

NOTICE OF THIRTIETH (30th) ANNUAL GENERAL MEETING

NOTICE is hereby given that the 30th Annual General Meeting of Aditya Infotech Limited is scheduled to be held on Monday, July 07, 2025, at the Corporate Office of the Company situated at A-12, Sector-04, NOIDA-201301 at 11:00 A.M. to transact the following businesses:

ORDINARY BUSINESSSES:

1. TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED ANNUAL AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

To consider and if thought fit, to pass, with or without modifications, the following resolution as **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(s) made thereto, the annual audited Standalone and Consolidated Balance Sheet as at March 31, 2025, 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 Board of Directors and Auditors thereon be and are hereby received, considered and adopted.”

2. TO APPOINT A DIRECTOR IN PLACE OF MR. HARI SHANKER KHEMKA (DIN-00514501), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

To consider and if thought fit to approve re-appointment of Mr. Hari Shanker 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. Hari Shanker Khemka (DIN: 00514501), 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 FOR THE FINANCIAL YEAR 2024-25

To consider and if thought fit to declare final dividend on equity shares of the Company for the year ended March 31, 2025, at INR 1.64/- approx. per Equity Share of INR 1/- (Indian Rupees One only) each aggregating to 18,00,000,00/- (Indian Rupees Eighteen Crores 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, 2025 at INR 1.64 /- approx. per Equity Share of INR 1/- (Indian Rupees One only) each aggregating to INR 18,00,000,00/- (Indian Rupees Eighteen Crores only) on equity share capital of the Company as recommended by the Board of Directors of the Company at their meeting held on July 02, 2025 be and is hereby approved and declared by the Shareholders of the Company.”

SPECIAL BUSINESSES:

4. APPOINTMENT OF M/S. ANUJ GUPTA & ASSOCIATES, COMPANY SECRETARIES, AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR A TERM OF FIVE CONSECUTIVE YEARS FROM THE FINANCIAL YEAR 2025-26

To Consider and if thought fit, pass, the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the shareholders be and is hereby accorded for appointment of M/s. Anuj Gupta & Associates, Practicing Company Secretaries (Firm Registration No. S2015DE314800) as the Secretarial Auditor of the Company for a term of five (5) consecutive years, to hold office of the Secretarial Auditor for the Financial Year 2025-26 on such remuneration, as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors, from time to time."

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.

5. TO CONSIDER AND ADOPT AMENDMENTS TO ADITYA INFOTECH EMPLOYEE STOCK OPTION PLAN 2024

To Consider and if thought fit, pass, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, and the rules notified thereunder (including any statutory modification(s) or reenactment thereof, for the time being in force) and subject to the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time, ("SEBI SBEB Regulations") provisions contained in the memorandum of association and the articles of association of the Company, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations and guidelines of any/ various statutory/ regulatory authority(ies) that are or may become applicable (collectively referred herein as the "Applicable Laws") and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the "Board"), the consent of the shareholders be and is hereby accorded for the amendment of Clause 11.1 of the Aditya Infotech Employee Stock Option Plan 2024 ("ESOP Scheme"), by reducing the minimum advance notice period for opening of the Exercise Window from 30 (thirty) days to 15 (fifteen) days.

"The Board/Committee shall give the employees reasonable advance notice of at least 15 days, prior to the opening of the Exercise Window to allow the employees to arrange for necessary liquidity to exercise the Options."

RESOLVED FURTHER THAT Mr. Hari Shanker Khemka, Mr. Aditya Khemka, Directors, Mr. Yogesh Sharma, Chief Financial Officer, and Ms. Roshni Tandon, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things, and execute such documents, as may be necessary or expedient to give effect to this resolution."

By the order of the Board
For Aditya Infotech Limited


Roshni Tandon
Company Secretary & Compliance Officer



Date: July 03, 2025
Place: Noida

NOTES:

- 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.
- 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.
- 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.
- 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.
- Members are requested to notify any change in their address/ mandate/ other details immediately to the Company at its registered office.
- 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.
- 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.
- 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.
- The Register of Members of the Company will remain closed from July 4, 2025 to July 7, 2025 (both days inclusive) for the purpose of AGM and payment of Final Dividend to be declared.

10. Route map to the venue of the meeting is annexed.

By order of the Board
For Aditya Infotech Limited



Roshni Tandon
Company Secretary & Compliance Officer



Date: July 03, 2025
Place: Noida

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4 – APPOINTMENT OF SECRETARIAL AUDITOR

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), every listed company and certain other classes of companies, as prescribed, are mandatorily required to annex a Secretarial Audit Report to the Board's Report prepared under Section 134(3) of the Act. The Secretarial Audit Report is to be issued by a Practicing Company Secretary in Form MR-3.

Further, pursuant to the amendments introduced under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its Annual Report. The said regulation further mandates that the Secretarial Auditor appointment shall be approved by the shareholders at the Annual General Meeting

Accordingly, the Board of Directors at its meeting held on **July 02, 2025**, pursuant to the recommendations of the Audit Committee, appointed M/s, Anuj Gupta and Associates, Practicing Company Secretaries (Firm Registration No. S2015DE314800) as the Secretarial Auditor of the Company for a one (1) term of a period of five (5) years, commencing on Financial year 2025-26, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

While recommending M/s, Anuj Gupta and Associates ("the firm") for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. The Firm was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

M/s Anuj Gupta and Associates is an Associate Member firm of the Institute of Company Secretaries of India (ICSI) and a Company Secretary in Practice with over 10 years of experience. The firm is engaged in providing a wide range of secretarial and certification services, including promotion, formation, and incorporation of companies and related matters, secretarial audit and certification services, signing of annual returns, pre-certification and e-filing of various e-forms, and other compliance matters related to the Registrar of Companies (ROC).

The terms and conditions of appointment of the proposed Secretarial Audit firm include a tenure of five years commencing from Financial year 2025-26, in accordance with the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The proposed remuneration to be paid to M/s. Anuj Gupta and Associates, for the financial year 2025-26 is INR 60,000/- (Rupees Sixty Thousand only) plus out of pocket expenses and applicable taxes.

The proposed remuneration has been determined after considering the scope of audit, the complexity of work, the firm's experience in the industry, the size of the engagement team, and the time and professional

expertise required to carry out the assignment effectively. Any additional fees payable for statutory certifications or other professional services shall be determined separately by the management in consultation with the audit firm, subject to approval of the Board of Directors and/or the Audit Committee, as applicable. The remuneration for subsequent financial years will be fixed and approved by the Board and/or the Audit Committee, from time to time.

The Firm has provided its consent to act as the Secretarial Auditors of the company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Companies Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of M/s Anuj Gupta and Associates as the Secretarial Auditors of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

ITEM NO. 5 - TO APPROVE THE AMENDMENT IN THE ADITYA INFOTECH EMPLOYEE STOCK OPTION PLAN 2024

The shareholders are informed that pursuant to Clause 11.1 of the Aditya Infotech Employee Stock Option Plan 2024 ("ESOP Scheme"), a minimum advance notice of 30 days is required to be given to employees prior to the opening of the Exercise Window, in order to allow them sufficient time to arrange the necessary liquidity to exercise their vested stock options.

In light of the proposed listing of equity shares pursuant to proposed Initial Public Offering (IPO) of the Company and the commencement of vesting of stock options under the ESOP Scheme, it is anticipated that following the exercise of stock options by employees, the Company will be required to complete several procedural steps such as intimation to employees, receipt of application money, allotment of equity shares, and crediting of such shares to the respective demat accounts of the employees.

Accordingly, with a view to facilitating timely execution of such exercises, especially in situations where prevailing market conditions or corporate actions may necessitate quicker action, the Nomination and Remuneration Committee by way of resolution by circulation on June 28, 2024 and Board of Directors of the Company, at its meeting held on June 02, 2025, recommended and approved an amendment to Clause 11.1 of the ESOP Scheme to reduce the minimum notice period from 30 days to 15 days. The proposed amendment continues to ensure that employees are provided with reasonable and sufficient time to arrange for liquidity and make informed decisions.

The amendment is in the best interest of the employees and fully complies with applicable laws.

The text of Clause 11.1 of the ESOP Scheme is proposed to be amended as under:

- Existing Clause 11.1:

"The Board/Committee shall give the employees reasonable advance notice of at least 30 days prior to the opening of the Exercise Window to allow the employees to arrange for necessary liquidity to exercise the Options."

- Proposed Clause 11.1:

"The Board/Committee shall give the employees reasonable advance notice of at least 15 days, prior to the opening of the Exercise Window to allow the employees to arrange for necessary liquidity to exercise the Options."

A copy of the modified ESOP Scheme incorporating the above amendment is available for inspection at the Registered Office of the Company during business hours on working days up to the date of the Annual General Meeting and shall also be available during the meeting.

The Board recommends the resolution for approval of the shareholders by way of the **Special Resolution**.

None of the Directors, Key Managerial Personnel (KMPs), or their relatives is, in any way, concerned or interested in the resolution, except to the extent of the options that may be granted to them under the ESOP Scheme.



DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT
(Pursuant to clause 1.2.5 of the Secretarial Standard – 2)

Name of Director	Mr. Hari Shanker Khemka
Age	71 Years
Director Identification Number (DIN)	00514501
Qualification	He holds the bachelor's degree in science (chemistry) from Hindu College, University of Delhi
Experience	He has approximately 29 years of experience in the information technology and electronic video surveillance sector
Terms and Conditions of re-appointment	Appointment as a chairman and whole-time director, liable to retire by rotation, other terms as per agreement executed with the company.
Date of first appointment on the Board	March 27, 1995
Details of remuneration sought to be paid and the remuneration last drawn by such person	As a chairman cum whole Time Director, his total remuneration is as follows: 1. Salary of INR 4,20,00,000/- (Indian Rupees Four Crores Twenty Lakhs only) annually; 2. Other Benefits & Perquisites as per the Company's policy not exceeding INR 52,00,000/- (Indian Rupees Fifty-Two Lakhs only) annually.
Shareholding in the Company	1. 100 equity shares held in his own name. 2. 7,80,350 equity shares held through HUF being kata of HUF. 3. 1,97,19,150 equity shares held through trust being trustee of a discretionary trust
Relationship with the other Directors, Managers and other Key Managerial personnel	Father of Managing Director Mr. Aditya Khemka and Grand Father of Whole time Director – Mr. Ananmay Khemka
The Number of Meetings of the Board attended during the year	Eleven
Directorship held in other Companies	ARK Infosolutions Private Limited
Membership / Chairmanship of Committee(s) of other Companies:	None

Harsh



ATTENDANCE SLIP

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

I/We hereby record my/our presence at the 30th Annual General Meeting (Financial Year 2024-2025) of Aditya Infotech Limited held at 11:00 HRS on Monday , 07th day of July 2025 at Corporate Office of the Company situated at A-12, Sector-04, NOIDA-201301

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)

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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 30th Annual General Meeting of members of the Company, to be held on Monday, July 07, 2025 at 11:00 A.M. at corporate office of the situated at A-12, Sector-04, Noida-201301, and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	RESOLUTION(s)	FOR	AGAINST
1.	To receive, consider and adopt the Standalone and consolidated annual audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the reports of the Board of Directors and Auditors thereon.		
2.	To appoint a director in place of Mr. Hari shanker Khemka (DIN-00514501), who retires by rotation and being eligible, offers himself for re-appointment		
3.	To declare final dividend on equity shares of the company for the financial year 2024-25;		
4.	Appointment of M/s. Anuj Gupta & Associates, Company Secretaries, as the Secretarial Auditor of the Company for a term of five consecutive years from the Financial Year 2025-26		
5.	To consider and adopt amendments to Aditya Infotech Employee Stock Option Plan 2024		

Signed this Day of..... 2025
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





ADITYA INFOTECH LIMITED
BOARD'S REPORT FOR FINANCIAL YEAR 2024-25

BOARD'S REPORT

Dear Members,

The Board of Directors ("Board") are pleased to present the 30th Annual Report on the business and operations of the Aditya Infotech Limited ("Company"), together with the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025 ("FY 2024-25").

FINANCIAL HIGHLIGHTS

The Company's performance during the FY 2024-25, as compared to the previous year, is summarized below:

(*Amounts in ₹Million, except earnings per share)

Particulars	Consolidated		Standalone	
	Year ended		Year ended	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Revenue from Operations	31,118.72	27,824.26	30,658.17	27,824.26
Add: Other Income	110.54	135.34	115.86	134.68
Total Income	31,229.26	27,959.60	30,774.03	27,958.94
Less: Expenditure	28,645.39	25,594.83	28,282.52	25,594.45
- Finance Cost	418.12	309.09	415.11	309.03
- Depreciation/ Amortization	311.23	157.13	252.44	157.13
Exceptional items				
Share of loss in joint venture		294.50	-	-
Others	(2,486.30)	(42.14)	-	(42.14)
Profit / (Loss) before taxes	4,340.82	1,646.19	1,823.96	1,940.47
Less : Taxes and Provisions				
- Current tax	569.67	506.93	547.15	506.93
- Income tax for earlier years	(1.51)	(4.46)	(1.51)	(4.46)
- Deferred tax charge /(credit)	258.97	(8.00)	(74.63)	(8.00)
Profit / (Loss) for the Year	3,513.69	1,151.72	1,352.95	1,446.00
Add: Other Comprehensive income / expense	(3.28)	(15.57)	(3.57)	(14.94)
Total Comprehensive Income for the year	3,510.41	1,136.15	1,349.38	1,431.06
Transfer to Reserves				
Basic EPS (in actual figures)	33.02	11.24	12.72	14.11

*Amounts rounded off to the nearest rupee

BUSINESS OPERATIONS/STATE OF AFFAIRS OF THE COMPANY

Your Company remains steadfast in its mission to make the world a safer and more secure place. CP PLUS has continued to strengthen its market leadership through sustained investments in technological innovations, R&D and localization, manufacturing excellence, and customer-centric growth strategies.



Building on the momentum of the previous year, the Company made significant strides in expanding its operational capabilities. Key focus areas included deeper backward integration, accelerated R&D, and broadened market reach across all customer segments and verticals — especially in deeper geographies across Bharat.

A major highlight of the year was the attainment of the prestigious Standardization Testing and Quality Certification (STQC) from the Government of India. This certification underscores CP PLUS's commitment to designing and manufacturing fully compliant, secure CCTV and surveillance solutions, powered by its proprietary CTC technology. It not only enhances customer confidence but also positions CP PLUS as a preferred partner for mission-critical Government infrastructure, Enterprise projects, and the SME and home segments — fully aligned with national initiatives such as *Make in India*, *Atmanirbhar Bharat* and *Digital India*.

The CP PLUS Next-Gen Experience Centres, first introduced last year, have now expanded into all major metro cities across India. These centres serve as interactive innovation hubs where partners, integrators, and customers can explore state-of-the-art security technologies and solutions and gain insights into the future of surveillance.

The year also marked progress in supply chain digitization and strategic talent acquisition and development. Your company also achieved the prestigious globally recognised Great Place to Work (GPW). It signifies your company's commitment to creating an environment where employees feel trusted, respected, and fairly treated. Our R&D teams continue to drive innovation with a focus on self-reliance and global competitiveness, enabling the Company to stay ahead of market trends and proactively meet evolving customer needs.

Despite a dynamic and competitive business environment, your Company has demonstrated consistent growth and operational resilience. Looking ahead, the Management remains highly optimistic about the upcoming financial year, with upcoming listing on the stock exchanges, ushering in a phase of more ambitious growth and market share, with a strong focus on profitability, continued product innovation, and deeper penetration in both domestic and international markets.

AWARDS AND RECOGNITIONS

During the financial year 2024-25, the Company has received the following awards:

- ❖ Mr. Aditya Khemka Honored with the "Pioneer in Surveillance Industry Award 2025" - Viksit Delhi Summit & Awards
- ❖ Best Smart Security Solutions Brand Award 2025 - NDTV Gadgets360
- ❖ Women Leadership Excellence Award 2025
- ❖ Mr. Aditya Khemka Wins the CX Leader of the Year Award 2025
- ❖ CP PLUS Wins the CX Best Customer Experience Award 2025
- ❖ CP PLUS Wins the Prestigious Outlook Business Spotlight Achiever's Award for Securing the Future: Surveillance Brand of the Year
- ❖ CP PLUS Wins Prestigious 'Brand of the Year' Award at the ELETS India Brand Awards 2024
- ❖ CP PLUS Wins 'Long-Term Marketing Strategy' Award at the ELETS India Brand Awards 2024
- ❖ CP PLUS Wins the Channel Favorite Product Award 2024 for its CP-Z44R 4MP Solar-Powered 4G Camera at the SME Channel's 14th Channel Accelerator Award 2024
- ❖ CP PLUS Wins the "Best Electronic Security Company - Make in India Award 2024" at VarIndia Star Nite Awards



- ❖ Product of the Year Award 2024 - Video Surveillance Systems - FIST Awards 2024 presented by FSAI
- ❖ CP PLUS Wins the Prestigious 'Brand of the Decade Award 2024' - Presented by BARD and Herald Global
- ❖ World Leaders Recognition Award 2024 - World Business Summit hosted by Al Makhtoum Group in Dubai
- ❖ Most Admired Brand 2024 – VarIndia
- ❖ CP PLUS Wins India's Top Security & Surveillance Provider Award at the 16th NCN Innovative Products Award
- ❖ CP PLUS Wins Leading Surveillance Brand Award & Best Customer Experience Brand Awards at the India Brand Summit & Awards 2024
- ❖ CP PLUS wins the Best Smart Security Solution Brand Award at the NDTV Gadgets 360 Awards 2024
- ❖ Emerging Global Organization of the Year Award presented at National Skills Awards for Eminence by the Electronics Sector Skills Council of India ESSCI 2024

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 are pleased to recommend a final dividend of INR 1.64 /- approx. (Indian Rupees One Point Six Four, approximately) per equity share of INR 1/- (Indian Rupees One only) each aggregating to INR 18,00,000,00/- (Indian Rupees Eighteen Crores only) on equity share capital of the Company for the financial year ended March 31, 2025 out of the profits of the Company.

