
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	115.05	40.25
ii) the amount of interest paid by the buyer in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day	0.11	0.86
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act;	-	-
iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	0.00
v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	0.03	0.11



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(All amounts are in Indian Rupees millions, unless otherwise stated)

As at 31 March 2023:

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises	75.02	40.03	-	-	-	115.05
(ii) Others	4,132.51	4,840.34	1.10	0.39	0.62	8,974.96
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	4,207.53	4,880.37	1.10	0.39	0.62	9,090.01

As at 31 March 2022:

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro, small and medium enterprises	40.25	-	-	-	-	40.25
(ii) Others	4,043.80	2,553.41	11.70	0.87	0.37	6,610.16
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	4,084.05	2,553.41	11.70	0.87	0.37	6,650.41

27 Other financial liabilities - current

Security deposits
Payable to employees
Other acceptances
Derivative contracts fair valued through profit or loss
Capital creditors

As at 31 March 2023	As at 31 March 2022
1.10	1.40
95.59	80.88
125.60	95.92
1.54	1.59
23.75	12.27
247.58	192.06

28 Provisions - current
Provision for employee benefits

Gratuity (refer note 45)
Compensated absences

Other provisions

Provision for warranty

As at 31 March 2023	As at 31 March 2022
2.61	3.39
5.37	4.52
56.81	62.13
64.79	70.04

Movement in provision for warranty
Opening balance

Provision created during the year
Provision utilised during the year

Closing balance

As at 31 March 2023	As at 31 March 2022
88.74	80.82
68.43	73.54
(62.13)	(65.62)
95.04	88.74

Provision for warranty

Non-current
Current

As at 31 March 2023	As at 31 March 2022
38.23	26.61
56.81	62.13
95.04	88.74

29 Current tax liabilities (net)

Provision for income tax (net of advance tax)

As at 31 March 2023	As at 31 March 2022
33.53	104.16
33.53	104.16

30 Other current liabilities
Contract liability

- Advance from customers

As at 31 March 2023	As at 31 March 2022
21.19	20.34

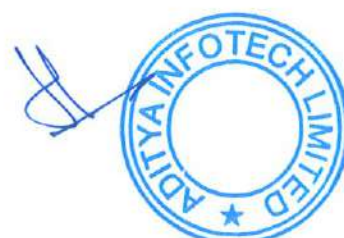
Statutory dues payable

- TDS and TCS payable
- GST payable
- Others

56.62	58.70
75.30	133.85
41.37	4.38
194.48	217.26



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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

31 Revenue from operations**Operating revenue**

Sale of traded goods- security and surveillance equipments and components

Service revenue

Other operating revenue

Business support services

Technical training services

	For the year ended 31 March 2023	For the year ended 31 March 2022
	22,819.66	16,442.85
	16.22	12.61
	22,835.88	16,455.46
	6.00	6.00
	3.59	0.65
	9.59	6.65
	22,845.47	16,462.11

(i) Contract balances:

Particulars	As at 31 March 2023	As at 31 March 2022
Contract liabilities		
Advance from customers	21.19	20.34
Trade receivables	6,149.58	5,249.33

(ii) Disaggregated revenue information under Ind AS 115:

Disaggregation by	For the year ended 31 March 2023	For the year ended 31 March 2022
Type of goods/service		
Sale of goods	22,819.66	16,442.85
Sale of services	16.22	12.61
Other operating revenue	9.59	6.65
Total revenue from contract with customers	22,845.47	16,462.11
India	22,734.54	16,291.44
Outside India	110.93	170.67
Total revenue from contract with customers	22,845.47	16,462.11

Timing of revenue recognition

Goods transferred at a point in time

Services transferred at a point in time

Services transferred over the period of time

Total revenue from contract with customers

	22,819.66	16,442.85
	19.81	13.26
	6.00	6.00
	22,845.47	16,462.11

(iii) Performance obligation

The Group's primary performance obligation under contract with customers for sale of goods and services is satisfied as the goods are delivered/ control is transferred to the customers and services are rendered.

(iv) Reconciliation of transaction price to revenue from contract with customers

Particulars		For the year ended 31 March 2023	For the year ended 31 March 2022
Contract price	(A)	24,905.66	18,297.76
Rebates/ discounts	(B)	2,060.19	1,835.65
Net revenue recognised	(C=A-B)	22,845.47	16,462.11



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

32 Other income

Interest income:

- on bank deposits
- on security deposits
- from customers
- on bonds

Dividend income

Liabilities no longer required written back

Gain on currency fluctuation and translation (net)

Rental income

Insurance claims/ amount recovered against provision made

Gain on extinguishment and modification of lease [refer note 5(c)(i)]

Miscellaneous income

For the year ended 31 March 2023	For the year ended 31 March 2022
60.85	65.02
0.50	0.51
2.52	2.12
0.40	2.38
0.19	0.06
15.34	78.37
1.27	-
4.68	4.31
0.30	0.10
2.22	-
21.82	1.48
110.09	154.35

33 Purchase of Stock -in -trade

Purchase of products and components

For the year ended 31 March 2023	For the year ended 31 March 2022
21,083.83	15,870.62
21,083.83	15,870.62

34 Changes in inventories of finished goods, Stock-in-trade and work-in-progress

Inventory at the beginning of the year

Less: Inventory utilised towards CSR activities

Less: Inventory at the end of the year

For the year ended 31 March 2023	For the year ended 31 March 2022
2,968.28	646.72
-	(2.56)
(5,061.59)	(2,968.28)
(2,093.31)	(2,324.12)

35 Employee benefits expense

Salaries, wages and bonus

Contribution to provident and other funds

Gratuity expense (refer note 45)