The payment of dividend is subject to approval of the shareholders at the ensuing 30th Annual General Meeting (AGM) scheduled to be held on Monday, July 7, 2025 and shall be subject to deduction of income tax at source as may be applicable under the Law.

TRANSFER TO RESERVES

The Board of Directors does not propose to transfer any amount to general reserve and has decided to retain the entire amount of profit for the financial year ended March 31, 2025 appearing in the Statement of profit and loss.

MATERIAL EVENTS DURING FY 2024-25 UNDER REVIEW

Acquisition of the remaining 50% equity shares of AIL Dixon

Pursuant to the terms of the Share Subscription and Purchase Agreement dated July 8, 2024 (the "SSPA"), entered into among our Company, Dixon Technologies (India) Limited ("DTIL"), and AIL Dixon Technologies Private Limited ("AIL Dixon"), the Company, on September 18, 2024, acquired DTIL's equity shares in AIL Dixon in consideration for the issuance of 7,305,805 equity shares of face value ₹1 each of the Company, representing 6.65% of the total issued and paid-up equity share capital of the Company.

Prior to the above-mentioned acquisition, AIL Dixon was a joint venture between the Company and DTIL, established pursuant to a joint venture agreement, under which AIL Dixon was engaged in manufacturing



the Company's products. With this acquisition, the Company has consolidated all operations at the group level, while AIL Dixon continues to serve as a key manufacturing entity for the Company's products.

Filing of Draft offer documents ("DRHP") with SEBI.

During the Financial Year 2024-25, the Company successfully filed its Draft Red Herring Prospectus ("DRHP") with the Securities and Exchange Board of India ("SEBI") on September 30, 2024.

Following the submission, the Company received certain observations on the DRHP from SEBI and Stock Exchanges. These observations relate to various aspects of the offer documents, including but not limited to, risk factors, management structure, capital structure, and recent changes in the Company's management and promoter group.

In consultation with its Book Running Lead Managers ("BRLMs") and Legal Counsels, the Company has duly responded to the observations, including the filing of an addendum to the DRHP, and has submitted the requisite clarifications to SEBI and Stock Exchanges within the prescribed timelines.

Thereafter, Stock Exchanges have granted in-principle approval for the proposed public issue of equity shares of the Company on January 9, 2025, and SEBI issued its final observations for the proposed IPO of the Company on January 29, 2025.

As on the date of this Report, the Company, along with its BRLMs and Legal Counsels, is actively engaged in finalizing the updated draft offer documents, which will be filed with SEBI in due course.

CAPITAL STRUCTURE

Authorised Share Capital

During FY 2024-25, pursuant to a resolution passed by the shareholders of the Company at an Extra Ordinary General Meeting held on June 17, 2024, the Authorized Share Capital of the Company was:

- a. Increased from INR 5,05,00,000 (Indian Rupees Five Crore and Five Lakhs Only) divided into 50,50,000 (Fifty Lakhs and Fifty Thousand) Equity Shares of INR 10/- (Indian Rupees Ten only) to INR 15,00,00,000 (Indian Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of INR 10/- (Indian Rupees Ten only); and
- b. Sub-divided from INR 15,00,00,000 (Indian Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crores Fifty Lakhs) equity shares of INR 10 (Indian Rupees Ten) each to INR 15,00,00,000 (Indian Rupees Fifteen Crores only) divided into 15,00,00,000 (Fifteen Crores) equity shares of INR 1 (Indian Rupee One).

The authorized share capital of the Company, as on March 31, 2025, stood at INR 15,00,00,000 (Indian Rupees Fifteen Crores only) divided into 15,00,00,000 (Fifteen Crores) equity shares of INR 1 (Indian Rupee One).

Issued, Subscribed & Paid-Up Share Capital

During the Year under review, pursuant to a resolution passed by the shareholders of the Company at an Extra Ordinary General Meeting held on June 17, 2024, the Company issued bonus equity shares to its



existing equity shareholders in the proportion of 4 (Four) new bonus equity shares of INR 1 (One) each for every 1 (One) existing fully paid up equity shares of INR 1 (One) each aggregating to 8,20,00,000 (Eight Crores Twenty Lakhs) equity shares of INR 1 (One).

Further, at the same Extra Ordinary General Meeting held on June 17, 2024, the shareholders approved sub-division of equity shares of the Company from ₹ 10/- each to ₹ 1/- per each.

Subsequently, on September 18, 2024, the Company made a preferential allotment of 7,305,805 equity shares of face value INR 1 each at a premium of INR 339.32 per share (issue price of INR 340.32 per equity share) to Dixon Technologies (India) Limited, on preferential cum private placement basis.

This allotment was made pursuant to the Share Subscription and Purchase Agreement dated July 8, 2024, executed among the Company, Dixon Technologies (India) Limited, and AIL Dixon Technologies Private Limited ("AIL Dixon"). The preferential issue was undertaken as part of the strategic transaction involving the acquisition of the remaining 50% equity stake in AIL Dixon from Dixon Technologies (India) Limited, thereby making AIL Dixon a wholly owned subsidiary of the Company.

The issued, subscribed and paid-up equity share capital as on March 31, 2025 stood at INR 10,98,05,805/- (Indian Rupees Ten Crores Ninety Eight Lakhs Five Thousand Eight Hundred Five only) divided into 10,98,05,805 (Ten Crores Twenty Five Lakhs) Equity Shares of INR 1/- (Indian Rupee One) each.

DEPOSITS

In terms of the provisions of Section 73 of the Act read with the relevant Rules of the Act, the Company had no opening or closing balances and also has not accepted any deposits during the financial year under review and as such, no amount of principal or interest was outstanding as on March 31, 2025;

RELATED PARTY TRANSACTIONS

During the Financial Year ended 31st March 2025, all the contracts and arrangements entered into by the Company with the related parties were in the ordinary course of business and on arm's length basis and were in compliance with the applicable provisions of the Companies Act 2013. Further, all the transactions were entered on arm's length basis and none of them are material in nature. Accordingly, 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 attached as **Annexure A**.

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

The details of Foreign Exchange earning and outgo is as follows:

- a. The foreign exchange earned in terms of actual inflows during the year: INR 8,29,91,375
- b. Foreign exchange outgo during the year in terms of actual outflows: INR 92,38,31,732

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the year under review, your company has Two (2) wholly owned subsidiary Companies, as listed below.

Sr. No.	Name of Company	Country	% of holding	Nature
1.	Shenzhen CP Plus International Ltd.	China	100%	Wholly owned Subsidiary
2.	*AIL Dixon Technologies Private Limited	India	100%	Wholly owned subsidiary

** Acquired during the year on September 18, 2024*

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 provisions 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

As on March 31, 2025, the Board comprised of Eight (8) members with appropriate mix of Executive Directors and Non-Executive Directors in compliance with the provisions of the Act. The Board consists of eminent individuals of diverse backgrounds with skills, experience and expertise in various areas.

Inductions

Directors

During the FY 2024-25, in terms of the provisions of the Act and based on the recommendation of Nomination and Remuneration Committee ("NRC"), the Board has appointed:

- Mr. Chetan Kajaria (DIN:00273928) as a Non-Executive Independent Director for a term of five (5) years commencing with effect from September 10, 2024.

- Mr. Atul Behari (DIN:00781436) Lall as Non-Executive Director with effect from September 12, 2024
- Mr. Ananmay Khemka (DIN: 10782656) as Whole-time Director for a term of five (5) years commencing with effect from September 23, 2024.
- Mr. Himanshu Baid (DIN: 00014008) as a Non-Executive Independent Director for a term of five (5) consecutive years commencing with effect from March 18, 2025

Key Managerial Personnel

During FY 2024-25, in terms of the provisions of the Act and based on the recommendation of NRC, the Board has appointed:

- Mr. Yogesh Chand Sharma as Chief Financial Officer of the Company with effect from May 24, 2024.
- Ms. Roshni Tandon as Company Secretary & Compliance Officer of the Company with effect from May 24, 2024.

Director liable to retire 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. Hari Shanker Khemka (DIN: 00514501), 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 recommends his re-appointment at the ensuing Annual General Meeting.

Cessation

Directors

During FY 2024-25, following persons ceased to be Director of the Company:

- Mr. Rishi Khemka (DIN: 00514590) resigned from the position of Non-Executive Director of the Company with effect from September 23, 2024.
- Mr. Abhishek Dalmia (DIN: 00011958) ceased to be a Non-Executive Independent Director of the Company upon completion of his second term of five (5) years with effect from close of business hours on March 29, 2025.

Independent Directors

The Independent Directors have submitted their declaration of Independence, stating that:

- i. they continue to fulfil the criteria of independence as required pursuant to Section 149 read with Schedule IV of the Act and Regulation 16 and 25 of the SEBI Listing Regulations;
- ii. they are not debarred from holding the office of Director pursuant to any SEBI order or order of any such authority; and

- iii. there has been no change in the circumstances affecting their status as Independent Director of the Company.

All Independent Directors have affirmed compliance to the Code of Conduct for Independent Directors as prescribed in Schedule IV to the Act. In the Board's opinion, the Independent Directors are persons of high repute, integrity and possess the relevant expertise and experience in their respective fields. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct. Independent Directors have also confirmed that they have registered their names in the Independent Directors' databank with the Indian Institute of Corporate Affairs.

Meetings of the Board and Committees:

The Board and other statutory Committees meetings were duly convened as in accordance with provisions of the Companies Act, 2013 and rules made thereunder. The Details of all such Meetings held during the Financial Year 2024-25 are mentioned herein below:

Details of Board & Committee Meetings convened during the financial year 2024-25:

S. No.	Board Meetings	Audit Committee Meetings	Nomination & Remuneration Committee Meetings	Corporate Social Responsibility Committee Meetings	Risk Management Committee Meetings	Stakeholder's Relationship Committee Meetings
	24-May-2024	-	24-May-2024	-	-	-
2	12-June-2024	12-June-2024	12-June-2024	-	-	-
3	17-June-2024	-	17-June-2024	-	-	-
4	02-Aug-2024	02-Aug-2024	-	-	-	-
5	10-Sep-2024	-	10-Sep-2024	10-Sep-2024	-	-
6	12-Sep-2024	-	12-Sep-2024	-	-	-
7	18-Sep-2024	-	-	-	-	-
8	23-Sep-2024	23-Sep-2024	23-Sep-2024	-	-	-
9	27-Sep-2024	-	-	-	-	-
10	30-Sep-2024	30-Sep-2024	-	-	-	-
11	17-Dec-2024	17-Dec-2024	17-Dec-2024	-	17-Dec-2024	-
12	18- Mar-2025	18-Mar-2025	18- Mar-2025	-	18- Mar-2025	18- Mar-2025

The intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013

CONSTITUTION OF BOARD & COMMITTEES

Board of Directors	Audit Committee	Nomination & Remuneration Committee	Corporate Social Responsibility Committee	Risk Management Committee	Stakeholder's Relationship Committee
Mr. Hari Shanker Khemka	Mr. Chetan Kajaria (Chairman)	Mr. Chetan Kajaria (Chairman)	Mr. Hari Shanker Khemka (Chairman)	Himanshu Baid (Chairman)	Mr. Chetan Kajaria (Chairman)
Mr. Aditya Khemka	Ms. Ambika Sharma (Member)	Mr. Manish Sharma (Member)	Mr. Aditya Khemka (Member)	Hari Shanker Khemka, (Member)	Hari Shanker Khemka, (Member)
Mr. Manish Sharma	Mr. Manish Sharma (Member)	Ms. Ambika Sharma (Member)	Ms. Ambika Sharma (Member)	Aditya Khemka (Member)	Aditya Khemka (Member)
Ms. Ambika Sharma	Mr. Aditya Khemka (Member)	-	-	Anup Nair (Member)	-
Chetan Kajaria	-	-	-	-	-
Atul Behari Lall	-	-	-	-	-
Ananmay Khemka	-	-	-	-	-
Himanshu Baid	-	-	-	-	-

OTHER COMMITTEES

Apart from the above statutory committees, the Board had constituted the IPO Committee and Management Committee to meet the specific business and compliance requirements.

The constitution of IPO Committee and Management Committee is as follows:

IPO Committee	Management Committee
Hari Shanker Khemka (Chairman)	Hari Shanker Khemka (Chairman)
Aditya Khemka (Member)	Aditya Khemka (Member)
Himanshu Baid (Member)	Ananmay Khemka (Member)

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has duly complied with applicable Secretarial standards issued by the Institute of Company Secretaries of India in terms of section 118(10) of the Act.

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

STATUTORY AUDITORS & AUDITOR'S REPORT

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 five (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 Board of Directors of the Company, in addition to the out-of-pocket expenses, incurred by them during the course of the aforesaid Audit.

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 2024-25, which forms part of the Annual Report 2024-25. The Report was self-explanatory and there were no adverse remarks/ observation were made by the Auditors which seeks any explanation from the Board of Directors.

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

SECRETARIAL AUDITORS & SECRETERIAL AUDIT REPORT

In compliance with provisions of section 204 of the Companies Act, 2013, M/s Pawan Mahur & Associates, Company Secretaries were appointed as the Secretarial Auditors of the Company for the financial year 2024-25. The Secretarial Audit Report submitted by them in the prescribed Form MR- 3 is attached as 'Annexure C' to this report.

Further, the Report submitted by the Secretarial Auditor for the year under review was self-explanatory and there were no adverse remarks/ observation which seeks any explanation from the Board of Directors.

INTERNAL AUDITORS

M/s D.P. Kapoor & Co. were appointed as the internal auditor of the Company for the FY 2024-25 on such remuneration as may be decided by the Board of Directors 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 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

Except as disclosed elsewhere in the report, 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 Board of Directors of the Company, at its meeting held on September 10, 2024, approved the Risk Management Policy and constituted a Risk Management Committee to oversee the development and implementation of the Company's risk management framework.

The Risk Management Committee is entrusted with the responsibility of reviewing the risk management plan periodically and ensuring its continued effectiveness. In the opinion of the Board, there are no material risks at present that may threaten the existence or long-term viability of the Company.

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 and the Board of Directors and no major weaknesses were observed.

CORPORATE SOCIAL RESPONSIBILITY

The Company has formulated a Corporate Social Responsibility (CSR) Committee and during the year the Committee was re-constituted and consists of the following members as on March 31, 2025:

- ❖ Mr. Hari Shanker Khemka - Chairman of the Committee
- ❖ Mr. Aditya Khemka - Member
- ❖ Ms. Ambika Sharma - 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

The Company's CSR activities and spending was majorly focused on promotion of health, education and animal welfare as we undertook projects for establishment of fodder hall for cattle welfare, 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 2024-25 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 – 'D'** to this Report.

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, 2025, 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 on March 31, 2025 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.

HUMAN RESOURCE MANAGEMENT AND RELATED DISCLOSURES

Employee Stock Option Schemes

During the financial year under review, pursuant to a resolution passed by the Board of Directors on June 12, 2024, and by Shareholders on June 17, 2024, the Company has adopted an Employees Stock Option Scheme named as Aditya infotech Employee Stock Option Plan 2024.

The objective of the ESOP Scheme 2024 is among others, to attract and retain employees with employee stock options as a compensation tool. Through the ESOP Scheme, 2024, your Company intends to align the interests of those employees who have contributed or are expected to contribute to the growth and development of your Company.

The Statement containing relevant disclosures pursuant to Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 is annexed herewith as **Annexure-'E'**

Prevention of Sexual Harassment at Workplace

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.

During the period under review, there were no cases filed pursuant to the Sexual Harassment of Women at

Information about Remuneration and Particulars of Employees

The information as required under Section 197(12) of the Act read with Rule 5(2) and Rule 5(3) of the above-mentioned Rules pertaining to the names of top ten employees and other particulars of employees is provided in a separate annexure. However, as per the provisions of Section 136(1) of the Act and the Rules thereunder, the Annual Report and the financial statements, excluding the aforesaid annexure, are being sent to the Members, and other persons entitled thereto. Any Member interested in obtaining a copy of the same may write to the Company Secretary and Compliance Officer at companysecretary@adityagroup.com.

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.

Annual Return

The Annual Return in Form No. MGT – 7 of the financial year 2024-25 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.

GENERAL

Your Directors state that no disclosure is required in respect of the following items, as there were no transactions on these items took place 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. The Company is not required to maintain cost records under Section 148 of the Act; and
4. 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.