Staff welfare expenses

For the year ended 31 March 2023	For the year ended 31 March 2022
986.23	808.72
28.48	24.01
10.89	7.72
6.86	3.69
1,032.46	844.14

36 Finance costs

Interest expense

-Loans from Banks

-Withholding tax and goods and service tax

-Delayed payment of income tax

-Loan from related parties (refer note 43)

-Others

Other finance and bank charges

Interest on lease liability (refer note 5)

For the year ended 31 March 2023	For the year ended 31 March 2022
172.08	152.70
0.58	1.03
2.74	9.10
4.97	5.09
14.36	13.23
24.10	13.90
13.40	8.76
232.23	203.81

37 Depreciation and amortization expense

Depreciation and amortization expense (refer note 4 and 8)

Depreciation on right-of-use assets (refer note 5)

Depreciation on investment property (refer note 7)

For the year ended 31 March 2023	For the year ended 31 March 2022
34.33	33.01
53.88	41.80
0.31	0.66
88.52	75.47



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ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

38 Other expenses

	For the year ended 31 March 2023	For the year ended 31 March 2022
Rent (refer note 5)	47.75	29.70
Rates and taxes	13.68	1.45
Insurance	18.88	22.48
Travelling and conveyance expenses	60.10	32.16
Legal and professional expenses	72.22	51.56
Fees and subscription	10.63	7.53
Telephone and internet charges	5.77	4.73
Electricity and water expenses	9.41	8.33
Repair and maintenance- building	2.70	3.15
Repair and maintenance- others	22.71	16.51
Advertisement and business promotion expenses	488.46	232.99
Freight, cartage and handling charges	155.52	106.59
Product service and warranty expenses	95.39	83.80
Charity and donation	0.90	0.50
Corporate Social responsibility expenses (also refer note 48)	10.74	20.86
Loss on sale/write off of property, plant and equipment (net)	-	1.76
Warehouse handling charges	47.26	33.66
Technical testing and certification fees	14.92	12.58
Web and IT Services	40.16	25.87
Provision for SAD claims	-	1.19
Balances written off	18.25	20.61
Net (gain)/loss on currency fluctuation and translation (other than considered as finance cost)	7.51	1.14
Loss on derivative contracts	-	1.02
Recruitment expenses	4.90	2.01
Office maintenance	0.09	0.28
Vehicle running and maintenance	2.76	1.34
Printing and stationery	4.89	2.38
Security expenses	3.02	2.77
Training expenses	4.89	1.16
Postage and courier charges	1.02	0.83
Loss on investment measured at fair value through profit or loss	1.82	0.45
Director's Sitting Fees	0.70	0.90
Miscellaneous expenses	49.96	10.56
	1,217.01	742.85

39 Exceptional items

	For the year ended 31 March 2023	For the year ended 31 March 2022
Loss of stock in fire incident	57.87	-
	57.87	-



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ADITYA INFOTECH LIMITED
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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

40 Income tax
Tax expense comprises of:

Current tax expense

Deferred tax expense/(credit)

Earlier years tax adjustments (net)

Income tax expense reported in the consolidated statement of profit and loss

	For the year ended 31 March 2023	For the year ended 31 March 2022
Current tax expense	346.35	306.16
Deferred tax expense/(credit)	0.50	10.86
Earlier years tax adjustments (net)	1.86	7.16
Income tax expense reported in the consolidated statement of profit and loss	348.71	324.18

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Group at 25.168% (31 March 2022: 25.168%) and the reported tax expense in consolidated statement of profit or loss are as follows:

Accounting profit before income tax

At India's statutory income tax rate of 25.168% (31 March 2022: 25.168%)

1,431.82	1,293.49
360.36	325.54

Tax effect of amounts which are not deductible (taxable) in calculating taxable income:

Difference in depreciation charged as per Income-tax Act, 1961 vis-à-vis depreciation as per books of accounts

Employee benefits

Expenses never allowed under Income- tax Act, 1961

Others items disallowed/(allowed) under Income-tax Act, 1961

(0.30)	0.17
(0.72)	2.22
6.14	18.19
(19.13)	(39.97)
346.35	306.16

Deferred tax expense/ (credit) recognised in consolidated statement of profit and loss

Earlier years tax adjustments (net)

Income tax expense

0.50	10.86
1.86	7.16
348.71	324.17

41 Earnings per share

Net profit attributable to equity shareholders of the Holding Company

Nominal value of equity share in Rs.

Total number of equity shares outstanding at the beginning of the year

Total number of equity shares outstanding at the end of the year

Weighted average number of equity shares

1,083.11	969.31
10.00	10.00
25,00,000	25,00,000
20,50,000	25,00,000
24,62,500	25,00,000

Basic and diluted earnings per share (in Rs.)

439.84	387.72
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42 Financial instruments

i) Financial assets and liabilities

The carrying amounts of financial instruments by category are as follows:

Particulars	As at 31 March 2023	As at 31 March 2022
	Carrying value	Carrying value
Financial assets measured at fair value through profit or loss		
Investments	5.11	6.93
Financial liabilities measured at fair value through profit or loss		
Derivative contracts	1.54	1.59

Financial assets and liabilities measured at amortised cost

Particulars	As at 31 March 2023	As at 31 March 2022
	Carrying value	Carrying value
Financial assets*		
Investments	-	52.60
Trade receivables	6,149.58	5,249.33
Cash and cash equivalents	1,476.45	1,046.47
Other bank balances	2,238.22	961.57
Other financial assets	811.84	696.08
Total financial assets	10,676.09	8,006.05
Financial liabilities*		
Borrowings	4,095.98	1,899.33
Lease liabilities	172.70	74.75
Trade payables	9,090.02	6,650.41
Other financial liabilities	246.04	190.47
Total financial liabilities	13,604.74	8,814.96

*There are no financial assets and liabilities which are measured at fair value through other comprehensive income.

ii) Fair value hierarchy

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

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

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). The input factors considered are Estimated cash flows and other assumptions.

Fair value of instruments measured at fair value through profit or loss

Fair value of instruments measured at fair value through profit or loss for which fair value is disclosed is as follows, these fair values are calculated using Level 1 and 2 inputs:

Particulars	Fair value hierarchy	As at 31 March 2023		As at 31 March 2022	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Investments	Level 1	5.11	5.11	6.93	6.93
Financial liabilities					
Derivative contracts	Level 2	1.54	1.54	1.59	1.59

Significant inputs used in Level 2 fair value of derivatives measured at FVTPL is marked to market value as on balance sheet date of such derivative transaction.

Fair value of instruments measured at amortised cost

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows, these fair values are calculated using Level 1 and 2 inputs:

Particulars	As at 31 March 2023		As at 31 March 2022	
	Carrying value*	Fair value	Carrying value*	Fair value
Financial assets				
Investments	-	-	52.60	52.60
Trade receivables	6,149.58	6,149.58	5,249.33	5,249.33
Cash and cash equivalents	1,476.45	1,476.45	1,046.47	1,046.47
Other bank balances	2,238.22	2,238.22	961.57	961.57
Other financial assets	811.84	811.84	696.08	696.08
Total financial assets	10,676.09	10,676.09	8,006.05	8,006.05
Financial liabilities				
Borrowings	4,095.98	4,095.98	1,899.33	1,899.33
Lease liabilities	172.70	172.70	74.75	74.75
Trade payables	9,090.02	9,090.02	6,650.41	6,650.41
Other financial liabilities	246.04	246.04	190.47	190.47
Total financial liabilities	13,604.74	13,604.74	8,814.96	8,814.96

*Carrying value of these financial assets and financial liabilities represents the best estimated values.



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Financial risk management

The Group's activities expose it to credit risk, liquidity risk and market risk. The Group's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the consolidated financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents and other financial assets measured at amortised cost	Ageing analysis	Diversification of bank deposits and regular monitoring
Liquidity risk	Borrowings, lease liabilities and other financial liabilities	Cash flow forecasts	Availability of funds and credit facilities.
Market risk - foreign exchange	Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Forward foreign exchange contracts

A) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial asset fails to meet its contractual obligations. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each financial asset. The carrying amounts of financial assets represent the maximum credit risk exposure. The Group monitors its exposure to credit risk on an ongoing basis.

a) Credit risk management**i) Credit risk rating**

The Group assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

The Group provides for expected credit loss based on the following:

Asset groups	Basis of categorisation	Provision for expected credit loss
Low credit risk	Cash and cash equivalents, trade receivables, investments and other financial assets	12 months expected credit loss or life time expected credit loss

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Group. The Group continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in consolidated statement of profit and loss.

Credit rating	Particulars	As at 31 March 2023	As at 31 March 2022
Low credit risk	Cash and cash equivalents, trade receivables, investments and other financial assets	10,676.09	8,006.05

Cash and cash equivalents and other bank balances

Credit risk related to cash and cash equivalents and bank deposits is managed by only diversifying bank deposits and accounts in different banks. Credit risk is considered low because the Group deals with reputed banks.

Trade receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. The Group monitors the economic environment in which it operates. The Group manages its credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of the customers to which the Group grants credit terms in the normal course of business. The Group has also obtained debtor insurance upto Rs. 500.00 millions (31 March 2022: 40 times of the premium paid) to cover its risks of bad debts. The Group also uses a life time expected credit loss model to assess the impairment loss on such receivables. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available internal credit risk factors such as the Group's historical experience for customers.

Other financial assets

Other financial assets measured at amortized cost includes security deposits and other receivables. Credit risk related to these financial assets is managed by monitoring the recoverability of such amounts continuously. Credit risk is considered low because the Group is in possession of the underlying asset. Further, the Group creates provision by assessing individual financial asset for expectation of any credit loss basis expected credit loss model.

ii) Concentration of financial assets

The Group carries on the business of trading of security and surveillance equipments and related activities. Financial assets represents deposits given for business purposes and other receivables arising in normal course of operations.



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ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

b) Credit risk exposure**i) Provision for expected credit losses**

The Group provides for 12 month expected credit losses for following financial assets:

As at 31 March 2023

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,476.45	-	1,476.45
Other bank balances	2,238.22	-	2,238.22
Trade receivables	6,201.71	(52.13)	6,149.58
Other financial assets	811.84	-	811.84

As at 31 March 2022

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,046.47	-	1,046.47
Other bank balances	961.57	-	961.57
Trade receivables	5,315.91	(66.58)	5,249.33
Investments	52.60	-	52.60
Other financial assets	696.08	-	696.08

Reconciliation of expected credit loss for other financials asset and trade receivables:

Reconciliation of loss allowance	Trade receivables
Loss allowance on 31 March 2021	124.83
Allowance for expected credit loss (net)	(58.25)
Loss allowance on 31 March 2022	66.58
Allowance for expected credit loss (net)	(14.45)
Loss allowance on 31 March 2023	52.13

B) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Further, the Group manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalents position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis. Surplus funds not immediately required are invested in certain financial assets which provide flexibility to liquidate at short notice such as fixed deposits with Bank etc.

The Group has developed appropriate internal control systems and contingency plans for managing liquidity risk. This incorporates an assessment of expected cash flows and availability of alternative sources for additional funding, if required.