5. 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.
6. 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: July 2, 2025

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 2024-25.
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 2024-25 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: July 2, 2025

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
2.	Name of the subsidiary	Shenzhen CP Plus International Ltd.	AIL Dixon Technologies Private Limited*
3.	The date since when subsidiary was acquired	December 30, 2016	September 18, 2024
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	March 31, 2025	
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 11.5436 Closing Rate 11.7833 Average Rate 11.66345	
6.	Share capital	1,11,88,775	19,00,00,000
7.	Reserves & surplus		
8.	Total assets	2,09,66,089	6,18,13,56,000
9.	Total Liabilities	16,58,545	6,55,58,29,000
10.	Investments	NIL	NIL
11.	Turnover *Revenue from Operations *Other income	2,14,93,659 5,59,425	13,93,81,16,000 5,09,27,000
12.	Profit/(Loss) before taxation	10,23,534	(1,49,04,70,000)
13.	Provision for taxation	2,33,587	(37,38,39,000)
14.	Profit/(Loss) after taxation	7,89,947	(1,11,66,31,000)
15.	Proposed Dividend	Nil	Nil
16.	Extent of shareholding (In percentage)	100%	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.
- * Acquired during the year on September 18, 2024 and accordingly, there is no JV as on March 31, 2025*

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



Roshni Tandon
Company Secretary & Compliance officer

For Aditya Infotech Limited



Yogesh Sharma
Chief Financial Officer

Date: July 2, 2025



Form No.MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

To

The Members

Aditya Infotech Limited

CIN: U74899DL1995PLC066784

F-28, Okhla Industrial Area, Phase – 1

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, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on 31st March, 2025, 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 76;
- 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’):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Not Applicable
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;



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- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(During the year under review, the Company, at its Extraordinary General Meeting (EGM) held on September 27, 2024, passed a resolution approving the issuance of shares to the public under the applicable regulations for the purpose of the Initial Public Offering (IPO). Subsequently, the Draft Red Herring Prospectus (DRHP) dated September 30, 2024 was filed with BSE Limited and the National Stock Exchange of India Limited ("Stock Exchanges") on dated September 30, 2024 followed by filing of Addendum to DRHP on December 17, 2024. Further, In-principle approval was received from Stock Exchanges on January 09, 2025.*
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable
 - 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; Not Applicable
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and Not Applicable
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; Not Applicable
- vi. Other laws specifically applicable to the company are as under and it has been confirmed & declared by the management that the company has duly 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. The Custom Act, 1962
 8. E-Waste (Management) Rules, 2016

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.
- 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.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes (appointment or otherwise) 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 or as agreed by the Board of Directors, 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/with majority 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 no specific events/ actions took place having a major bearing on the Company's affair in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For & on behalf of
M/s. Pawan Mahur & Associates
Company Secretaries



Pawan Kumar Mahur
Proprietor
C. P. No. – 16961
Peer Review No. I2016DE1492400
UDIN: F008462G000690330

Date: 01.07.2025
Place: New Delhi

Note: 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 Members

Aditya Infotech Limited

CIN: U74899DL1995PLC066784

F-28, Okhla Industrial Area, Phase – 1

New Delhi-110020

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. Where ever required, we 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 & on behalf of
M/s. Pawan Mahur & Associates
Company Secretaries

Pawan Kumar Mahur
Proprietor
C. P. No. – 16961
Peer Review No. I2016DE1492400



Date: 01.07.2025

Place: New Delhi

Annexure – D

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

1. Brief outline on CSR Policy of the Company.

At Aditya Infotech Limited, we believe that Corporate Social Responsibility ("CSR") is strongly connected with the principles of sustainability and as an organization we should make our decisions based not only on financial factors, but also on the social and environmental consequences.

The Board of Directors ("Board") of the Company has adopted a revised CSR policy w.e.f. September 10, 2024, the same is also available at the website of the Company at www.adityagroup.com

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)	1	1
2	Mr. Aditya Khemka	(Member)	1	1
3	Mr. Ambika Sharma	(Member)	1* (Entitled to Attend : 0)	NA

* Ms. Ambika Sharma, Independent Director of the Company, had been inducted as member of the CSR Committee w.e.f March 18, 2025.

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).	1,48,47,70,389/-
	(b) Two percent of average net profit of the company as per section 135(5)	2,96,95,408/-
	(c) Surplus arising out of the CSR projects or programmes or activities of 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).	2,96,95,408/-

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	Contribution for Construction & Renovation of the Dharamshala of SKDT at Buhana (Raj)		Yes	Rajasthan	Jhunjhunu		40,00,000	NIL	40,00,000	Direct	NA	
2	Setting up 'Diabetic Retinopathy Centre' at Brij Healthcare & Research Centre, Vrindavan through Dr. Shroff Chairty Eye Hospital		Yes	Uttar Pradesh	Mathura		40,95,000	NIL	40,95,000	Rotary Foundation India		CSR00008486
3	Installation of CCTV surveillance		Yes	Delhi	Delhi		58,00,000	NIL	58,00,000	Sabhyata Foundation		

	at Archaeological sites at 5 historic monuments in Delhi through Sabhyata Foundation										CSR00021742
4	Setting up school at Kadapa or YEDA(Gr. NOIDA)	Yes	Andhra Pradesh	Kadapa		98,00,000	NIL	98,00,000	Seth Parmanand Khemka-Charitable Trust		CSR00002074
	Total					2,36,95,000		2,36,95,000			

(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 Child Right and You (CRY) through our trust for Supporting child education	Promoting education	Yes	Delhi		3,60,000	Yes	Seth Parmanand Khemka-Charitable Trust CSR00002074
2.	Contribution made to Rotary Foundation (Ind) through our trust for construction of "Fodder Hall (Chara	Animal welfare	Yes	Delhi		30,00,000	No	Rotary Foundation (India) CSR00008486

	Godam) at Shri Godham Mahateerth Pathmedia Lok Punyarth Nyas (Rajasthan) for the noble cause of Cattle Welfare							
3.	Contributed to Shree Khemka Development Trust through our Trust for Beti Bachao Beti Padhao scheme	Promoting education	Yes	Jhunjhunu (Rajasthan),	2,00,000/-	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
4.	Contribution made to Shri Godham Mahateerth Pathmedia Lok Punyarth Nyas for construction of "Fodder Hall (Chara Godam) at (Rajasthan) for the noble cause of Cattle Welfare	Animal welfare	Yes	Sirohi (Rajasthan)	25,00,000	No	Seth Parmanand Khemka-Charitable Trust	CSR00002074
	Total				60,60,000			

(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. 2,97,55,000

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

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.

60,60,000	40,00,000/- 1,96,95,000/- Total 2,36,95,000/-	24.04.2025 28.04.2025	-	-	-
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(f) Excess amount for set off, if any- NA

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

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

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

8. Whether any capital assets have been created or acquired through CSR amount spent in the financial 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).

Not Applicable



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

Place: Noida

Date: July 2, 2025

ANNEXURE – 'E'**Statement pursuant to Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014**

S. No.	Particulars	Options details
1.	Options granted during the year	26,54,560
2.	Options vested during the year	11,950
3.	Options exercised during the year	NIL
4.	The total number of shares arising as a result of exercise of option	26,05,270
5.	Options lapsed	49,290
6.	The exercise price	INR 292.68 per share
7.	Variation of terms of options	Nil
8.	Money realized by exercise of options	Nil
9.	Total number of options in force	26,05,270
10.	Employee wise details of options granted to:-	
	i. Key managerial personnel	
	a) Yogesh Chand Sharma	256,250
	b) Roshni Tandon	13,650
	ii. any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	No employee has received grant in any one year of options amounting to 5% or more of the options granted during the year
	iii. identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	No employee has been granted options during any one year equal to or exceeding 1% of the issued capital of the Company

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. Introduction of power saving modes in CP PLUS products and R&D led efforts to design energy efficient surveillance solutions.
(ii)	the steps taken by the Company for utilizing alternate sources of energy	The Company is in process of exploring alternate source of energy. Notably, its material subsidiary has already adopted solar energy at its manufacturing facility, supporting cleaner and more cost-effective operations.
(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. A major initiative was the scaling of the in-house R&D centre in Noida, comprising a team of 110 professionals engaged in product engineering, software and firmware development, intelligent analytics, and cloud platforms. The team focused on the integration of AI/ML into surveillance systems, enabling advanced features such as number plate recognition, helmet detection, reverse driving detection, and intrusion alerts
(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. The Company has improved product features through AI/ML integration, reduced costs via local manufacturing and automation, and accelerated product development with in-house R&D. Collaborations for indigenous chipsets and STQC-certified products have supported import substitution in line with the 'Make in India' initiative
(iii)	in case of imported technology (imported during the last three years reckoned from the	There is no imported technology involved in the operations of the Company. The Company has focused on local manufacturing, R&D, and innovation, supported by strategic partnerships, to drive self-reliance

	beginning of the financial year)-	
	(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 has not taken place, and the reasons thereof	NA
(iv)	the expenditure incurred on Research and Development	Research and development costs incurred during the year ended 31 March 2025 that have been capitalised, aggregates to Rs. 70.79 million (31 March 2024: Rs. 89.75 million). Research and development costs that were not eligible for capitalisation and have been expensed off during the year ended 31 March 2025, aggregates to Rs. 105.27 million (31 March 2024: Rs. 63.24 million)

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

**Place: Noida
Date: July 2, 2025**

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

Walker Chandiok & Co LLP

21st Floor, DLF Square
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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 2025, 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 material accounting policy information 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 2025, 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.



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

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

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

5. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
7. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

8. 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.



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9. 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 with reference to financial statements in place and the operating effectiveness of such controls;
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
 - Conclude on the appropriateness of 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; and
 - 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.
10. 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

11. 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.
12. 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.
13. 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) Except for the matters stated in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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;



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- 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 2025 from being appointed as a director in terms of section 164(2) of the Act;
- f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 13(b) above on reporting under section 143(3)(b) of the Act and paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and
- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company, as detailed in note 48A to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025.
 - (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 2025;
 - (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 2025;
 - (iv) a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 57(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 57(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 final dividend paid by the Company during the year ended 31 March 2025 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.
 - b. As stated in note 49 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2025 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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- (vi) As stated in Note 56 to the standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2024, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that the audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Company. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with other than the consequential impact of audit trail feature not enabled at the database level. Furthermore, except for audit trail feature not enabled at the database level, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Walker Chandiook & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal

Partner

Membership No.: 503843

UDIN: 25503843BMLCQW9790



Place: Noida

Date: 02 July 2025

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Annexure A referred to in Paragraph 12 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 2025

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, capital work-in-progress, investment property and relevant details of right-of-use assets.

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

- (b) The property, plant and equipment, capital work-in-progress, investment property and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. With respect to moulds, which are in possession of third parties, it is not possible for the management to physically verify such assets and hence, the management has verified the existence of these moulds, on the basis of confirmations received from the third parties. No material discrepancies were noted on aforesaid verifications performed by the management. In our opinion, the frequency of physical verification programme 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 2025 (Rs.in million)*
Leasehold Land	Plot no. 12, Block A Sector-4, Noida, Uttar Pradesh	23.44
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 case:

Description of property	Right-of-Use Asset Value (Rs. In millions)*	Location	Details of Lessor	Period held	Reason for non-execution of lease agreement
Leasehold Land	173.31	Plot no. 12A, Sector-135, Noida, Uttar Pradesh	Aditya Infotech Limited	Since 28 July 2018	The title of leasehold land is subject to receipt of extension of term beyond 31 December 2024 from Noida Authority. [Also, refer note 54 of the standalone financial statements]

*Gross carrying value represents acquisition cost of respective immovable property

- (d) The Company has adopted cost model for its Property, Plant and Equipment (including right-of-use assets) and intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.



Chartered Accountants

Walker Chandio & Co LLP

Annexure A referred to in Paragraph 12 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 2025

- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit and inventory lying with third parties. 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 as compared to book records.
- (b) As disclosed in Note 25 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores 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) The Company has not provided any guarantee or security or granted any advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has made investments in subsidiary during the year, in respect of which:
- (a) The Company has provided loan to subsidiary during the year as per the details below:

Particulars	Loan (Rs. in million)
Aggregate amount provided/granted during the year:	
- Subsidiary	80.00
Balance outstanding as at balance sheet date:	
- Subsidiary	81.95

- (b) In our opinion, and according to the information and explanations given to us, the terms and conditions of the grant of loan provided are, prima facie, not prejudicial to the interest of the Company. The Company has not provided any guarantee or given any security or granted any advances in the nature of loans during the year.
- (c) In respect of loan granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and principal amount is not due for repayment currently. However, the receipts of the interest are regular.
- (d) There is no overdue amount in respect of loan granted to such subsidiary.
- (e) The Company has granted loan which had fallen due during the year and such loan was extended during the year. The details of the same are given below:

(Rs. in millions)

Name of the party	Total loan amount granted during the year*	Aggregate amount of overdue of existing loans extended	Nature of extension	Percentage of the aggregate to the total loans granted during the year
AIL Dixon Technologies Private Limited	80.00	80.00	Extended	100%

* Loans extended have been considered as "loans granted during the year" for the purpose of reporting under this clause.

- (f) The Company has not granted any loans, which is repayable on demand or without specifying any terms or period of repayment.



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Annexure A referred to in Paragraph 12 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 2025

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans and investments made and guarantees and security provided by it, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits 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/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (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, we report that 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 Delhi Value Added Tax, 2004	Value Added Tax	0.15	-	Financial year 2012-13	Delhi VAT Appellate Authority
The Jammu and Kashmir Value Added Tax, 2005	Value Added Tax	2.55	0.07	Financial year 2016-17	J&K VAT Appellate 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	1.33	Financial year 2020-21	Customs Audit Commissioner Tamil Nadu
Customs Act, 1962	Short levy of Custom duty	1.27	0.09	Financial year 2022-23	Commissioner (Appeals) Delhi
Customs Act, 1962	Wrong availment of MEIS script benefits	2.67	0.10	Financial year 2016-17	Commissioner of Custom House



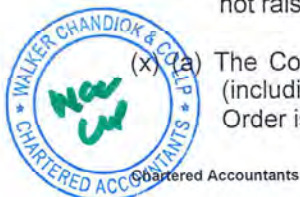
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Annexure A referred to in Paragraph 12 of the Independent Auditor's Report of even date to the members of Aditya Infotech Limited on the standalone financial statements for the year ended 31 March 2025

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
Customs Act, 1962	Short levy of Custom duty	103.29	60.00	Financial year 2023-2024	Commissioner of Customs, Chennai II (Import), Chennai
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	0.37	0.25	Financial year 2017-18	Commissioner (Appeals) Chhattisgarh
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	0.42	0.02	Financial year 2017-18	Commissioner (Appeals) Chandigarh
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	4.15	0.21	Financial year 2018-19	Commissioner (Appeals) Mumbai
The Central Goods and Services Tax Act, 2017	Wrong availment of ITC	10.34	0.33	Financial year 2024-2025	The Assistant Commissioner of Central Tax, Kolkata North CGST & CX Bidhannagar Division, Kolkata North Commissionerate

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

- (viii) According to the information and explanations given to us, we report that 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 previously recorded in the books of accounts.
- (ix) (a) In our opinion and 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 government or any government authority.
- (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 financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) In our opinion and 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.
- (x) 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.



Walker Chandiook & Co LLP

Annexure A referred to in Paragraph 12 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 2025

- (b) During the year, the Company has made private placement of shares. In our opinion and according to the information and explanations given to us, the Company has complied with the requirements of section 42 and section 62 of the Act and the Rules framed thereunder with respect to the same. Since no money has been received against the private placement of shares during the year, the question of reporting on utilization of fund does not arise.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government 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.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.
- (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 its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi) 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.
- (d) 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 losses in the current financial year 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.



Walker Chandiok & Co LLP

Annexure A referred to in Paragraph 12 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 2025

(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 in 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 indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx)(a) In our opinion and according to the information and explanations given to us, the Company has transferred unspent amounts towards Corporate Social Responsibility (CSR) in respect of other than ongoing projects to a Fund specified in Schedule VII to the Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.

(b) In our opinion and according to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to any ongoing project as at end of the current financial year. Accordingly, reporting under clause 3(xx)(b) 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

Deepak Mittal

Partner

Membership No.: 503843

UDIN: 25503843BMLCQW9790

Place: Noida

Date: 02 July 2025



Walker Chandio & 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 2025

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 2025, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance 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 ('the Guidance Note') on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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 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 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 2025

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 2025, 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 issued by the ICAI.