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2023	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,668.17	427.81	-	4,095.98
Trade payable	9,090.02	-	-	9,090.02
Other financial liabilities	246.04	-	-	246.04
Total	13,004.23	427.81	-	13,432.04

31 March 2022	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	1,407.43	436.72	55.00	1,899.15
Trade payable	6,650.41	-	-	6,650.41
Other financial liabilities	190.47	-	-	190.47
Total	8,248.31	436.72	55.00	8,740.03

The Group had access to following funding facilities :

Funding facilities	Total facility	Drawn	Undrawn
As at 31 March 2023	4,200.00	3,716.60	483.40
As at 31 March 2022	3,830.60	2,713.80	1,116.80



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C) Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates and interest rates - will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

a) Liabilities

The Group has been availing the borrowings on a floating rate of interest based on bank MCLR. These borrowings are carried at amortised cost. The borrowings on a fixed rate of interest basis are not subject to the interest rate risk as defined in Ind AS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates. The borrowings on a variable rate of interest are subject to interest rate risk as defined in Ind AS 107.

Sensitivity of profit and loss due to change in interest rate with respect to variable rate borrowings:

	As at 31 March 2023		As at 31 March 2022	
	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on statement of profit and loss	(18.58)	18.58	(7.81)	7.81

b) Assets

The Group's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(ii) 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 Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

Particulars of unhedged foreign currency exposures as at the reporting date:

Particulars	Currency Symbol	As at 31 March 2023		As at 31 March 2022	
		Amount in foreign currency (millions)	Amount in Rs. millions	Amount in foreign currency (millions)	Amount in Rs. millions
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.11	8.66	0.21	15.75
Total		0.11	8.66	0.21	15.75
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	2.21	182.05	1.74	131.75
Total		2.21	182.05	1.74	131.75

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. Sensitivity due to unhedged foreign exchange exposures is as follows:

Particulars	Currency Symbol	As at 31 March 2023		As at 31 March 2022	
		3% increase	3% decrease	3% increase	3% decrease
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.26	(0.26)	0.47	(0.47)
Total		0.26	(0.26)	0.47	(0.47)

Particulars	Currency Symbol	As at 31 March 2023		As at 31 March 2022	
		3% decrease	3% increase	3% decrease	3% increase
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	5.46	(5.46)	3.95	(3.95)
Total		5.46	(5.46)	3.95	(3.95)

Foreign exchange derivatives and exposures outstanding at the year end:

Particulars	Current Year (2022-2023)		Previous year (2021-2022)	
	USD	Rs.	USD	Rs.
Hedging on account of underlying exposure				
Hedged	6.10	501.23	4.33	328.11
Unhedged - Open Exposure	2.21	167.41	1.74	131.98

Foreign exchange derivatives contracts at the year end:

	Maturity	
	Upto 6 months	More than 6 months

As at 31 March 2023

Foreign exchange forward contracts (highly probable forecast purchases)

Notional amount (USD)

6.10

Average forward rate

82.36

As at 31 March 2022

Foreign exchange forward contracts (highly probable forecast purchases)

Notional amount (USD)

4.33

Average forward rate

76.01



ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

43 Related party transactions

In accordance with the requirements of Ind AS 24, 'Related Party Disclosures', the names of the related party where control exists/able to exercise significant influence along with the transactions and year-end balances with them as identified and certified by the management are given below:

a) Details of related parties:

Description of relationship	Names of related parties
Joint Venture Company	AIL Dixon Technologies Private Limited
Key management personnel (KMP)	
Chairman	Mr. Hari Shanker Khemka
Managing Director	Mr. Aditya Khemka
Relative of Key management personnel	Rishi Khemka (Son of Mr. Hari Shanker Khemka)
Relative of Key management personnel	Ananmay Khemka (Son of Mr. Aditya Khemka)
Relative of Key management personnel	Shradha Khemka (Wife of Mr. Aditya Khemka)
Enterprises having common KMPs/ under control of KMPs	ARK Infosolution Pvt Ltd. Aditya Security & Safety LLP Trend Setter Promoters LLP Seth Parmanand Khemka Charitable Trust YPO Delhi Chapter Aditya Colonizers LLP



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b) Statement of transactions with related parties -

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(i) Sale of goods		
ARK Infosolution Pvt Ltd.	0.19	-
AIL Dixon Technologies Pvt. Ltd.	1.70	4.40
(ii) Business support services provided to		
AIL Dixon Technologies Pvt. Ltd.	6.00	6.00
(iii) Purchase of goods		
AIL Dixon Technologies Pvt. Ltd.	9,463.37	7,709.48
(iv) Repayment of loan		
Rishi Khemka	-	34.00
(v) Expenses incurred by the Company on behalf of		
Aditya Safety & Security LLP	0.18	-
(vi) Remuneration Paid*		
Hari Shanker Khemka	28.21	21.96
Aditya Khemka	158.62	97.42
Ananmay Khemka	2.34	2.34
(vii) Interest on loan taken		
Hari Shanker Khemka	1.36	1.50
Aditya Khemka	1.09	1.20
Rishi Khemka	1.17	2.39
Trend Setter Promoters LLP	1.35	1.35
(viii) Rent expense paid/ payable		
Aditya Khemka	6.00	6.00
Hari Shankar Khemka	4.20	4.20
Shradha Khemka	1.80	1.80
ARK Infosolution Pvt Ltd.	0.53	2.10
(ix) Rental income		
ARK Infosolution Pvt Ltd.	3.04	2.81
Aditya Safety & Security LLP	0.12	0.08
Trend Setter Promoters LLP	0.18	0.18
(x) Electricity and water charges paid/ payable		
ARK Infosolution Pvt. Ltd.	1.13	1.01
Aditya Safety & Security LLP	0.02	-

* does not include provision made for gratuity and compensated absences as the same is determined for the Group as a whole.