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

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843



UDIN: 25503843BMLCQW9790

Place: Noida
Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Balance Sheet as at 31 March 2025

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

	Note	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	4	243.65	214.82
Right-of-use assets	5	600.88	476.69
Capital work in progress	6	144.37	2.36
Investment property	7	3.54	3.79
Other intangible assets	8A	56.00	7.75
Intangible assets under development	8B	130.95	152.64
Financial assets			
Investments	9	2,597.65	112.27
Other financial assets	10	102.63	46.59
Deferred tax assets (net)	11	145.60	69.77
Income tax assets (net)	12	8.03	8.03
Other non-current assets	13	142.21	111.25
		4,175.51	1,205.96
Current assets			
Inventories	14	5,946.94	5,092.05
Financial assets			
Trade receivables	15	10,360.94	7,342.70
Cash and cash equivalents	16	534.13	393.04
Bank balances other than cash and cash equivalents	17	459.35	311.77
Loans	18	81.95	82.52
Other financial assets	19	2,670.94	1,814.21
Other current assets	20	492.55	294.07
Total current assets		20,546.80	15,330.36
Total assets		24,722.31	16,536.32
EQUITY AND LIABILITIES			
Equity			
Equity share capital	21	109.81	20.50
Other equity	22	7,984.10	4,299.86
Total equity		8,093.91	4,320.36
Non current liabilities			
Financial liabilities			
Borrowings	23	149.89	280.16
Lease liabilities	5	284.93	179.13
Provisions	24	120.94	89.44
Total non current liabilities		555.76	548.73
Current liabilities			
Financial liabilities			
Borrowings	25	3,921.86	3,774.36
Lease liabilities	5	159.73	129.11
Supplier's credit	26	520.52	-
Trade payables and other acceptances			
Total outstanding dues of micro enterprises and small enterprises	27	202.48	79.99
Total outstanding dues of creditors other than micro and small enterprises	27	8,534.30	5,940.74
Other financial liabilities	28	1,978.97	1,358.93
Provisions	29	93.84	84.73
Current tax liabilities (net)	30	115.07	26.07
Other current liabilities	31	545.87	273.30
Total current liabilities		16,072.64	11,667.23
Total equity and liabilities		24,722.31	16,536.32

Material accounting policy information

3

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

Deepak Mittal
Partner
Membership No.: 503843



Place: Noida
Date: 02 July 2025

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

Hari Shanker Khemka

Hari Shanker Khemka
Chairman
DIN:00514501

Yogesh Sharma
Yogesh Sharma
Chief Financial Officer

Place: Noida
Date: 02 July 2025

Aditya Khemka
Aditya Khemka
Managing Director
DIN:00514552

Rosini Tandon
Rosini Tandon
Company Secretary



ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Standalone Statement of Profit and Loss for the year ended 31 March 2025

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

	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
Income:			
Revenue from operations	32	30,658.17	27,824.26
Other income	33	115.86	134.68
Total income		30,774.03	27,958.94
Expenses:			
Purchases of stock-in-trade	34	25,348.73	22,698.63
Changes in inventories of stock-in-trade	35	(816.44)	20.77
Employee benefits expense	36	1,665.01	1,322.00
Finance costs	37	415.11	309.03
Depreciation and amortization expenses	38	252.44	157.13
Other expenses	39	2,085.22	1,553.05
Total expenses		28,950.07	26,060.61
Profit before exceptional items and tax		1,823.96	1,898.33
Exceptional items- expense/ (credit)	40	-	(42.14)
Profit before tax		1,823.96	1,940.47
Tax expense:	41		
Current tax expense		547.15	506.93
Deferred tax expense/ (credit)		(74.63)	(8.00)
Earlier years tax adjustments (net)		(1.51)	(4.46)
Total tax expense		471.01	494.47
Profit for the year		1,352.95	1,446.00
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurements of the defined benefit plans		(4.77)	(19.97)
Income tax relating to above item		1.20	5.03
Other comprehensive income		(3.57)	(14.94)
Total comprehensive income for the year		1,349.38	1,431.06
Earnings per equity share			
Basic (in Rs.) (Nominal value: Rs. 1 each)	42	12.72	14.11
Diluted (in Rs.) (Nominal value: Rs. 1 each)		12.72	14.11
Material accounting policy information	3		

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 Chandiok & 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

Yogesh Sharma
Yogesh Sharma
Chief Financial Officer

Place: Noida
Date: 02 July 2025



Aditya Khemka
Aditya Khemka
Managing Director
DIN:00514552

Roshni Tandon
Roshni Tandon
Company Secretary

Place: Noida
Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Statement of Cash flows for the year ended 31 March 2025

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

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A Cash flow from operating activities		
Profit before tax	1,823.96	1,940.47
Adjustments for:		
Depreciation and amortization expenses	252.44	157.13
Interest income on bank deposits	(93.42)	(104.98)
Interest income on loan given	(8.80)	(2.91)
Unwinding of discount on security deposit	(2.66)	(1.55)
Dividend income	(0.11)	(0.06)
Liabilities no longer required written back	(0.61)	(6.25)
Loss/ (Profit) on sale of property, plant and equipment (net)	2.05	(2.02)
Rental income	(2.84)	(4.22)
Allowance for expected credit loss	66.70	-
Share based payment expense	117.44	-
Balances written off	5.27	7.56
Foreign exchange (gain)/loss (net)	(4.52)	(8.46)
Finance cost	375.10	275.07
Interest expense on lease liabilities	36.24	26.06
Gain on extinguishment of lease	(0.55)	(1.82)
Loss/ (Gain) on measurement of investment at FVTPL	0.94	(0.98)
Operating profit before working capital changes	2,566.63	2,273.04
Movement in working capital		
(Increase)/ decrease in inventories	(854.89)	18.45
Increase in trade receivables	(3,090.21)	(1,200.68)
Increase in other current assets and non current assets	(211.53)	(192.29)
Increase in other financial assets	(1,216.50)	(320.86)
Increase in other financial liabilities	566.43	1,080.62
Increase/(decrease) in other current liabilities	272.57	79.62
Increase in provisions	35.82	43.03
Increase/(decrease) in trade payables	2,722.00	(3,075.65)
Cash generated from/ (used in) operating activities post working capital changes	790.32	(1,294.72)
Income tax paid (net)	(456.64)	(509.94)
Net cash generated from/ (used in) operating activities (A)	333.68	(1,804.66)
B Cash flow from investing activities		
Additions to property, plant and equipment, capital work in progress, other intangible assets and intangible assets under development	(272.00)	(188.75)
Proceeds from/(investments) in fixed deposits (net)	153.89	1,199.66
Sale of property, plant and equipment	2.17	124.63
Repayment received from/ (loan given to) related party (also refer note 44)	-	(80.00)
Rental income	2.84	4.22
Dividend income	0.11	0.06
Interest received	102.79	104.98
Net cash (used in)/ generated from investing activities (B)	(10.20)	1,164.80
C Cash flow from financing activities		
Finance cost paid	(362.28)	(275.07)
Repayment of loans to related party	(0.30)	(273.93)
Supplier's credit availed (net)	520.52	-
Proceeds from long-term borrowings	109.25	49.42
Repayment of long term borrowings	(161.38)	(197.07)
Proceeds from short term borrowings	22,041.83	17,426.24
Repayment of short term borrowings	(21,985.00)	(17,054.76)
Dividend paid during the year	(180.00)	(10.00)
Principal payment of lease liabilities	(128.79)	(77.36)
Interest payment of lease liabilities	(36.24)	(26.06)
Net cash used in financing activities (C)	(182.39)	(438.59)



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Statement of Cash flows for the year ended 31 March 2025

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

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Net increase/(decrease) in cash and cash equivalents (A+B+C)	141.09	(1,078.45)
Cash and cash equivalents at the beginning of the year	393.04	1,171.49
Cash and cash equivalents at the end of the year	<u>534.13</u>	<u>393.04</u>

Particulars	As at 31 March 2025	As at 31 March 2024
Components of cash and cash equivalents:		
Balances with banks		
In current accounts	1.58	0.51
In cash credit account	2.06	7.09
Cash in hand	1.30	1.17
Cheques in hand	456.14	77.82
Fixed deposits with original maturity of less than 3 months	73.05	306.45
Total cash and cash equivalents (refer note 16)	<u>534.13</u>	<u>393.04</u>

Also, refer note 23 for changes in liabilities arising from financing activities

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

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 Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Partner

Membership No.: 503843



Place: Noida

Date: 02 July 2025

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

Chief Financial Officer

Roshni Tandon

Company Secretary

Place: Noida

Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Standalone Statement of Changes in Equity for the year ended 31 March 2025

(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 2024	Issue during the year*	Changes in equity share capital during the year**	Balance as at 31 March 2025
Equity share capital	20.50	7.31	82.00	109.81

Previous reporting period

Particulars	Opening balance as at 1 April 2023	Issue during the year	Changes in equity share capital during the year	Balance as at 31 March 2024
Equity share capital	20.50	-	-	20.50

* Refer note 9

** Refer note 21 (f)

B. Other equity (refer note 22)

Particulars	Reserves and Surplus					Total
	Retained Earnings	General reserve	Securities Premium	Share based payment reserve	Capital Redemption reserve	
Balance as at 31 March 2023	2,703.88	170.42	-	-	4.50	2,878.80
Profit for the year	1,446.00	-	-	-	-	1,446.00
Other comprehensive income for the year (net of tax impact)	(14.94)	-	-	-	-	(14.94)
Dividend paid during the year	(10.00)	-	-	-	-	(10.00)
Balance as at 31 March 2024	4,124.94	170.42	-	-	4.50	4,299.86
Profit for the year	1,352.95	-	-	-	-	1,352.95
Other comprehensive income for the year (net of tax impact)	(3.57)	-	-	-	-	(3.57)
Shares issued towards purchase consideration of subsidiary company (refer note 9)	-	-	2,479.01	-	-	2,479.01
Employee stock options granted during the year (refer note 47)	-	-	-	117.85	-	117.85
Bonus share issued [†]	-	(77.50)	-	-	(4.50)	(82.00)
Dividend paid during the year (refer note 49)	(180.00)	-	-	-	-	(180.00)
Balance as at 31 March 2025	5,294.32	92.92	2,479.01	117.85	-	7,984.10

[†] 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

Harinder Khemka
Harinder Khemka
Chairman
DIN:00514501

Yogesh Sharma
Yogesh Sharma
Chief Financial Officer

Place: Noida
Date: 02 July 2025

Aditya Khemka
Aditya Khemka
Managing Director
DIN:00514552

Roshni Tandon
Roshni Tandon
Company Secretary

1 Corporate information

Aditya Infotech Limited ("the Company") is a Public limited company having CIN no. U74899DL1995PLC066784 and was incorporated on 27 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 the business 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.

Assets and liabilities are classified as current and non-current as per Company's normal operating cycle which is based on the nature of business of the Company. Current assets do not include elements which are not expected to be realised within 1 year and current liabilities do not include items which are due after 12 month, the period of 12 months being reckoned from the reporting date.

The standalone financial statements were approved for issue by the Company's Board of Directors on 02 July 2025.

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 Material accounting policy information**(a) 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.

(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 presents the consideration as contract liability.

(ii) Rendering of services including business support, surveillance and cloud storage and technical training services

(a) Revenue from business support services, surveillance services and cloud storage 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.



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(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.

Assets and liabilities arising from rights of return:

(i) **Right of return assets**

Right of return asset represents the Company's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Company updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned goods.

(ii) **Refund liabilities**

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

(b) **Inventories**

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.

(c) **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. 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 except in respect of certain category of assets as mentioned below in respect of which the useful life has been assessed based on technical assessment.

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

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

Capital Work in Progress

Capital work-in-progress is recorded at its cost, which encompasses expenses incurred during the construction period. This cost also includes interest on the amount borrowed for the acquisition of qualifying assets and other expenses related to project implementation, to the extent that these expenses pertain to the period before the commencement of commercial production/ use.



(d) 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.

Research costs are expensed as incurred. Development costs are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Company has an intention and ability to complete and use or sell the product and the costs can be measured reliably. The costs, which can be capitalized include the cost of material, direct labor, overhead costs that are directly attributable to prepare the asset for its intended use.

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
Technology Platform	3 - 6 years
Technical know how	4 - 5 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.

(e) 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.

(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) 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.

(i) 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.

(j) 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 share split, 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.

(k) 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.

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

The Company's lease asset classes primarily consist of leases for land and buildings- warehouse, experience centres, 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.

(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.

(m) 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).

(n) 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.

(o) 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.

(iii) Share Based Payment

Employees of the Company also receive remuneration in the form of share-based payment transactions under Company's Employee Stock Option Scheme.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognized, together with a corresponding increase in share based payment reserve in equity, over the period in which the performance and/or service conditions are fulfilled in 'employee benefits expense'. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

The Statement of Profit and Loss expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

When the terms of an equity-settled award are modified, the minimum expense recognized is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

(iv) 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.

(v) 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.

(p) Investments in subsidiary and joint venture

Investments representing equity interests in subsidiary and joint venture are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of these investments, the difference between net disposal proceeds and the carrying amounts are recognised in the statement of profit and loss.

(q) 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 are taken into account at the time of purchase and availing of 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 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 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 except trade receivables 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. Trade receivables that do not contain a significant financing component are measured at the transaction price.

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.

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.



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(s) 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.

(t) 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.

(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 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.

(w) Initial public offer related transaction costs

The expenses pertaining to Initial Public Offer (IPO) includes expenses pertaining to fresh issue of equity shares and offer for sale by selling shareholders. Such expenses have been accounted for as follows:

- i. Incremental costs that are directly attributable to issuing new shares have been deferred until successful consummation of IPO upon which it shall be deducted from equity;
- ii. Incremental costs that are not directly attributable to issuing new shares or Offer for sale by selling shareholders, have been recorded as an expense in the Statement of profit and loss as and when incurred; and
- iii. Costs that relate to fresh issue of equity shares and offer for sale by selling shareholders are allocated between those functions on a rational and consistent basis as per agreed terms.



(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(q), Note 11 and Note 41
- Impairment testing of financial assets and non-financial assets – Note 3(g), Note 3(p) and Note 3(r)
- Assessment of useful life of property, plant and equipment, investment property and intangible assets – Note 3(c), (d), (f) and Note 4, Note 7 and Note 8
- Estimation of assets and obligations relating to employee benefits – Note 3(o) and Note 46
- Valuation of inventories – Note 3(b)
- Recognition and measurement of contingent liabilities – Note 3(k) and Note 48
- Leases – Note 3(l) and Note 5
- Fair value measurement – Note 3(s) and Note 43
- Provision for warranty – Note 3(a) and Note 24 and 29
- Expected credit loss – Note 3(r) and Note 15
- Share based payments – Note 3(o)(iii) and Note 47

(y) Recent accounting pronouncements:

I. The Ministry of Corporate Affairs ("MCA") vide its notifications dated 12 August 2024 and 09 September 2024 had issued Companies (India Accounting Standards) Amendment Rules, 2024 and Companies (India Accounting Standards) Second Amendment Rules, 2024, which introduced amendments in certain Indian Accounting Standards that are effective from 1 April 2024:

(i) Ind AS 117 – Insurance contracts – MCA notified Ind AS 117, a comprehensive standard that prescribe, recognition, measurement and disclosure requirements, to avoid diversities in practice for accounting insurance contracts and it applies to all companies i.e., to all "insurance contracts" regardless of the issuer. However, Ind AS 117 is not applicable to the entities which are insurance companies registered with IRDAI.

(ii) Ind AS 116- The amendments require an entity to recognise lease liability including variable lease payments which are not linked to index or a rate in a way it does not result into gain on right-of-use asset it retains.

The Company has reviewed the new pronouncements and based on its evaluation has determined that these amendments do not have a significant impact on the standalone financial statements.

II. New Standards/Amendments notified but not yet effective: – 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. As at 31 March 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company that are not yet effective.

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Notes to the standalone financial statements for the year ended 31 March 2025

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

4 Property, plant and equipment

Particulars	Land	Building	Plant and machinery*	Computers (including servers)	Office equipment	Vehicles	Furniture and fixtures	Total
As at 31 March 2023	50.04	162.16	2.39	25.49	11.53	60.82	20.33	332.76
Additions	-	-	2.45	23.06	5.91	56.21	7.78	95.41
Disposals	-	108.04	1.81	2.43	6.96	8.88	11.09	139.21
As at 31 March 2024	50.04	54.12	3.03	46.12	10.48	108.15	17.02	288.96
Additions	-	-	55.91	32.12	5.73	-	3.53	97.29
Disposals	-	-	0.92	4.04	5.82	-	2.13	12.91
As at 31 March 2025	50.04	54.12	58.02	74.20	10.39	108.15	18.42	373.34
Accumulated depreciation								
As at 31 March 2023	-	22.74	1.12	14.52	3.62	15.77	10.71	68.48
Charge for the year	-	5.48	0.21	12.45	3.20	20.47	2.93	44.74
Disposals	-	18.23	0.96	1.81	5.06	5.61	7.41	39.08
As at 31 March 2024	-	9.99	0.37	25.16	1.76	30.63	6.23	74.14
Charge for the year	-	2.15	10.76	21.72	4.50	24.25	2.92	66.30
Disposals	-	-	0.84	3.82	4.48	-	1.61	10.75
As at 31 March 2025	-	12.14	10.29	43.06	1.78	54.88	7.54	129.69
Net block as at 31 March 2024	50.04	44.13	2.66	20.96	8.72	77.52	10.79	214.82
Net block as at 31 March 2025	50.04	41.98	47.73	31.14	8.61	53.27	10.88	243.65

*Also includes moulds

(i) Contractual obligations

Refer note 48B for contractual commitments for acquisition of property, plant and equipment as at 31 March 2025 and 31 March 2024.

(ii) Capitalised borrowing costs

No borrowing cost have been capitalised for the year ended 31 March 2025 (31 March 2024: Rs Nil).

(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.



5 Leases

a) Right of use

Particulars	Leasehold land*	Building [Office, Warehouse and Experience centres]	IT equipment	Vehicles	Total
Right-of-use assets					
As at 31 March 2023	213.93	232.70	5.09	14.33	466.09
Additions	-	233.21	-	4.25	237.46
Deletions	(27.27)	-	-	-	(27.27)
As at 31 March 2024	186.68	465.91	5.09	18.60	676.28
Additions	-	281.78	-	1.26	283.04
Deletions	-	(38.26)	-	(1.11)	(39.37)
As at 31 March 2025	186.68	709.43	5.09	18.75	919.95
Accumulated depreciation					
As at 31 March 2023	9.03	83.85	1.27	3.42	97.57
Charge for the year	2.85	98.71	1.70	3.28	106.54
Disposals	(4.52)	-	-	-	(4.52)
As at 31 March 2024	7.36	182.56	2.97	6.70	199.59
Charge for the year	2.59	139.35	1.70	3.32	146.96
Disposals	-	(27.07)	-	(0.41)	(27.48)
As at 31 March 2025	9.95	294.84	4.67	9.61	319.07
Net Block as at 31 March 2024	179.32	283.35	2.12	11.90	476.69
Net Block as at 31 March 2025	176.73	414.59	0.42	9.14	600.88

*Also refer note 54

b) Lease Liability

Particulars	Total
As at 31 March 2023	172.70
Additions	237.46
Accretion of interest	26.06
Payments	(103.42)
Gain on extinguishment and modification of lease	(1.82)
Deletions	(22.74)
As at 31 March 2024	308.24
Additions	278.06
Accretion of interest	36.24
Payments	(165.03)
Gain on extinguishment and modification of lease	(0.53)
Deletions	(12.30)
As at 31 March 2025	444.66

Lease liability	As at 31 March 2025	As at 31 March 2024
Current	159.73	129.11
Non-current	284.93	179.13
	444.66	308.24

c) Company as a lessee

The Company has leases for land, building for office, warehouse facilities, experience centres, IT equipments 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 2025	For the year ended 31 March 2024
Depreciation expense of right-of-use assets	146.96	106.54
Interest expense on lease liabilities	36.24	26.06
Expense relating to short term leases	34.43	38.08
Gain on extinguishment/modification of lease	(0.53)	(1.82)
Net impact on statement of profit and loss	217.08	168.86



ii) Amounts recognized in the cash flow statement

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Payment of lease liabilities- principal and interest	165.03	103.42

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. 34.43 million pertaining to 31 March 2025 and Rs. 38.08 million pertaining to 31 March 2024 in respect of short term leases entered into by the Company.