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ADITYA INFOTECH LIMITED

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Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
(xi) Purchase of property, plant and equipment ARK Infosolution Pvt. Ltd.	1.28	-
(xii) CSR Expenses Seth Parmanand Khemka Charitable Trust	10.64	20.86
(xiii) Donation Paid Seth Parmanand Khemka Charitable Trust	0.83	-
(xiv) Professional charges paid/ payable Trend Setter Promoters LLP	1.65	1.95
(xv) Membership and subscription charges paid/ payable YPO Delhi Chapter	0.16	0.79
(xvi) Dividend Paid Hari Shanker Khemka (along with Hari Shanker Khemka HUF) Aditya Khemka (along with Hari Shanker Khemka HUF) Rishi Khemka Shradha Khemka Ananmay Khemka	15.40 11.38 11.55 0.17 0.00	3.92 2.95 3.00 0.05 0.00
(xvii) Loan Proceeds Rishi Khemka	300.00	-
(xviii) Travelling expense reimbursement ARK Infosolution Pvt. Ltd.	0.05	-
(xix) Commission and Brokerage Aditya Colonizers LLP	0.05	-
(xx) Advertisement and business promotion expenses YPO Delhi Chapter	0.58	-
(xxi) Buy back of shares [also refer note 21(f)] Hari Shanker Khemka (along with Hari Shanker Khemka HUF) Aditya Khemka (along with Hari Shanker Khemka HUF) Rishi Khemka Shradha Khemka Ananmay Khemka	259.74 191.87 2.94 194.81 0.00	- - - - -




b) Outstanding balances at the year end

Particulars	As at 31 March 2023	As at 31 March 2022
(i) Trade Payables AIL Dixon Technologies Pvt. Ltd.	2,795.80	3,159.32
(ii) Trade Receivables AIL Dixon Technologies Pvt. Ltd.	2.60	6.70
(iii) Investment in Joint Venture AIL Dixon Technologies Pvt. Ltd.	294.50	235.43
(iv) Borrowings Hari Shanker Khemka Aditya Khemka Rishi Khemka Trend Setter Promoters LLP	12.50 10.00 300.00 13.50	12.50 10.00 - 13.50
(v) Interest Payable Hari Shanker Khemka Aditya Khemka Rishi Khemka Trend Setter Promoters LLP	0.21 0.17 1.05 0.30	0.39 0.32 - 0.30
(vi) Remuneration Payable Hari Shanker Khemka Aditya Khemka Ananmay Khemka	0.62 10.26 0.10	0.45 6.34 0.15
(vii) Other Receivables Aditya Safety & Security LLP	0.18	-

Terms and conditions with related parties

(i) All transactions with related parties are made on the terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at respective year ends are unsecured and settlement is generally done in cash.

(ii) The Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken at each reporting date.



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44 Capital management

The Group's capital includes issued share capital and all other distributable reserves. The primary objective of the Group's capital management is to maximise shareholder value and to maintain an optimal capital structure to reduce the cost of capital. The Group have both long and short term borrowings.

Group's gearing ratio is:

Particulars	As at 31 March 2023	As at 31 March 2022
Long term borrowings	427.81	491.90
Short term borrowings (including current maturities of long term borrowings)	3,668.17	1,407.43
Less: Cash and cash equivalents	(1,476.45)	(1,046.47)
Net debt (a)	2,619.53	852.86
Total Equity (b)	3,115.94	2,869.75
Equity and net debt (c = (a) + (b))	5,735.47	3,722.61
Gearing Ratio (d = a/c)	0.46	0.23

45 Employee benefits

The Group has adopted Indian Accounting Standard (Ind AS) - 19 on Employee Benefit as under :

Defined contribution plans

The Company makes contribution towards employee's provident fund and employee's state insurance. The Company has contributed Rs. 28.48 million (31 March 2022: Rs. 23.74 million) during the year ended 31 March 2023 as contribution towards these schemes.

Defined benefit plans**Gratuity (unfunded)**

The Group has a defined benefit gratuity plan. Every employee is entitled to gratuity as per the provisions of the Payment of Gratuity Act, 1972. The liability of Gratuity is recognized on the basis of actuarial valuation.

Salary increases	Actual salary increases will increase the plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
Discount rate	Reduction in discount rate in subsequent valuations can increase the plan's liability.
Mortality & disability	Actual deaths and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact plan's liability.

Amounts recognised in the balance sheet:

Particulars	As at 31 March 2023	As at 31 March 2022
Present value of the obligation	74.41	64.59
Fair value of plan assets	60.95	44.27
Net liability/(planned assets)	13.46	20.32

Loss recognised in other comprehensive income:

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Actuarial loss recognised during the year	(1.36)	11.36

Expenses recognised in statement of profit and loss

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
Current service cost	9.77	7.34
Interest cost (net)	1.12	0.38
Cost recognised during the year	10.89	7.72

Movement in the liability recognised in the balance sheet is as under:

Particulars	31 March 2023	31 March 2022
Present value of defined benefit obligation at the beginning of the year	64.59	51.21
Current service cost	9.77	7.34
Interest cost	4.56	3.38
Actuarial (gain)/loss net		
Actuarial loss on arising from change in financial assumption	(2.18)	7.89
Actuarial loss on arising from experience adjustment	0.78	3.20
Benefits paid	(3.11)	(8.43)
Present value of defined benefit obligation at the end of the year	74.41	64.59

Movement in the plant assets recognised in the balance sheet is as under:

Particulars	31 March 2023	31 March 2022
Present value of plan value assets at the beginning of the year	44.27	41.95
Interest income	3.44	3.00
Return on plan assets excluding amounts included in	(0.04)	(0.25)
Contributions by Employer	16.39	8.00
Benefits paid	(3.11)	(8.43)
Present value of plan value assets at the end of the year	60.95	44.27



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For determination of the liability of the Group the following actuarial assumptions were used:

Particulars	31 March 2023	31 March 2022
Discount rate	7.50%	7.25%
Salary escalation rate	8.00%	8.00%
Retirement age (Years)		
Withdrawal rate		
Less than 30 years	3.00%	3.00%
From 30 to less 44 years	3.00%	3.00%
44 years and above	3.00%	3.00%
Weighted average duration of PBO	12.43	12.47

Maturity profile of defined benefit obligation:

Particulars	31 March 2023	31 March 2022
Weighted Average Duration (Years) as at valuation date	12.43 Years	12.47 Years

The Expected maturity analysis of discounted defined benefit liability is as follows:

Particulars	31 March 2023	31 March 2022
Within next 1 year	2.61	3.27
Between 1-5 years	14.81	11.35
Over 5 years	31.57	49.97
Total	48.99	64.59

Sensitivity analysis for gratuity liability:

Particulars	31 March 2023	31 March 2022
Present value of obligation at the end of the year	74.41	64.59
a) Impact of the change in discount rate		
Impact due to increase of 0.5 %	-5.51%	-5.60%
Impact due to decrease of 0.5 %	5.99%	6.11%
b) Impact of the change in salary increase		
Impact due to increase of 0.5 %	-3.81%	-3.96%
Impact due to decrease of 0.5 %	3.92%	4.02%
b) Impact of the change in withdrawal rate		
Impact due to increase of 10 %	0.31%	0.19%
Impact due to decrease of 10 %	-0.36%	-0.21%

Sensitivities due to mortality is not material. Hence impact of change is not calculated.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

46 Contingent Liabilities and Commitments**A. Contingent liabilities****(i) Inland bank guarantees**

	31 March 2023	31 March 2022
	49.67	41.04
	49.67	41.04

(ii) Income-tax matters

(a) An Income Tax survey under section 133 A of Income-tax Act, 1961 was carried out at the Holding Company premises on 18 February 2019. During the course of the survey, the tax officials raised certain concerns and insisted on declaration of additional income amounting to Rs. 403.82 million. The Holding Company's Board of Directors considered all the points raised by the survey team and were of the considered view that no additional income needs to be offered to tax as the actual income for the said assessment year has been correctly /duly accounted for in the books of accounts.

The Assessment proceedings for the said assessment year have got concluded by the Assessing Officer ('AO'), who vide order dated 30 September 2021 has raised tax demand of Rs.189.59 million (31 March 2022: Rs.189.59 million) and has also initiated penalty proceedings. The Holding Company has contested the said order before the Commissioner of Income Tax (Appeals) wherein the Holding Company has contended that the AO has erred both on facts and in law, in making the additions, ignoring the settled position of law that the statements recorded during the course of survey has no evidentiary value and cannot be regarded as conclusive evidence and that the AO has made additions without bringing on record any contrary evidence in respect of the submissions made by the Holding Company. The Holding Company has deposited Rs. 38.00 million (31 March 2022: Rs. 38.00 million), under protest and the appeal in the matter is currently pending disposal. During the current year, the Holding Company has received an order u/s 154 dated 09 May 2022 raising the demand of Rs. 7.80 million (31 March 2022: Rs. nil) on account of wrong calculation of interest u/s 234D in the order dated 30 September 2021.

Based on inputs by tax experts, the management believes that the chances of any liability devolving on the Group in the above matter is not probable and accordingly, no adjustment is currently necessary in these consolidated financial statements at this stage.



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(iii) Indirect tax matters

(a) VAT matters

Demands raised under respective VAT Acts

Amounts paid under protest

31 March 2023	31 March 2022
14.76	19.36
2.98	3.27

(b) GST matters*

Demands raised under GST regulations (other than matters under*)

Amounts paid under protest

31 March 2023	31 March 2022
4.53	3.24
0.24	1.20

(c) Customs matters

Demands raised under Customs Act

Amounts paid under protest

31 March 2023	31 March 2022
20.73	-
0.22	-

Based on inputs by tax experts, the management believes that the chances of any liability devolving on the Group is not probable and accordingly, no adjustment is currently necessary in these consolidated financial statements at this stage.

*During the current year, the Holding Company has received multiple show cause notices from Goods and Services Tax ("GST") authorities of the State of Tamil Nadu, Haryana, Telangana, Maharashtra, Odisha, Chhattisgarh, Gujarat, Madhya Pradesh, Rajasthan, Bihar, West Bengal and Uttarakhand, in relation to dues under the Goods and Services Tax Regulations (both Central and State Goods and Service Tax Acts and Rules thereunder), aggregating to Rs.2,886.53 million for the financial years 2017-2018 to 2021-2022, on account of differences between ITC claimed in Form GSTR-3B vs ITC appearing in GSTR-2A, difference between turnover reported in GSTR-1 and GSTR-3B etc. Subsequently, the GST authorities in the State of Tamil Nadu have also carried out inspection on 05 January 2023 of Holding Company's records for the financial year 2017-18 to 2021-22.

The Holding Company has already filed appropriate replies against the above show cause notices, against which the authorities are yet to respond. As assessed by the management, issues raised in the above notices are arbitrary in nature and the Holding Company's management believes that the likelihood of any liability devolving on the Holding Company is not probable and hence, no adjustment is considered necessary in these consolidated financial statements at this stage.

(iv) Claims by customers (alongwith interest) in the normal course of business may be payable as and when the outcome of the related matters are finally determined. Management based on the legal inputs and historic trends, believes that no material liability will devolve on the Group, in respect of such matters.

B. Commitments

Estimated amount of contract remaining to be executed on capital and other commitments not provided for (net of advances) is Rs. 11.45 million (31 March 2022: Rs. 5.75 million). Apart from above mentioned amount, certain purchase orders issued to suppliers are for open quantities in the normal course of business.