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 2025		31 March 2024	
	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	70	1-5	37	2-6
Warehouse facilities	8	1-4	8	2-3
Experience centre	5	0-6	4	1-7
Vehicles	18	1-5	17	2-4
Land	2	49-75	2	50-76
IT Equipment	2	0.25	2	1-2

v) Maturity of lease liabilities

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

31 March 2025	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	148.80	147.07	133.90	92.96	522.73

31 March 2024	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	139.66	86.70	61.70	80.18	368.24

vi) Information about extension and termination options

31 March 2025						
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	70	1-5	3.00	-	-	70
Warehouse facilities	8	1-4	2.50	-	-	8
Experience centre	5	0-6	2.80	-	-	5
Vehicles	18	1-5	3.00	-	-	18
Land	2	49-75	62.00	-	-	2
IT Equipment	2	0.25	0.25	-	-	2

31 March 2024						
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	37	2-6	4.00	-	-	37
Warehouse facilities	8	2-3	2.50	-	-	8
Experience centre	4	1-7	3.80	-	-	4
Vehicles	17	2-4	3.00	-	-	17
Land	2	50-76	63.00	-	-	2
IT Equipment	2	1-2	1.50	-	-	2



6. Capital Work in Progress

Particulars	Amount
Gross block	
As at 31 March 2023	1.83
Additions	0.53
Capitalised	-
As at 31 March 2024	2.36
Additions	142.01
Capitalised	-
As at 31 March 2025	144.37

(i) Ageing of capital work in progress:**As at 31 March 2025**

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	142.01	0.53	1.83	-	144.37

As at 31 March 2024

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	0.53	1.83	-	-	2.36

(ii) Capital work in progress, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2024: Nil)

(iii) Capital work in progress represents costs incurred on construction/development activities for the Noida property and Kolkata office (also refer note 54).

(iv) The borrowing costs amounting to Rs. 3.37 million have been capitalised during the year ended 31 March 2025 (31 March 2024: Rs. Nil). The rate used to determine the amount of borrowing costs eligible for capitalisation was 8.75%, which is the effective interest rate of the specific borrowing.

(v) Refer note 48B for contractual commitments of capital work in progress as at 31 March 2025 and 31 March 2024.



7. Investment property

Particulars	Non factory Building	Total
Gross block		
As at 31 March 2023	5.36	5.36
Additions	-	-
Disposals	-	-
As at 31 March 2024	5.36	5.36
Additions	-	-
Disposals	-	-
As at 31 March 2025	5.36	5.36
Accumulated depreciation		
As at 31 March 2023	1.28	1.28
Charge for the year	0.29	0.29
Disposals	-	-
As at 31 March 2024	1.57	1.57
Charge for the year	0.25	0.25
Disposals	-	-
As at 31 March 2025	1.82	1.82
Net block as at 31 March 2024	3.79	3.79
Net block as at 31 March 2025	3.54	3.54

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

Particulars	As at 31 March 2025	As at 31 March 2024
Rental income	1.26	1.39
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	1.26	1.39
Less: depreciation expense	0.25	0.29
Profit from leasing of investment property after depreciation	1.01	1.10

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

(ii) Fair value of investment property:

Particulars	As at 31 March 2025	As at 31 March 2024
Fair value of office space at Janki Centre, Andheri, Mumbai	33.05	30.84
	33.05	30.84

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 is considered to be a fair representation at which such property 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.

(iii) Contractual obligations

There are no contractual obligations outstanding as at 31 March 2025 and 31 March 2024.

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2025 and 31 March 2024.



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Notes to the standalone financial statements for the year ended 31 March 2025

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

8A. Intangible assets

Particulars	Technical know how	Technology Platform	Computer Software	Trademark	Total
Gross block					
As at 31 March 2023	-	-	13.59	11.55	25.14
Additions	-	-	1.98	-	1.98
Disposals	-	-	-	-	-
As at 31 March 2024	-	-	15.57	11.55	27.12
Additions	53.89	30.66	2.63	-	87.18
Disposals	-	-	-	-	-
As at 31 March 2025	53.89	30.66	18.20	11.55	114.30
Accumulated amortisation					
As at 31 March 2023	-	-	8.86	4.95	13.81
Charge for the year	-	-	3.91	1.65	5.56
Disposals	-	-	-	-	-
As at 31 March 2024	-	-	12.77	6.60	19.37
Charge for the year	19.09	15.66	2.53	1.65	38.93
Disposals	-	-	-	-	-
As at 31 March 2025	19.09	15.66	15.30	8.25	58.30
Net block as at 31 March 2024	-	-	2.80	4.95	7.75
Net block as at 31 March 2025	34.80	15.00	2.90	3.30	56.00

(i) Contractual obligations

Refer note 48B for contractual commitments for acquisition of intangible assets as at 31 March 2025 and 31 March 2024.

(ii) Capitalised borrowing costs

No borrowing cost have been capitalised for the year ended 31 March 2025 (31 March 2024: Rs Nil).



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Notes to the standalone financial statements for the year ended 31 March 2025

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

8B. Intangible assets under development

Particulars	Intangible assets under development	Total
Gross block		
As at 31 March 2023	63.79	63.79
Additions	90.83	90.83
Capitalised	1.98	1.98
As at 31 March 2024	152.64	152.64
Additions	84.36	84.36
Capitalised	106.05	106.05
As at 31 March 2025	130.95	130.95

(i) Ageing of intangible asset under development:

As at 31 March 2025

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	84.36	46.59	-	-	130.95

As at 31 March 2024

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	88.85	22.12	41.67	-	152.64

(ii) Intangible assets under development, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2024: Nil)

(iii) Contractual obligations

Refer note 48B for contractual commitments for acquisition of intangible assets as at 31 March 2025 and 31 March 2024.

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2025 and 31 March 2024.



9 Investments

Unquoted Investments

Investment in equity instruments

In subsidiaries (at cost)

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

AIL Dixon Technologies Private Limited, Equity Shares of Rs. 10 each (refer note (i) below)

Total

In Joint venture (at cost)

AIL Dixon Technologies Private 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

	As at 31 March 2025 (No. of shares)	As at 31 March 2024 (No. of shares)	As at 31 March 2025	As at 31 March 2024
Shenzhen CP Plus International Ltd, China, Equity Shares of 1 RMB each	11,80,750	11,80,750	11.19	11.19
AIL Dixon Technologies Private Limited, Equity Shares of Rs. 10 each (refer note (i) below)	1,90,00,000	-	2,581.31	-
Total			2,592.50	11.19
In Joint venture (at cost)				
AIL Dixon Technologies Private Limited, Equity Shares of Rs. 10 each	-	95,00,000	-	95.00
Total			-	95.00
Quoted Investments				
Investment in equity instruments measured at fair value through profit & loss				
Tamilnad Mercantile Bank Limited, Equity Shares of Rs. 10 each	12,525	12,525	5.15	6.08
Total			5.15	6.08
Total			2,597.65	112.27
Aggregate amount of quoted investments and market value thereof			5.15	6.08
Aggregate amount of unquoted investments			2,592.50	106.19
			2,597.65	112.27

Notes

(i) On 8 July 2024, the Company entered into Share Subscription and Purchase Agreement ("SSPA") with Dixon Technologies India Limited ("Dixon") and AIL Dixon Technologies Private Limited ("AIL Dixon") for acquiring 9,500,000 fully paid up equity shares of Rs. 10 each representing balance 30% equity share capital of AIL Dixon- the joint venture company, for consideration other than cash through and in exchange of issuance of additional 7,305,805 equity shares of Rs. 1, each representing 6.65% equity share capital of the Company (6.50% equity shares on a fully diluted basis).

On 18 September 2024, the Company discharged the purchase consideration for the aforesaid transaction by way of issue of 7,305,805 equity shares of the Company, having a face value of Rs. 1, at security premium of Rs. 339.32 per share.

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. 65.65 million (31 March 2024: Rs. 20.30 million) held as margin money and Rs. 0.09 million (31 March 2024: Rs. 0.09 million) pledged with government authorities.

	As at 31 March 2025	As at 31 March 2024
Fixed deposit with remaining maturity of more than 12 months*	65.74	20.39
Security deposits (carried at amortised cost)	36.89	26.20
Total	102.63	46.59

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 including share based payments

Lease liabilities

Warranty provision

Other temporary differences

Right of use assets

Investment carried at FVTPL

	As at 31 March 2025	As at 31 March 2024
Property, plant and equipment, investment property and intangible assets	16.91	3.82
Allowance for expected credit losses	29.91	13.12
Employee benefits including share based payments	52.62	17.14
Lease liabilities	111.91	77.57
Warranty provision	31.09	26.70
Other temporary differences	11.21	7.79
Right of use assets	(106.75)	(74.84)
Investment carried at FVTPL	(1.30)	(1.53)
Total	145.60	69.77

(i) Movement in deferred tax assets (net)

Particulars	As at 31 March 2024	Recognised/ (credited) through profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	3.82	13.09	-	16.91
Allowance for expected credit losses	13.12	16.79	-	29.91
Employee benefits	17.14	34.28	1.20	52.62
Lease liabilities	77.57	34.34	-	111.91
Warranty provision	26.70	4.39	-	31.09
Other temporary differences	7.79	3.42	-	11.21
Right of use assets	(74.84)	(31.91)	-	(106.75)
Investment carried at FVTPL	(1.53)	0.23	-	(1.30)
Total	69.77	74.63	1.20	145.60

Particulars	As at 31 March 2023	Recognised/ (credited) through profit and loss	Recognised in other comprehensive income	As at 31 March 2024
Assets/(Liabilities)				
Property, plant and equipment, investment property and intangible assets	0.28	3.54	-	3.82
Allowance for expected credit losses	13.12	-	-	13.12
Employee benefits	10.66	1.45	5.03	17.14
Lease liabilities	43.46	34.11	-	77.57
Warranty provision	23.92	2.78	-	26.70
Other temporary differences	7.75	0.04	-	7.79
Right of use assets	(41.17)	(33.67)	-	(74.84)
Investment carried at FVTPL	(1.28)	(0.29)	-	(1.53)
Total	56.74	8.00	5.03	69.77

12 Income tax assets

Advance tax paid (net of provision for taxation)

	As at 31 March 2025	As at 31 March 2024
Advance tax paid (net of provision for taxation)	8.03	8.03
Total	8.03	8.03



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to the standalone financial statements for the year ended 31 March 2025

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

13 Other non-current assets

Amounts paid under protest with statutory authorities
Capital advances

As at 31 March 2025	As at 31 March 2024
124.30	111.25
17.91	-
142.21	111.25

14 Inventories

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

Traded goods
Others

As at 31 March 2025	As at 31 March 2024
5,857.26	5,040.82
89.68	51.23
5,946.94	5,092.05

Notes

(i) Inventories of traded goods include goods in transit amounting to Rs. 159.50 million (31 March 2024: Rs. 44.47 million)

(ii) Inventories are net off of Rs. 329.44 million (31 March 2024: Rs. 208.69 million) representing write down of inventories to net realisable value, as assessed by the management.

15 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 2025	As at 31 March 2024
-	-
10,366.22	7,363.75
2.94	2.26
110.61	28.82
10,479.77	7,394.83
118.83	52.13
10,360.94	7,342.70

Less: Allowance for expected credit loss

Total

As at 31 March 2025

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1.08	5,894.55	4,134.04	251.33	70.95	10.75	6.46	10,369.16
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	0.08	8.08	6.39	65.99	17.53	12.54	110.61
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-	-	-	(118.83)
Total	1.08	5,894.63	4,142.12	257.72	136.94	28.28	19.00	10,360.94

As at 31 March 2024

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	-	3,351.54	3,733.83	223.49	47.15	8.19	1.81	7,366.01
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	0.17	0.33	4.98	3.37	19.97	28.82
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-	-	-	(52.13)
Total	-	3,351.54	3,734.00	223.82	52.13	11.56	21.78	7,342.70

16 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 2025	As at 31 March 2024
1.58	0.51
2.06	7.09
1.30	1.17
456.14	77.82
73.05	306.45
534.13	393.04

17 Bank balances other than cash and cash equivalents

Earmarked balances-dividend account

Fixed deposit with original maturity of more than three months and upto twelve months*

As at 31 March 2025	As at 31 March 2024
0.08	0.08
459.27	311.69
459.35	311.77

*includes fixed deposits aggregating to Rs. 458.62 million (31 March 2024: Rs. 311.69 million) held as margin money with bank as collaterals and Rs. 0.65 million (31 March 2024: Rs Nil) pledged with government authorities



18 Loans

(Unsecured and secured good)

Loans to related parties (refer note 44)*

*Loan is repayable within 1 year and carries interest rate of 11% p.a.

As at 31 March 2025	As at 31 March 2024
81.95	82.52
81.95	82.52

Details of loans given, inter corporate given, investments made and guarantee given covered u/s 186 (4) of the Companies Act, 2013.

Name of party	Business relationship	Purpose of loan	As at 31 March 2025
AIL Dixon Technologies Private Limited	Subsidiary company	General corporate purpose	81.95

Name of party	Business relationship	Purpose of loan	As at 31 March 2024
AIL Dixon Technologies Private Limited	Joint venture company	General corporate purpose	82.52

19 Other financial assets

Security deposits
Vendor claims receivable
Other receivable from related parties (also refer note 44)
Fixed deposits with remaining maturity upto 12 months*
Other receivable from customers

As at 31 March 2025	As at 31 March 2024
2.81	2.28
1,662.60	587.71
0.41	-
325.63	872.44
479.49	351.78
2,670.94	1,814.21

*includes deposits aggregating to Rs. 524.51 million (31 March 2024: Rs. 670.29 million) held as margin money and deposits aggregating to Rs. 1.20 million (31 March 2024: Rs. 0.11 million) pledged with government authorities

20 Other current assets

Prepaid expenses
Initial public offer related transaction costs*
Balances with statutory authorities
Advance to employees
Advances to vendors
Right to Return asset
Other recoverable**
Considered doubtful
Less : Allowance for impairment (net)

As at 31 March 2025	As at 31 March 2024
39.26	30.56
85.32	-
161.25	134.11
4.80	3.24
64.85	37.24
137.07	88.92
30.89	30.89
(30.89)	(30.89)
492.55	294.07

*As at 31 March 2025, the Company has incurred an expenditure of Rs. 85.32 million (31 March 2024: Nil) towards proposed initial public offer which has been classified as 'other current financial assets'. The Company expects to recover certain amount from existing shareholders (as per the arrangement) and balance amount would be adjusted against securities premium account, in accordance with section 52 of the Companies Act 2013, upon the shares being issued.

**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 2024: Rs. 30.89 million); net of recovery of Rs. 6.95 million (31 March 2024: Rs. 6.95 million) from the alleged perpetrators is being carried as at 31 March 2025. A criminal complaint and recovery suit was filed in relation to the said matter and the criminal complaint is pending before District Court, Surapur and the recovery proceedings are pending before the Honourable High Court of Delhi, for disposal.



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21. Equity Share Capital

Authorized Share Capital (refer note (f) below)

Equity share of Rs. 1 each (31 March 2024: Rs. 10 each) with voting rights

Issued, subscribed and fully paid up

Equity share capital of nominal value of Rs. 1 each (31 March 2024: Rs. 10 each)

As at 31 March 2025		As at 31 March 2024	
Number	Amount	Number	Amount
15,00,00,000	150.00	50,50,000	50.50
15,00,00,000	150.00	50,50,000	50.50
10,98,05,805	109.81	20,50,000	20.50
10,98,05,805	109.81	20,50,000	20.50

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

Increase on account of split of face value of equity shares during the year (refer note (f) below)

Issue of bonus shares during the year (refer note (f) below)

Issued during the year (also refer note 9)

Balance at the end of the year

20,50,000	20.50	20,50,000	20.50
2,05,00,000	20.50	-	-
8,20,00,000	82.00	-	-
73,05,805	7.31	-	-
10,98,05,805	109.81	20,50,000	20.50

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 1 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 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 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. The equity shares are 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 Company

Name of the equity shareholder

Hari Shanker Khemka
Rishi Khemka
Aditya Khemka
Dixon Technologies (India) Ltd.