47 Dividend

a) The Company's Board of Directors at their meeting held on 18 August 2022 recommended dividend on equity shares @ Rs. 4 per equity share for the financial year 2021-2022 that was approved by the shareholders in their Annual General Meeting held on 18 August 2022. The total outgo as dividend to the shareholders during the year amounted to Rs. 10 million.

b) The Company's Board of Directors at their meeting held on 11 November 2022 accorded approval for payment of interim dividend of Rs. 11.40 per equity share for the year ended 31 March 2023. The total outgo as interim dividend to the shareholders for the year ended 31 March 2023 amounted to Rs.28.50 million.

c) The Company's Board of Directors at their meeting held on 23 October 2023 have proposed final dividend on equity shares @ Rs. 4.88 per equity share for the financial year 2022-23 (total outgo being Rs. 10 million), subject to approval of shareholders in the ensuing Annual General Meeting.

48 Corporate Social Responsibility

	For the year ended March 31, 2023	For the year ended March 31, 2022
Amount required to be spent by the Group during the year	10.73	7.27
Amount of expenditure incurred	10.74	20.86
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	-	-
Details of related party transactions	Refer Note 43	Refer Note 43

Nature of CSR activities includes donation to education institutions, hospitals etc. through its related party. Such activities are covered under eligible CSR activities under Schedule VII of the Companies Act, 2013.



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49 Segment information

The Group has only one operating segment and is primarily engaged in the business of trading of security and surveillance equipments. Accordingly, the figures appearing in these consolidated financial statements relate to the Group's single operating segment. The Board of Directors consider trading of security and surveillance equipments and related activities as the main business of the Group. Accordingly, there are no other separate reportable segments in terms of Ind AS 108 on 'Operating Segments'.

(a) There are no major customers having revenue of more than 10% of the reportable segment.

(b) Information about geographical areas: The Group sale goods and provides services to customers which are domiciled in India as well as outside India. The amount of revenue from external customers broken down by the location of the customers is as follows:

	For the year ended 31 March 2023	For the year ended 31 March 2022
Attributed to the Group's country of domicile, India	22,734.54	16,291.44
Attributed to foreign countries	110.93	170.67
	22,845.47	16,462.11

50. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment, received Presidential assent in September 2020. The Code has been published in the Gazette of India, however, the date on which the Code will come into effect is yet to be notified and final rules/ interpretation are yet to be issued. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code and the rules thereon becomes effective.

51. Assets pledged as security for borrowings

The carrying value of assets pledged as security against borrowings:

Particulars	31 March 2023	31 March 2022
Non-current assets		
Property, plant and equipment	264.28	251.22
Right-of-use assets	204.92	207.93
Investment property	4.08	4.39
Total	473.28	463.54
Current assets		
Inventories	5,110.50	3,026.75
Trade receivables	6,149.58	5,249.33
Total	11,260.08	8,276.08

52. Pursuant to Transfer Memorandum dated 12 June 2018, the New Okhla Industrial Development Authority ("Noida Authority") transferred the allotment and lease of the land located at 12A, Sector 135, Noida, Uttar Pradesh, that the Holding Company was carrying as "Right of use Asset" as per Ind AS 116. As per the terms of the transfer memorandum and the lease deed, the Holding Company was required to undertake construction activity/ development activity on the said land within the prescribed timelines. The Noida Authority vide its letter dated 24 March 2022 had granted extension for completion of construction till 31 December 2022 and the Holding Company had initiated the construction and development activities by awarding of the contracts/ work orders for site cleaning, soil investigation and architectural services. However, the Holding Company could not complete the construction activities by the prescribed date, consequent to which the Noida Authority, relying on the Government of Uttar Pradesh Ordinance dated 7 January 2022, issued a show cause notice dated 19 January 2023 for cancellation of the lease deed. In response to such show cause notice, the Holding Company filed its response on 31 January 2023, requesting for further extension of atleast six months so that necessary steps could be taken. Subsequently, the Noida Authority vide its letter dated 19 May 2023 cancelled the lease deed and allotment of the said land.

In response to the above, the Holding Company had approached the Noida Authority for revocation of cancellation and restoration of the allotment of said land and had also filed a letter dated 5 September 2023, in response to which the Noida Authority vide its letter dated 18 September 2023 has confirmed that the Holding Company's revocation request has been referred to State Government authorities for their approval and matter is under consideration with the Government. Based on its internal assessment and inputs from its legal expert, the management is confident of receiving favourable order from the Government of Uttar Pradesh regarding restoration of the Holding Company's title and rights to the leased land shortly and further, has already mobilised resources for completion of construction and development activities on the said land within the timelines that may be prescribed by the authorities and accordingly, believes that no adjustment is necessary in these consolidated financial statements at this stage.

53. Additional regulatory information not disclosed elsewhere in the consolidated financial statements

- (a) The Group does not have any transactions with struck-off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (b) The Group has not undertaken any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961).
- (c) The Group has not been declared a 'Willful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (d) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (e) The Group does not have any Benami property and no proceedings have been initiated or pending against the Group for holding any Benami property, under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the rules made thereunder.
- (f) The Group does not have any charge or satisfaction of charge which is yet to be registered with ROC beyond the statutory period.
- (g) The Group has not traded or invested in Crypto currency or Virtual Currency during the current and previous financial year.
- (h) The Group has not advanced or provided loan to or invested funds in any entity(ies) including foreign entities (Intermediaries) or to any other person(s), with the understanding that the Intermediary shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (i) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (j) The Group has been sanctioned facilities from the banks on the basis of security of current assets. The periodic returns filed by the Group with such banks are in agreement with the books of accounts of the Group.