As at 31 March 2025		As at 31 March 2024	
Number	% shareholding	Number	% shareholding
1,97,19,250	17.96%	3,94,385	19.24%
1,47,16,749	13.40%	3,89,500	19.00%
6,11,14,950	55.66%	12,22,299	59.62%
73,05,805	6.65%	-	-

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. Shareholding of promoters*

As at 31 March 2025

Shares held by promoters at the end of the year (nominal value of Rs. 1 each)				
S. No.	Promoter name	No. of shares	% of total shares	% of change during the year
1	Hari Shanker Khemka	1,97,19,250	17.96%	-1.28%
2	Aditya Khemka	6,11,14,950	55.66%	-3.97%
3	Rishi Khemka	1,47,16,749	13.40%	-5.60%
4	Ananmay Khemka	9,25,400	8.84%	-0.06%
Total		9,64,76,349	87.86%	

Shares held by promoter group at the end of the year (nominal value of Rs. 1 each)				
S. No.	Promoter name	No. of shares	% of total shares	% of change during the year
1	Hari Shanker Khemka (HUF)	7,80,350	0.71%	-0.05%
2	Aditya Khemka (HUF)	21,050	0.02%	0.00%
3	Shardha Khemka	4,64,000	0.42%	100.00%
4	Ruchi Khemka	47,58,251	4.33%	100.00%
Total		60,23,651	5.49%	

As at 31 March 2024

Shares held by promoters at the end of the year (nominal value of Rs. 10 each)				
S. No.	Promoter name	No. of shares	% of total shares	% of change during the year
1	Hari Shanker Khemka	3,94,385	19.24%	0.00%
2	Aditya Khemka	12,22,299	59.62%	0.00%
3	Rishi Khemka	3,89,500	19.00%	0.00%
4	Ananmay Khemka	18,500	0.90%	100.00%
Total		20,24,684	98.77%	

Shares held by promoter group at the end of the year (nominal value of Rs. 10 each)				
S. No.	Promoter name	No. of shares	% of total shares	% of change during the year
1	Hari Shanker Khemka (HUF)	15,607	0.76%	0.00%
2	Aditya Khemka (HUF)	421	0.02%	0.00%
Total		16,028	0.78%	

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

e. Buy back of shares

During the earlier year, 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 had 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 share. 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 previous year, the Company has not undertaken any buy back of shares transaction during the last five years immediately preceding the current year.

f. The Board of Directors of the Company at its meeting held on 12 June 2024 approved the following:

(a) Increase in the authorised share capital from existing 5,050,000 equity shares to 15,000,000 equity shares of Rs. 10 each, which was subsequently approved by the shareholders through ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024;

(b) Sub-division of the existing authorised share capital of the Company from 15,000,000 equity shares of Rs. 10 each into 150,000,000 equity shares of Rs. 1 each and existing paid-up capital from 2,050,000 equity shares of Rs. 10 each to 20,500,000 equity shares of Rs. 1 each, which was approved by the shareholders through an ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024;

(c) Post sub-division of the existing authorised and issued share capital as above, the Board had approved the bonus issue of four new equity shares for every one share held on record date, which was subsequently approved by the shareholders through an ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024. Consequently, the Company allotted 82,000,000 equity shares of Rs. 1 each by way of bonus issue to its shareholders in the ratio of 1:4 on 17 June 2024. The Company utilised capital redemption reserve of Rs. 4.50 million and general reserve of Rs. 77.50 million for issue of bonus shares, as per section 63 of the Companies Act, 2013.

g. Agreement dated September 27, 2024 ("Inter-se Agreement"), entered amongst Aditya Khemka, Shradha Khemka, Ananmay Khemka, Aditya Khemka (HUF), Hari Khemka Business Family Trust, Aditya Khemka Business Family Trust, Hari Shanker Khemka, Hari Shankar Khemka (HUF), Rishi Khemka, Ruchi Khemka and ARK Business Prosperity Trust (collectively, "Parties")

The Parties have executed the Inter-se Agreement to record certain inter-se rights and obligations of the Company and other related matters, including, (i) appointment of Aditya Khemka as authorised representative to exercise any and all rights to participate and vote on behalf of each of the other Parties; (ii) right of Aditya Khemka to nominate directors on the Board and on the board of subsidiary/ joint ventures in which the Company has a right to nominate board or directors, subject to certain conditions mentioned in the Inter-se Agreement; (iii) certain transfer related rights, including tag-along rights with respect to Equity Shares that are proposed to be transferred to third parties by either of the Parties from the date of listing of the Equity Shares on the recognised Stock Exchange until the completion of the lock-in as defined in the Inter-se Agreement; and (iv) an understanding between the parties in relation to any sale of shares until listing.

The Company is not a party to the Inter-se Agreement and the same shall terminate automatically upon either by way of the mutual written consent of Aditya Khemka and Rishi Khemka or when either Hari Shanker Khemka or certain of the other Parties cease to hold any Equity Shares in the Company.

Subsequent to the execution of the Inter-se Agreement, the individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka transferred 19,719,150 Equity Shares of face value of Rs.1 each to Hari Khemka Business Family Trust, 100 Equity Shares of face value of Rs.1 each to Aditya Khemka Business Family Trust and 100 Equity Shares of face value of Rs.1 each to ARK Business Prosperity Trust, respectively on 23 April 2025.



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22 Other equity**General Reserve**

Opening balance

Add: Addition during the year

Less: Bonus share issued (also refer note 21(f))

Closing balance (A)

Capital Redemption Reserve

Opening balance

Add: Addition during the year (also refer note 21(f))

Less: Bonus share issued

Closing balance (B)

Security Premium Reserve

Opening balance

Add: Addition during the year (also refer note 9)

Closing balance (C)

Shared based payment reserve

Opening balance

Add: Addition during the year (also refer note 47)

Closing balance (D)

Retained earnings

Opening balance

Add: Profit for the year

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

Less: Dividend paid (refer note 49)

Closing balance (E)

Total (A + B + C + D + E)

	As at 31 March 2025	As at 31 March 2024
General Reserve		
Opening balance	170.42	170.42
Add: Addition during the year	-	-
Less: Bonus share issued (also refer note 21(f))	(77.50)	-
Closing balance (A)	92.92	170.42
Capital Redemption Reserve		
Opening balance	4.50	4.50
Add: Addition during the year (also refer note 21(f))	-	-
Less: Bonus share issued	(4.50)	-
Closing balance (B)	-	4.50
Security Premium Reserve		
Opening balance	-	-
Add: Addition during the year (also refer note 9)	2,479.01	-
Closing balance (C)	2,479.01	-
Shared based payment reserve		
Opening balance	-	-
Add: Addition during the year (also refer note 47)	117.85	-
Closing balance (D)	117.85	-
Retained earnings		
Opening balance	4,124.94	2,703.88
Add: Profit for the year	1,352.95	1,446.00
Add: Other comprehensive income for the year (net of tax)	(3.57)	(14.94)
Less: Dividend paid (refer note 49)	(180.00)	(10.00)
Closing balance (E)	5,294.32	4,124.94
Total (A + B + C + D + E)	7,984.10	4,299.86

Nature and purpose of reserves**General reserve**

It represents appropriation of profits of the Company and is available for distribution as dividend and issue of bonus shares as per Companies Act, 2013. During the current year, the Company utilised the capital redemption reserve for issuance of bonus shares as per provisions of Section 63 of the Companies Act, 2013.

Retained earnings

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

Security premium reserve

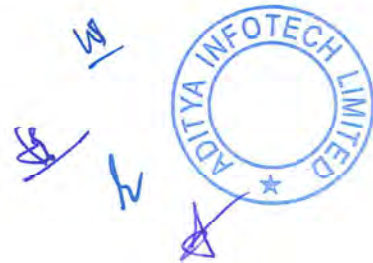
Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.

Capital redemption reserve

The same has been created in accordance with the provisions of the Companies Act, 2013 with respect to buy-back of equity shares. During the current year, the Company utilised the capital redemption reserve for issuance of bonus shares as per provisions of Section 63 of the Companies Act, 2013.

Share based payment reserve

The share based payment reserve represent the expense recognised at fair value on the grant date, on issue of employee stock options to the employees of the Company and its subsidiary company.



23. Borrowings

Secured

Term loans

Indian rupee loan from banks

Vehicle loans

Indian rupee loan from banks

Indian rupee loan from financial institutions

Amount disclosed under Current borrowings

	Non-current		Current Maturities	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Indian rupee loan from banks	126.32	237.55	206.50	(123.50)
Indian rupee loan from banks	23.57	12.61	18.04	18.20
Indian rupee loan from financial institutions	-	-	-	1.52
	149.89	280.16	225.54	142.22
	-	-	225.54	142.22
	149.89	280.16	-	-

23.A Details of Borrowings

Particulars	Interest rate	Type of asset secured	Terms of repayments
Term loans			
Tamilnad Mercantile Bank loan-I Rs. Nil million, Current Maturity Rs. 62.50 million (31 March 2024: Rs. 62.55 million, Current Maturity Rs. 62.50 million)	8.25%	Secured by charge on immovable 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. 115.07 million, Current Maturity Rs. 60.00 million (31 March 2024: Rs. 175 million, Current Maturity Rs. 60 million)	8.25%	Secured by charge on immovable 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
Axis Bank loan -I Rs. 11.25 million, Current Maturity Rs. 84 million (31 March 2024: Rs. Nil, Current Maturity Rs. Nil)	8.75%	Secured by charge on immovable property at Plot No 12 A, Sector 135, Noida, Uttar Pradesh; collateral in form of personal guarantee of the Promoters who are directors in the Company. Also refer note 57 (f).	Repayable in 65 monthly installments commencing from February 2025
Vehicle loans			
Axis Bank- vehicle loan-II Rs. Nil, Current Maturity Rs. 8.11 million (31 March 2024: Rs. 8.11 million, Current Maturity Rs. 8.17 million)	8.50%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from February 2023
Axis Bank- vehicle loan-III Rs. 8.20 million, Current Maturity Rs. 3.31 million (31 March 2024: Rs. 11.52 million, Current Maturity Rs. 3.04)	8.70%	Exclusive charge on underlying vehicle purchased.	Repayable in 60 monthly installments commencing from June 2023
Axis Bank- vehicle loan-IV Rs. 12.62 million, Current Maturity Rs. 3.79 million (31 March 2024: Rs. 16.40, Current Maturity Rs. 3.48)	8.80%	Exclusive charge on underlying vehicle purchased.	Repayable in 60 monthly installments commencing from February 2024
HDFC Bank- vehicle loan-I Rs. 2.75 million, Current Maturity Rs. 3.83 million (31 March 2024: Rs. 6.58 million, Current Maturity Rs. 3.51 million)	8.80%	Exclusive charge on underlying vehicle purchased.	Repayable in 39 monthly installments commencing from September 2023
Daimler Financial Services Private Limited- vehicle loan Rs. Nil, Current Maturity Rs. Nil (31 March 2024: Rs. Nil, Current Maturity Rs. 1.52 million)	7.40%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from September 2021

23.B 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 2023

Cash flows:

- Proceeds

- Repayment

Non cash adjustments/ movements**

Balance as at 31 March 2024

Cash flows:

- Proceeds

- Repayment

Non cash adjustments/ movements**

Balance as at 31 March 2025

*Long term borrowings include current maturities of long term borrowings

** Includes accrued interest

*Represents net proceeds, outstanding as at balance sheet date. Also, refer note 26.

For changes in lease liability refer note 5 (b)

Short term borrowings	Long term borrowings*	Supplier credit*
3,520.79	575.21	-
17,426.24	49.42	-
(17,328.69)	(197.07)	-
8.64	-	-
3,626.98	427.56	-
22,041.83	109.25	520.52
(21,983.30)	(101.38)	-
12.82	-	-
3,696.33	375.43	520.52

23.C Subsequent to year end, Company's credit rating for its borrowing facilities was revised from CARE A- Stable and CARE A2+ to CARE BBB+ Stable and CARE A2 respectively. In terms of the sanction letters, the Company could be liable for additional interest in case of downward revision of credit rating, however, till date, no such interest has been charged/ demanded by the respective lenders. As per management, the adjustment in this regard is not expected to be material, requiring any adjustment in these standalone financial statements and further, the management has assessed this event to be non-adjusting event for financial year 2024-25.



24 Provisions- non-current

Provision for employee benefits

Gratuity (refer note 46)
Compensated absences

Other provisions

Provision for warranty (also refer note 29)

As at 31 March 2025	As at 31 March 2024
23.80	13.12
40.40	31.77
56.68	44.55
120.94	89.44

25 Current borrowings

Secured

Current maturities of long term debts (refer note 23)
Working capital demand loan (refer note (ii) below)

As at 31 March 2025	As at 31 March 2024
225.54	142.22
3,682.82	3,618.34
3,908.36	3,760.56

Unsecured

Loan from related parties (refer note (iii) below)*

As at 31 March 2025	As at 31 March 2024
13.50	13.80
13.50	13.80

*includes interest accrued amounting to Rs. Nil (31 March 2024; Rs.0.30 million)

Total

As at 31 March 2025	As at 31 March 2024
3,921.86	3,774.36

Terms and conditions of short-term borrowings

(i) The Company has availed cash credit facilities from banks that are repayable on demand. (also refer note 43B). However, such facilities remain undrawn as at 31 March 2025.
(ii) The Company has availed working capital demand loans from banks aggregating to Rs. 3,682.82 million (31 March 2024: Rs. 3,618.34 million) carrying interest rates ranging from 7.50%-8.60% and are repayable on demand.
(iii) Unsecured loans from Related Parties

Particulars	Interest rate	Type of asset secured	Terms of repayments
Inter-corporate deposits Rs. 13.50 million (31 March 2024: Rs. 13.50 million)	10.00%	Unsecured	Repayable on demand as per the mutual agreement between the parties

26 Supplier's credit

Supplier's credit

As at 31 March 2025	As at 31 March 2024
520.52	-
520.52	-

Supplier's credit represents the arrangement where suppliers of goods and services are initially paid by A.TReDS Limited and settlement with the A.TReDS Limited is normally effected within a period of 90 days.

27 Trade payables

Total outstanding dues of micro enterprises and small enterprises (refer note (i) below)
Total outstanding dues of creditors other than micro and small enterprises

As at 31 March 2025	As at 31 March 2024
202.48	79.99
8,334.30	5,940.74
8,736.78	6,020.73

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

Particulars	As at 31 March 2025	As at 31 March 2024
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	202.48	79.99
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.	0.05	0.03
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	0.47	0.05
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	0.47	0.05

(ii) Ageing disclosure:

As at 31 March 2025:

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	194.98	7.38	-	-	-	202.36
(ii) Others	4,253.77	4,207.60	0.38	0.26	0.83	8,462.84
(iii) Disputed dues - MSME	-	0.06	0.06	-	-	0.12
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	71.46	-	-	-	-	71.46
Total	4,520.21	4,215.04	0.44	0.26	0.83	8,736.78

As at 31 March 2024:

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	65.76	14.23	-	-	-	79.99
(ii) Others	2,430.48	3,450.33	5.41	0.50	1.20	5,887.92
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	52.82	-	-	-	-	52.82
Total	2,549.06	3,464.56	5.41	0.50	1.20	6,020.73



28 Other Financial liabilities-current

Security deposits
Payable to employees
Derivative contracts fair valued through profit or loss
Capital creditors
Other liability- customer refund*
Book overdraft (also refer note 43B)
Other payable
Other acceptances

As at 31 March 2025	As at 31 March 2024
0.54	1.10
204.40	120.48
0.84	-
55.62	2.86
157.10	105.80
1,423.56	927.03
-	1.58
136.91	200.02
1,978.97	1,358.93

*A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

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

Gratuity (refer note 40)
Compensated absences
Other provisions
Provision for warranty

As at 31 March 2025	As at 31 March 2024
18.56	10.01
8.43	7.18
66.85	61.54
93.84	84.73

Movement in provision for warranty

Opening balance
Provision created during the year
Provision utilised during the year
Closing balance

As at 31 March 2025	As at 31 March 2024
106.09	95.04
78.98	67.86
(61.54)	(56.81)
123.53	106.09

Provision for warranty

Non-current
Current

As at 31 March 2025	As at 31 March 2024
56.68	44.55
66.85	61.54
123.53	106.09

30 Current tax liabilities (net)

Provision for income tax (net of advance tax)

As at 31 March 2025	As at 31 March 2024
115.07	26.07
115.07	26.07

31 Other current liabilities**Contract liability (Refer note 32 (ii))**

Advance from customers
Deferred revenue

Statutory dues payable

- TDS and TCS payable
- GST payable
- Others

As at 31 March 2025	As at 31 March 2024
97.22	16.05
11.64	-
67.79	66.74
362.09	147.08
7.13	43.43
545.87	273.30



32 Revenue from operations

Sale of goods- security and surveillance equipments and related components
Service revenue

Other operating revenue

Business support services
Technical training services

	For the year ended 31 March 2025	For the year ended 31 March 2024
	30,614.09	27,798.60
	35.00	17.32
	30,649.09	27,815.92
	6.00	6.00
	3.08	2.34
	9.08	8.34
	30,658.17	27,824.26

(i) Assets and liabilities related to contract with customers:

Particulars	As at 31 March 2025	As at 31 March 2024
Contract liabilities (refer note 31)		
Advance from customers	97.22	16.05
Deferred revenue	11.64	-

Contract liability is the Company's obligation to transfer goods or services to a customer for which the Company has received consideration from the customer in advance. Contract assets are transferred to receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied.

Contract assets

Unbilled revenue for passage of time (refer note 15)

Trade receivables (refer note 15)

1.08	7,342.70
10,360.94	

(ii) Right to return assets and refund liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Right to return asset	137.07	88.92
Refund liabilities arising from rights of return	157.10	105.86

(iii) Disaggregated revenue information under Ind AS 115:

Disaggregation by	For the year ended 31 March 2025	For the year ended 31 March 2024
Type of goods/service		
Sale of goods	30,614.09	27,798.60
Sale of services	35.00	17.32
Other operating revenue	9.08	8.34
Total revenue from contract with customers	30,658.17	27,824.26
India	30,558.06	27,737.20
Outside India	100.11	87.06
Total revenue from contract with customers	30,658.17	27,824.26
Timing of revenue recognition		
Goods transferred at a point in time	30,614.09	27,798.60
Services transferred at a point in time	21.31	19.66
Services transferred over the period of time	22.77	6.00
Total revenue from contract with customers	30,658.17	27,824.26

(iv) 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.

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

Particulars		For the year ended 31 March 2025	For the year ended 31 March 2024
Contract price	(A)	33,996.61	30,456.47
Rebates/ discounts and other adjustments	(B)	3,338.44	2,632.21
Net revenue recognised	(C=A-B)	30,658.17	27,824.26



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

33 Other income

Interest income:

- on bank deposits

- loan given (refer note 44)

Unwinding of discount on security deposits

Dividend income

Provisions/ Liabilities no longer required written back

Profit on sale of property, plant and equipment(net)

Rental income

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

Gain on investment measured at FVTPL

Gain on currency fluctuation and translation (other than considered as finance cost)(net)

Miscellaneous income

34 Purchase of Stock -in -trade

Purchase of products and components

35 Changes in inventories of Stock-in-trade

Inventory at the beginning of the year

Less: Inventory at the end of the year

36 Employee benefits expense

Salaries, wages and bonus

Contribution to provident and other funds

Share based payment expense (refer note 47)

Gratuity expense (refer note 46)

Staff welfare expenses

37 Finance costs

Interest expense on

-Credit facilities/ loans from banks

-Withholding tax and goods and service tax

-Delayed payment of income tax

-Loan from related parties (refer note 44)

-Supplier's credit

-Others

Other finance and bank charges

Interest on lease liability (refer note 5)

Less: Amount transferred to Capital work in progress (refer note 6)

38 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 2025	For the year ended 31 March 2024
Interest income:		
- on bank deposits	93.42	104.98
- loan given (refer note 44)	8.80	2.91
Unwinding of discount on security deposits	2.66	1.55
Dividend income	0.11	0.06
Provisions/ Liabilities no longer required written back	0.61	6.25
Profit on sale of property, plant and equipment(net)	-	2.02
Rental income	2.84	4.22
Gain on extinguishment/modification of lease [refer note 5(c)(i)]	0.55	1.82
Gain on investment measured at FVTPL	-	0.98
Gain on currency fluctuation and translation (other than considered as finance cost)(net)	4.52	8.46
Miscellaneous income	2.35	1.43
	115.86	134.68
	For the year ended 31 March 2025	For the year ended 31 March 2024
Purchase of products and components	25,348.73	22,698.63
	25,348.73	22,698.63
	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventory at the beginning of the year	5,040.82	5,061.59
Less: Inventory at the end of the year	(5,857.26)	(5,040.82)
	(816.44)	20.77
	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	1,469.33	1,237.12
Contribution to provident and other funds	47.42	38.00
Share based payment expense (refer note 47)	117.44	-
Gratuity expense (refer note 46)	18.59	10.85
Staff welfare expenses	12.23	36.03
	1,665.01	1,322.00
	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest expense on		
-Credit facilities/ loans from banks	343.63	260.74
-Withholding tax and goods and service tax	0.43	0.16
-Delayed payment of income tax	7.14	3.95
-Loan from related parties (refer note 44)	1.35	7.74
-Supplier's credit	15.02	-
-Others	2.66	0.65
Other finance and bank charges	12.01	9.73
Interest on lease liability (refer note 5)	36.24	26.06
	418.48	309.03
Less: Amount transferred to Capital work in progress (refer note 6)	(3.37)	-
	415.11	309.03
	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation and amortization expense (refer note 4 and 8)	105.23	50.30
Depreciation on right- of- use assets (refer note 5)	146.96	106.54
Depreciation on investment property (refer note 7)	0.25	0.29
	252.44	157.13



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39 Other expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024
Rent (also refer note 5)	34.43	38.08
Rates and taxes	28.52	3.16
Insurance	30.06	28.99
Travelling and conveyance expenses	102.44	86.95
Legal and professional expenses	69.24	74.19
Fees and subscription	27.59	19.34
Telephone and internet charges	8.97	7.63
Payment to auditors*	7.65	5.92
Electricity and water expenses	14.72	10.91
Repair and maintenance- building	9.59	6.42
Repair and maintenance- others	26.17	29.39
Advertisement and business promotion expenses	922.00	653.08
Freight, cartage and handling charges	234.45	201.51
Product service and warranty expenses	148.39	94.52
Charity and donation	0.78	0.83
Corporate social responsibility expenses (also refer note 51)	29.70	19.65
Loss on sale/ write off of property, plant and equipment(net)	2.05	-
Warehouse handling charges	66.73	59.74
Technical testing and certification fees	45.10	31.59
Web and IT Services	115.71	55.45
Allowance for expected credit losses	66.70	-
Balances written off	5.27	7.56
Vendor and logistic support	29.50	23.07
Recruitment expenses	8.07	5.23
Vehicle running and maintenance	5.02	5.93
Printing and stationery	9.35	8.98
Security expenses	3.43	2.89
Training expenses	6.78	5.41
Postage and courier charges	1.58	1.07
Director's sitting fee (also refer note 44)	2.42	0.73
Loss on investment measured at fair value through profit or loss	0.94	-
E- waste management (also refer note 48C)	4.79	7.06
Commission and brokerage	3.30	3.13
Miscellaneous expenses	13.78	54.64
	2,085.22	1,553.05

***Payment to auditors comprises of (excluding applicable taxes):**

	For the year ended 31 March 2025	For the year ended 31 March 2024
Statutory audit**	6.80	5.20
Other services	0.48	0.48
Out of pocket expenses	0.37	0.24
	7.65	5.92

**Excludes remuneration for services in connection with the Initial Public Offering (IPO), including reimbursement of expenses, amounted to Rs. 11.45 million during the year ended 31 March 2025 (31 March 2024: Nil) that has been included in the "Initial public offer related transaction costs" under "Other current assets".

40 Exceptional items

	For the year ended 31 March 2025	For the year ended 31 March 2024
Insurance claim received related to loss of stock	-	(42.14)
	-	(42.14)



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Notes to the standalone financial statements for the year ended 31 March 2025

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

41 Income tax
Tax expense comprises of:

Current tax expense

Deferred tax expense/ (credit)

Earlier years tax adjustments (net)

Income tax expense reported in the statement of profit and loss

For the year ended 31 March 2025	For the year ended 31 March 2024
547.15	506.93
(74.63)	(8.00)
(1.51)	(4.46)
471.01	494.47

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 2024: 25.168%) and the reported tax expense in profit or loss are as follows:

Accounting profit before income tax

At India's statutory income tax rate of 25.168% (31 March 2024: 25.168%)

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

1,823.96	1,940.47
459.05	488.38
9.62	3.13
16.59	2.92
7.79	6.15
54.10	6.35
547.15	506.93
(74.63)	(8.00)
(1.51)	(4.46)
471.01	494.47

Deferred tax expense/ (credit) recognised in statement of profit and loss

Earlier years tax adjustments (net)

Income tax expense
42 Earnings per share

Net Profit attributable to equity shareholders (Rs. in million)

Number of equity shares outstanding at the beginning of the year (nominal value of equity share- Rs. 10 each) (31 March 2024: Rs. 10 each)

Effect of share split of 1 equity share of face value of Rs. 10 each into 10 equity shares of face value of Rs. 1 each (also refer note 21(f))*

Effect of bonus share issued (also refer note 21(f))*

Equity share issued during the year

Adjusted/Revised number of equity shares outstanding at the end of the year
Weighted average number of equity shares outstanding at the end of the year for computing basic earnings per share

Effect of dilutive potential equity shares

Weighted average number of equity shares outstanding at the end of the year for computing diluted earnings per share

For the year ended 31 March 2025	For the year ended 31 March 2024
1,352.95	1,446.00
20,50,000	20,50,000
2,05,00,000	2,05,00,000
8,20,00,000	8,20,00,000
73,05,805	-
10,98,05,805	10,25,00,000
10,64,03,101	10,25,00,000
1,044	-
10,64,04,145	10,25,00,000

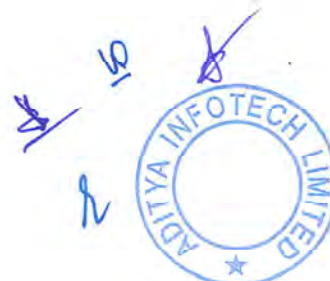
Basic earnings per share (in Rs.) (nominal value of equity share- Rs. 1 each) (31 March 2024: Rs. 1 each)*#

Diluted earnings per share (in Rs.) (nominal value of equity share- Rs. 1 each) (31 March 2024: Rs. 1 each)*#

12.72	14.11
12.72	14.11

*In accordance with provisions of Ind AS 33- Earnings per share

#Also refer note 21(f)



43 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 2025	As at 31 March 2024
	Carrying value	Carrying value
Financial assets measured at fair value through profit or loss		
Investments	5.15	6.08
Financial liabilities measured at fair value through profit or loss		
Derivative contracts	0.84	-

Financial assets and liabilities measured at amortised cost

Particulars	As at 31 March 2025	As at 31 March 2024
	Carrying value	Carrying value
Financial assets*		
Trade receivables	10,360.94	7,342.70
Loans	81.95	82.52
Cash and cash equivalents	534.13	393.04
Other bank balances	459.35	311.77
Other financial assets	2,773.57	1,860.80
Total financial assets	14,209.94	9,990.83
Financial liabilities*		
Borrowings	4,071.75	4,054.52
Lease liabilities	444.65	308.24
Supplier's credit	520.52	-
Trade payables	8,736.78	6,020.73
Other financial liabilities	1,978.13	1,358.93
Total financial liabilities	15,751.83	11,742.42

*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 2025		As at 31 March 2024	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Investments	Level 1	5.15	5.15	6.08	6.08
Financial liabilities					
Derivative contracts	Level 2	0.84	0.84	-	-

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 2025		As at 31 March 2024	
	Carrying value*	Fair value	Carrying value*	Fair value
Financial assets				
Trade receivables	10,360.94	10,360.94	7,342.70	7,342.70
Loans	81.95	81.95	82.52	82.52
Cash and cash equivalents	534.13	534.13	393.04	393.04
Other bank balances	459.35	459.35	311.77	311.77
Other financial assets	2,773.57	2,773.57	1,860.80	1,860.80
Total financial assets	14,209.94	14,209.94	9,990.83	9,990.83
Financial liabilities				
Borrowings	4,071.75	4,071.75	4,054.52	4,054.52
Lease liabilities	444.65	444.65	308.24	308.24
Supplier's credit	520.52	520.52	-	-
Trade payables	8,736.78	8,736.78	6,020.73	6,020.73
Other financial liabilities	1,978.13	1,978.13	1,358.93	1,358.93
Total financial liabilities	15,751.83	15,751.83	11,742.42	11,742.42

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



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	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 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 2025	As at 31 March 2024
Low credit risk	Cash and cash equivalents, trade receivables, investments, loans, and other financial assets	14,209.94	9,990.83

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 availed debtor insurance upto Rs. 800.00 million (31 March 2024: Rs. 500 million) 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.



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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 2025

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	534.13	-	534.13
Other bank balances	459.35	-	459.35
Investments	89.68	-	89.68
Loans	81.95	-	81.95
Trade receivables	10,479.77	(118.83)	10,360.94
Other financial assets	2,773.57	-	2,773.57

As at 31 March 2024

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	393.04	-	393.04
Other bank balances	311.77	-	311.77
Investments	112.27	-	112.27
Loans	82.52	-	82.52
Trade receivables	7,394.83	(52.13)	7,342.70
Other financial assets	1,860.80	-	1,860.80

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

Reconciliation of loss allowance	Trade receivables	Investments	Loans
Loss allowance on 31 March 2023	52.13	-	-
Allowance for expected credit loss (net)	-	-	-
Loss allowance on 31 March 2024	52.13	-	-
Allowance for expected credit loss (net)	66.70	-	-
Loss allowance on 31 March 2025	118.83	-	-

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 2025	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,921.86	149.89	-	4,071.75
Supplier's credit	520.52	-	-	520.52
Trade payables	8,735.25	1.53	-	8,736.78
Other financial liabilities	1,978.13	-	-	1,978.13
Total	15,155.76	151.42	-	15,307.18

31 March 2024	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,774.36	280.16	-	4,054.52
Trade payables	6,013.62	7.11	-	6,020.73
Other financial liabilities	1,358.93	-	-	1,358.93
Total	11,146.91	287.27	-	11,434.18

The Company had access to following funding facilities :

Funding facilities	Total facility	Drawn	Undrawn*
As at 31 March 2025	5,390.00	3,907.50	1,482.50
As at 31 March 2024	4,840.00	3,570.34	1,269.66

*As at 31 March 2025, the Company had made payment through issuance of cheques drawn on cash credit accounts, to various vendors aggregating to Rs. 1,423.51 million in the normal course of business (that got cleared subsequent to the year-end), against the undrawn facility of Rs. 1,482.50 million available to the Company. Such amounts have been presented as 'Book overdraft' under note 28.

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 2025		As at 31 March 2024	
0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
(20.01)	20.01	(22.50)	22.50

Impact on Statement of profit and loss

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 of unhedged foreign currency exposures as at the reporting date:					
Particulars	Currency Symbol	As at 31 March 2025		As at 31 March 2024	
		Amount in foreign currency (in million)	Amount in Rs. (in million)	Amount in foreign currency (in million)	Amount in Rs. (in million)
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.34	29.11	0.10	8.03
Renminbi (Chinese Yuan)	RMB	1.18	11.19	1.18	11.19
Total		1.52	40.30	1.28	19.22
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	1.04	88.95	0.91	75.92
Singapore Dollar	SGD	-	-	0.01	0.31
Total		1.04	88.95	0.92	76.23

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/equity 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 2025		As at 31 March 2024	
		3% increase	3% decrease	3% increase	3% decrease
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.87	(0.87)	0.24	(0.24)
Renminbi (Chinese Yuan)	RMB	0.34	(0.34)	0.34	(0.34)
Total		1.21	(1.21)	0.58	(0.58)

Particulars	Currency Symbol	As at 31 March 2025		As at 31 March 2024	
		3% decrease	3% increase	3% decrease	3% increase
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	2.67	(2.67)	2.28	(2.28)
Singapore Dollar	SGD	-	-	0.01	(0.01)
Total		2.67	(2.67)	2.29	(2.29)

Foreign exchange derivatives and exposures outstanding at the year end:

Particulars	As at 31 March 2025		As at 31 March 2024	
	USD	Rs.	USD	Rs.
Hedging on account of underlying exposure				
Hedged - Shipped	1.50	128.37	0.68	56.68
Unhedged - Open Exposure	1.04	88.95	0.92	76.23

Foreign exchange derivatives contracts at the year end:

Maturity	
Upto 6 months	More than 6 months

As at 31 March 2025

Foreign exchange forward contracts (highly probable forecast purchases)

Notional amount (USD)

Average forward rate

As at 31 March 2024

Foreign exchange forward contracts (highly probable forecast purchases)

Notional amount (USD)

Average forward rate

1.50

86.49

0.68

83.95



ADITYA INFOTECH LIMITED

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Notes to the standalone financial statements for the year ended 31 March 2025

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

44 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. AIL Dixon Technologies Private Limited (w.e.f. 18 September 2024)
Joint Venture Company	AIL Dixon Technologies Private Limited (upto 17 September 2024)
Key management personnel (KMP)	
Chairman	Mr. Hari Shanker Khemka
Managing Director	Mr. Aditya Khemka
Executive Director	Mr. Ananmay Khemka (w.e.f. 23 September 2024)
Independent Director	Ms. Ritu Khurana (till 01 November 2023)
Independent Director	Mr. Abhishek Dalmia (till 29 March 2025)
Independent Director	Ms. Ambika Sharma (w.e.f. 01 November 2023)
Independent Director	Mr. Manish Sharma (w.e.f. 01 November 2023)
Independent Director	Mr. Chetan Kajaria (w.e.f. 10 September 2024)
Independent Director	Mr. Himanshu Baid (w.e.f. 18 March 2025)
Non Executive Director	Mr. Atul Behari Lall (w.e.f. 12 September 2024)
Chief Financial Officer	Mr. Yogesh Sharma (w.e.f. 24 May 2024)
Company Secretary and Compliance Officer	Ms. Roshni Tandon (w.e.f. 24 May 2024)
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) (till 22 September 2024)
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. ARK Tech Innovation Pvt Ltd Aditya Security & Safety LLP Trend Setter Promoters LLP Seth Parmanand Khemka Charitable Trust YPO Delhi Chapter YPO Gurgaon Chapter (w.e.f. 06 July 2023) Aditya Colonizers LLP

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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to the standalone financial statements for the year ended 31 March 2025

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

b) Statement of transactions with related parties -

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
(i) Sale of goods		
ARK Infosolution Pvt Ltd.	1.39	0.07
AIL Dixon Technologies Pvt. Ltd.	1.29	0.62
(ii) Business support services provided to		
AIL Dixon Technologies Pvt. Ltd.	6.00	6.00
(iii) Purchase of goods (net of rebats/ discounts)		
AIL Dixon Technologies Pvt. Ltd.	13,028.50	11,127.58
(iv) Repayment of loan		
Hari Shanker Khemka	-	12.50
Aditya Khemka	-	10.00
Rishi Khemka	-	300.00
(v) Electricity and water charges paid/ payable (reimbursed)		
ARK Infosolution Pvt. Ltd.	0.43	0.98
(vi) Loan given to		
AIL Dixon Technologies Pvt. Ltd.	-	80.00
(vii) Remuneration (short term benefits)*		
Hari Shanker Khemka	41.23	34.80
Aditya Khemka	220.48	188.38
Ananmay Khemka	8.72	6.99
Mr. Yogesh Sharma (w.e.f. 24 May 2024)	16.50	-
Ms. Roshni Tandon (w.e.f. 24 May 2024)	6.09	-
(viii) Interest on loan taken		
Hari Shanker Khemka	-	0.78
Aditya Khemka	-	0.63
Rishi Khemka	-	4.98
Trend Setter Promoters LLP	1.35	1.35
(ix) Rent expense paid/ payable		
Aditya Khemka	7.50	7.50
Hari Shankar Khemka	6.88	7.50
Shradha Khemka	0.63	-
ARK Infosolution Pvt. Ltd.	5.45	1.59
(x) Rental income		
ARK Infosolution Pvt. Ltd.	1.13	2.48
Aditya Safety & Security LLP	0.09	0.13
Trend Setter Promoters LLP	0.18	0.18
AIL Dixon Technologies Pvt. Ltd.	0.06	-
ARK Tech Innovation Pvt Ltd	0.15	-
(xi) Electricity and water charges paid/ payable		
ARK Infosolution Pvt. Ltd.	1.68	0.28
(xii) Professional charges paid/ payable		
Trend Setter Promoters LLP	1.80	1.80