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54. Additional disclosure required under Schedule III of the Act of the entities consolidated as subsidiary and joint venture

As at 31 March 2023

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in statement of profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated net assets	Amount (Rs. in million)	As % of Consolidated profit/(loss) after tax	Amount (Rs. in million)	As % of Consolidated other comprehensive income	Amount (Rs. in million)	As % of Consolidated total comprehensive income	Amount (Rs. in million)
Holding Company								
Aditya Infotech Limited	93.05%	2,899.31	94.30%	1,021.33	87.82%	1.02	94.29%	1,022.35
Subsidiary								
Foreign								
Shenzhen CP Plus International Ltd.	0.59%	18.53	0.09%	1.00	0.00%	-	0.09%	1.00
Joint Venture								
Indian								
AIL Dixon Technologies Private Limited	9.45%	294.50	6.13%	66.37	11.58%	0.13	6.13%	66.50
Eliminations and consolidation adjustments	-3.09%	(96.40)	-0.52%	(5.59)	0.60%	0.01	-0.51%	(5.58)
Total	100%	3,115.94	100%	1,083.11	100%	1.16	100%	1,084.27

As at 31 March 2022

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in statement of profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidated net assets	Amount (Rs. in million)	As % of Consolidated profit	Amount (Rs. in million)	As % of Consolidated other comprehensive income	Amount (Rs. in million)	As % of Consolidated total comprehensive income	Amount (Rs. in million)
Holding Company								
Aditya Infotech Limited	94.61%	2,715.04	86.29%	836.42	127.64%	(8.50)	86.00%	827.92
Subsidiaries								
Foreign								
Aditya Infotech HK Ltd	0.00%	-	9.86%	95.59	0.00%	-	9.93%	95.59
Shenzhen CP Plus International Ltd	0.61%	17.53	0.07%	0.71	0.00%	-	0.07%	0.71
Joint Venture								
Indian								
AIL Dixon Technologies Private Limited	8.20%	235.43	9.26%	89.80	-1.95%	0.13	9.34%	89.93
Eliminations and consolidation adjustments	-3.42%	(98.25)	-5.49%	(53.21)	-25.68%	1.71	-5.35%	(51.50)
Total	100%	2,869.75	100%	969.31	100%	(6.66)	100%	962.65

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55 Group information

(a) Information about subsidiaries and joint venture

Name of the Company	Relationship with Holding Company	Nature of business	Country of incorporation	Proportion of ownership interest (%)	
				31 March 2023	31 March 2022
Aditya Infotech (HK) Ltd.*	Subsidiary	Trading of goods	Hongkong	0%	100%
Shenzhen CP Plus International Ltd.	Subsidiary	Business Consultancy Service	China	100%	100%
AIL Dixon Technologies Pvt. Ltd.	Joint venture	Manufacturing and trading of goods	India	50%	50%

*Voluntarily wound up during the financial year 2022-23

(b) Summarised financial information for joint venture

The table below provides summarised financial information for joint venture that is material to the Holding Company. The information disclosed reflects the amounts presented in the financial statements of the relevant joint venture and not Aditya Infotech Limited's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method, including fair value adjustments made at the time of acquisition and modifications for differences in accounting policies, if any.

Summarised balance sheet

Particulars	31 March 2023	31 March 2022
Current assets		
Cash and cash equivalents	25.92	259.11
Other assets	5,284.19	5,374.40
Total current assets	5,310.11	5,633.51
Property, plant and equipment	493.89	293.88
Capital work-in-progress	264.31	-
Right-of-use asset	110.36	114.82
Other non-current assets	19.78	6.40
Total non-current assets	888.34	415.10
Current liabilities		
Financial liabilities	5,311.47	5,349.43
Other liabilities	3.58	10.92
Total current liabilities	5,315.05	5,360.35
Non-current liabilities		
Financial liabilities	195.76	128.71
Other liabilities	31.63	36.55
Total non-current liabilities	227.39	165.26
Net assets	656.01	523.00

Summarised statement of profit and loss

Particulars	31 March 2023	31 March 2022
Revenue	9,845.81	7,986.51
Other income	2.98	2.92
Total income	9,848.79	7,989.43
Cost of goods sold	9,185.77	7,404.98
Employee benefits expense	88.19	53.88
Finance costs	15.67	18.29
Depreciation and amortisation	36.15	33.93
Other expenses	275.84	223.79
Profit before tax	247.17	254.56
Tax expense	57.43	74.97
Profit for the year	189.74	179.60
Other comprehensive income	0.27	0.26
Total comprehensive income	190.01	179.85

Reconciliation to carrying amount of investment

Particulars	31 March 2023	31 March 2022
Opening net assets	523.03	343.17
Profit for the year	189.74	179.60
Other comprehensive income	0.27	0.26
Closing net assets	713.04	523.03
Holding Company's share in %	50%	50%
Company's share in Indian Rupees	356.52	261.51
Less: Unrealised profit on upstream and downstream transactions	(62.02)	(26.08)
Carrying amount	294.50	235.43



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ADITYA INFOTECH LTD.

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2023

(All amounts are in Indian Rupees millions, unless otherwise stated)

56 Certain previous year amounts have been reclassified for consistency with the current year presentation. Such reclassification did not have any impact on the current year consolidated financial statements.

57 The figures have been rounded off to the nearest million of rupees upto two decimal places. The figure 0.00 wherever stated represents value less than Rs. 50,000/-.

In terms of our report attached of even date

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013


Deepak Mittal
Partner
Membership No.: 503843



Place: Gurugram

Date: 23 October 2023

For and on behalf of Board of Directors of

ADITYA INFOTECH LIMITED


Hari Shanker Khemka
Chairman
DIN:00514501


Yogesh Sharma
Sr. VP Finance

Place: Noida

Date: 23 October 2023


Aditya Khemka
Managing Director
DIN:00514552