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



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to the standalone financial statements for the year ended 31 March 2025

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

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
(xiii) CSR Contribution Seth Parmanand Khemka Charitable Trust	29.70	19.65
(xiv) Donation Paid Seth Parmanand Khemka Charitable Trust	0.58	0.30
(xv) Vendor and logistic support charges paid/ payable Shenzhen CP Plus International Ltd.	29.50	23.07
(xvi) Membership and subscription charges paid/ payable YPO Delhi Chapter YPO Gurgaon Chapter	0.20 0.20	1.65 1.00
(xvii) 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	36.00 107.36 34.20 0.81 1.63	2.00 5.96 1.90 0.05 0.09
(xviii) Advertisement and business promotion expenses YPO Delhi Chapter	0.65	0.01
(xix) Interest Income on loan AIL Dixon Technologies Pvt. Ltd.	8.80	2.92
(xx) Sale of Leaschold Land and PPE ARK Infosolution Pvt Ltd.	-	119.74
(xxi) Director Sitting Fees Abhishek Dalmia Ambika Sharma Manish Sharma Ritu Khurana Chetan Kajaria	0.74 0.70 0.88 - 0.10	0.28 0.11 0.14 0.20 -
(xxii) Job work charges paid/ payable AIL Dixon Technologies Pvt. Ltd.	76.49	0.32
(xxiii) Share based payment expenses received/receivable AIL Dixon Technologies Pvt. Ltd.	0.41	-



ADITYA INFOTECH LIMITED

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Notes to the standalone financial statements for the year ended 31 March 2025

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

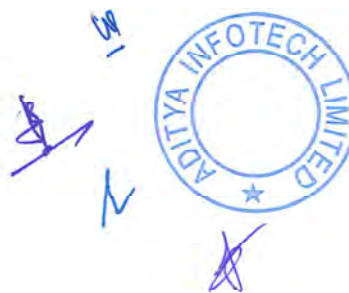
b) Outstanding balances at the year end

Particulars	As at 31 March 2025	As at 31 March 2024
(i) Trade Payables		
AIL Dixon Technologies Pvt. Ltd.	798.47	399.33
Shenzhen CP Plus International Ltd.	18.05	18.55
ARK Infosolution Pvt Ltd.	0.29	-
(ii) Trade Receivables		
AIL Dixon Technologies Pvt. Ltd.	1.45	2.26
ARK Infosolution Pvt Ltd.	1.46	-
ARK Tech Innovation Pvt Ltd.	0.03	-
(iii) Investments		
Shenzhen CP Plus International Ltd.	11.19	11.19
AIL Dixon Technologies Pvt. Ltd.	2,581.31	95.00
(iv) Borrowings		
Trend Setter Promoters LLP	13.50	13.50
(v) Interest Payable		
Trend Setter Promoters LLP	-	0.30
(vi) Vendor claim receivable		
AIL Dixon Technologies Pvt. Ltd.	1,174.96	246.49
(vii) Remuneration Payable		
Hari Shanker Khemka	1.76	0.65
Aditya Khemka	22.04	13.19
Ananmay Khemka	0.35	0.23
Yogesh Sharma	1.65	-
Roshni Tandon	0.48	-
(viii) Loan to group companies (including accrued interest)		
AIL Dixon Technologies Pvt. Ltd.	81.95	82.52
(ix) Reimbursement of share based payment expenses		
AIL Dixon Technologies Pvt. Ltd.	0.41	-

(c) 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.

(d) 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.



45 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 2025	As at 31 March 2024
Long term borrowings	149.89	280.16
Short term borrowings (including current maturities of long term borrowings)	3,921.86	3,774.36
Supplier's credit	520.52	-
Less: Cash and cash equivalents	(534.13)	(393.04)
Net debt (a)*	4,058.14	3,661.48
Total Equity (b)	8,093.91	4,320.36
Equity and net debt (c = (a) + (b))	12,152.05	7,981.84
Gearing Ratio (d = a/c)	0.33	0.46

*Excludes impact of book overdraft (refer note 43B)

46 Employee benefits

The Company has adopted Indian Accounting Standard (Ind AS) - 19 for 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. 47.42 million (31 March 2024: Rs. 38.00 million) during the year ended 31 March 2025 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 2025	As at 31 March 2024
Present value of the obligation	127.21	104.75
Fair value of plan assets	84.85	75.62
Net liability/(prepaid asset)	42.36	29.13

Amounts recognised in statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Actuarial loss/ (income) recognised during the year	4.77	19.97

Expenses recognised in statement of profit and loss

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current service cost	17.07	11.61
Past service cost	-	(1.33)
Interest cost (net)	1.53	0.57
Cost recognised during the year	18.60	10.85



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

Particulars	31 March 2025	31 March 2024
Present value of defined benefit obligation at the beginning of the year	104.75	71.41
Current service cost	17.07	11.61
Past service cost	-	(1.33)
Interest cost	7.17	5.48
Actuarial (gain)/loss net		
Actuarial loss on arising from change in demographic assumption	(1.36)	5.52
Actuarial loss on arising from change in financial assumption	4.38	11.84
Actuarial loss on arising from experience adjustment	1.38	2.23
Benefits paid	(6.18)	(5.01)
Present value of defined benefit obligation at the end of the year	127.21	104.75

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

Particulars	31 March 2025	31 March 2024
Present value of plan value assets at the beginning of the year	75.62	60.94
Transfer in/(out) plan assets	(0.15)	0.16
Interest income	5.64	4.91
Return on plan assets excluding amounts included in interest income	(0.37)	(0.36)
Contributions by Employer	10.29	15.00
Benefits paid	(6.18)	(5.01)
Present value of plan value assets at the end of the year	84.85	75.62

The Company expects to make a contribution of Rs. 18.56 million (31 March 2024: Rs. 16.01 million) to the defined benefit plans during the next financial year.

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

Particulars	31 March 2025	31 March 2024
Discount rate	6.60%	7.20%
Salary escalation rate	10.00%	10.00%
Withdrawal rate		
Less than 30 years	14.00%	11.00%
From 30 to less 44 years	14.00%	11.00%
44 years and above	14.00%	11.00%
Weighted average duration of PBO (in years)	6.17	7.44

Maturity profile of defined benefit obligation:

Particulars	31 March 2025	31 March 2024
Weighted Average Duration (years) as at valuation date	6.17 years	7.44 years

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

Particulars	31 March 2025	31 March 2024
Within next 1 year	14.79	9.97
Between 1-5 years	49.31	35.56
Over 5 years	63.11	59.23
Total	127.21	104.76

Sensitivity analysis for gratuity liability:

Particulars	31 March 2025	31 March 2024
Present value of obligation at the end of the year	127.21	104.75
a) Impact of the change in discount rate		
Impact due to increase of 0.5 %	-2.89%	-3.38%
Impact due to decrease of 0.5 %	3.05%	3.60%
b) Impact of the change in salary increase		
Impact due to increase of 0.5 %	2.08%	2.36%
Impact due to decrease of 0.5 %	-2.13%	-2.41%
c) Impact of the change in withdrawal rate		
Impact due to increase of 10 %	-0.84%	-0.41%
Impact due to decrease of 10 %	0.85%	0.36%

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.



47. Employees Stock Options Plan

The Company formulated the "Aditya Infotech Ltd. ESOP Scheme 2024" which was duly approved by the shareholders through special resolution passed in their meeting held on 17 June 2024. The Nomination & Remuneration Committee of Company, during the year ended 31 March 2025:

- approved the grant of 2,591,200 stock options to the Company's eligible employees at an exercise price of Rs. 292.68 per option, on 17 June 2024.
- approved the grant of 63,359 stock options to the Group's eligible employees at an exercise price of Rs. 292.68 per option, on 18 March 2025.

The above stock options shall vest over a period of 4 years from the date of grant and are exercisable within a period of 4 years from the date of vesting.

Set out below is a summary of options granted under the plan:

Particulars	Grant date	
	17 June 2024	18 March 2025
	Aditya Infotech Ltd. ESOP Scheme 2024	
Total options granted under the scheme (nos.)	2,591,200	63,360
Vesting period and percentage	Over a period of four years	Over a period of four years
Vesting Date	17 June each year, commencing 17 June 2025	18 March each year, commencing 18 March 2026
Exercise price	292.68	292.68
Weighted average exercise prices (WAEIP)	292.68	292.68
Exercise period	4 years from date of Vesting	4 years from date of Vesting
Outstanding options at the beginning of the year (nos.)	-	-
Options granted during the year (nos.)	2,591,200	63,360
Options vested during the year (nos.)*	11,950	-
Options exercised during the year (nos.)	-	-
Options lapsed/cancelled (nos.)	48,150	1,140
Outstanding options at the end of the year (nos.)	2,531,100	62,220
Exercisable options at the end of the year (nos.)	11,950	-

*Options vested during the year represents options immediately vested on death of employee during the year as per stock option plan

The vesting of options granted to eligible employee(s) is conditional upon fulfillment of performance criteria by the Employee and/or any team or group of which he is a part and/or of the Company, as may be determined by the Committee.

The Company has recognized share based payment expense of Rs 117.74 million (31 March, 2024: Nil) during the year as proportionate cost, net off the cost charged to AIL Dixon Technologies Private Limited, for options issued to employees of the subsidiary.

Particulars	31 March 2025
Expense arising from equity-settled share-based payment transactions	117.74

The value of option has been determined by an independent valuer. The following assumptions were used for calculation of fair value of options in accordance with Black Scholes Model:

For employee stock options granted on 17 June 2024				
Particulars	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting
Vesting Date	17 June 2025	17 June 2026	17 June 2027	17 June 2028
Risk free interest rate (%)	6.64%	6.65%	6.66%	6.67%
Expected Life (In years)	3.00	4.00	5.00	6.00
Expected volatility (%)	50.00%	50.00%	55.00%	55.00%
Dividend yield	0.07%	0.07%	0.07%	0.07%

For employee stock options granted on 18 March 2025				
Particulars	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting
Vesting Date	18 March 2026	18 March 2027	18 March 2028	18 March 2029
Risk free interest rate (%)	6.28%	6.29%	6.31%	6.33%
Expected Life (In years)	3.00	4.00	5.00	6.00
Expected volatility (%)	50.09%	50.71%	51.76%	52.98%
Dividend yield	0.30%	0.30%	0.30%	0.30%

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.

48. Contingent Liabilities and Commitments

A. Contingent liabilities

(i) Inland Bank Guarantees

31 March 2025	31 March 2024
59.89	50.17
59.89	50.17

(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 had raised tax demand of Rs.189.59 million (31 March 2024: Rs.189.59 million) and had also initiated penalty proceedings. The Company had 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 had deposited Rs. 38.00 million, under protest and the appeal in the matter is currently pending disposal. During the previous year 2022-23, the Company received an order u/s 154 dated 09 May 2022 raising the demand of Rs. 7.80 million on account of wrong calculation of interest u/s 234D in the order dated 30 September 2021. Further, during the financial year 2023-24, rejoinder to remand report has been filed on 16 June 2023, however, the final hearing before Commissioner of Income Tax (Appeals) is yet to be fixed. Subsequent to year end, again rejoinder to remand report dated 15 January 2025 has been filed on 25 April 2025 and final hearing before Commissioner of Income Tax (Appeals) is yet to be fixed.

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

	31 March 2025	31 March 2024
(a) VAT matters		
Demands raised under respective VAT Acts	2.70	12.19
Amounts paid under protest	0.77	1.02
(b) GST matters*		
Demands raised under GST regulations	15.25	4.95
Amounts paid under protest	0.81	0.49
(c) Customs matters		
Demands raised under Customs Act	130.17	26.89
Amounts paid under protest	61.65	1.65

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.

*The Company has received multiple show cause notices from Goods and Services Tax ("GST") authorities of the State of Tamil Nadu, Rajasthan 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.7.23 million for the financial years 2023-2024 to 2024-2025, on account of difference in ITC claimed as per Form GSTR-3B vs ITC appearing in GSTR-2A, difference between turnover reported in GSTR 1 and GSTR 3B etc.

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.

B. Commitments

Estimated amount of contract remaining to be executed on capital and other commitments not provided for (net of advances) is Rs. 829.68 million (31 March 2024: Rs. 613.90 million). Apart from above mentioned amount, certain purchase orders issued to suppliers are for open quantities, during the normal course of business.

C. E-waste (Management)

Ministry of Environment, Forest and Climate Change has issued E-Waste (Management) Rules, 2022, as amended ("E-waste Rules"), which requires the producers to obtain and implement extended producer responsibility targets as per Schedule III and Schedule IV of the said Rules. Basis management's internal assessment of E-waste rules, management believes that the Company has an obligation to fulfil the Extended Producer Responsibility targets, only if it is a participant in the market during a financial year. The obligation for the financial year are measured based on sales made in the preceding years.

During the current year and the previous year, as per the directions given by Central Pollution Control Board (CPCB), the Company has fulfilled its obligation for the current financial year and previous year. Basis management assessment and in accordance with Appendix B of Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', the Company will have an e-waste obligation for future years, only if it participates in the market in such years.

49 Dividend

a)The Company's Board of Directors at their meeting held on 02 August 2024 recommended dividend on equity shares @ Rs. 1.76 per equity share for the financial year 2023-24 that was approved by the shareholders in their Annual General Meeting held on 13 August 2024. The total outgo as dividend to the shareholders during the year amounted to Rs. 180 million.

b)The Company's Board of Directors at their meeting held on 02 July 2025 have proposed final dividend on equity shares @ Rs. 1.64 per equity share for the financial year 2024-25 (total outgo being Rs. 180 million), subject to approval of shareholders in the ensuing Annual General Meeting.

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

Particulars	As at 31 March 2025		As at 31 March 2024		Method of accounting
	Ownership %	Place of business	Ownership %	Place of business	
Subsidiary companies					
Shenzhen CP Plus International Ltd.	100%	China	100%	China	At cost
AIL Dixon Technologies Private Limited*	100%	India	-	-	At cost
Joint venture*					
AIL Dixon Technologies Private Limited	-	-	50%	India	At cost

*Also refer note 9.



51 Corporate Social Responsibility

	For the year ended 31 March 2025	For the year ended 31 March 2024
Amount required to be spent by the Company during the year	29.70	19.44
Amount of expenditure incurred	6.06	19.65
Shortfall at the end of the year	23.64	-
Total of previous years shortfall	-	-
Details of related party transactions	Refer Note 44	Refer Note 44

Nature of CSR activities includes donation for promotion of education, animal welfare, etc. through a related party. Such activities are covered under eligible CSR activities under Schedule VII of the Companies Act, 2013.

As per the Companies (Amendment) Act, 2019 effective 22 January 2021, the Company is required to transfer unspent CSR amount within a period of six months from the end of the financial year to a special account to be opened by the Company in that behalf for that financial year in any scheduled bank to be called the unspent corporate social responsibility account. Subsequent the year-end, the Company has deposited Rs. 4.00 million and Rs. 19.61 million in a separate bank account on 24 April 2025 and 28 April 2025 respectively.

52 Segment reporting

The Company 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 standalone financial statements relate to the Company's single operating segment. The Board of Directors of the Company consider trading of security and surveillance equipments 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:

Attributed to the Company's country of domicile, India
Attributed to foreign countries

For the year ended 31 March 2025	For the year ended 31 March 2024
30,558.06	27,737.20
100.11	87.06
30,658.17	27,824.26

53 Other disclosures

53.1 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.

53.2 Details of assets pledged

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

Particulars	31 March 2025	31 March 2024
Non-current assets		
Property, plant and equipment	243.65	214.82
Right-of-use assets	162.64	18.47
Investment property	3.54	3.79
Total	409.83	237.08
Current assets		
Inventories	5,946.94	5,092.05
Trade receivables	10,360.94	7,342.70
Total	16,307.88	12,434.75

53.3 Research and development costs incurred during the year ended 31 March 2025 that have been capitalised, aggregates to Rs. 70.79 million (31 March 2024: Rs. 89.75 million). Research and development costs that were not eligible for capitalisation and have been expensed off during the year ended 31 March 2025, aggregates to Rs. 105.27 million (31 March 2024: Rs. 63.24 million).

54. 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 has been 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. The Noida Authority vide its order dated 11 March 2024 had granted further extension in such timeline upto 31 December 2024. The Company has been in advanced stages of construction and development on the said lease land and has already incurred expenditure of Rs. 139.30 million as at 31 March 2025, that has been presented as 'Capital work in progress' in these standalone financial statements. However, due to factors beyond management control like ban on construction activities in Delhi NCR region as per GRAP-4 guidelines to control pollution etc., as the construction activities could not be completed by the prescribed date, the Company had filed an application on 12 October 2024, requesting for further extension of one year for completion of construction and development activities on the said land, that is currently pending disposal by the Noida Authority.

Based on assessment by a legal expert and taking into consideration the past trends of being granted extensions from the Noida Authority in the matter, the management is confident of receiving the necessary approval and is confident of completing the construction and development activities on the said lease 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.



ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Notes to the standalone financial statements for the year ended 31 March 2025

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

55 Financial ratios

Ratio	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	% Change (31 March 2025)	Reason for variance of more than 25% (31 March 2025)
			Ratio	Ratio		
Current ratio	Current assets	Current liabilities	1.28	1.31	-3%	-
Debt-equity ratio	Total debt [Non-current borrowings + Current borrowings+ Supplier's credit]	Total equity	0.57	0.94	-40%	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)	5.75	7.02	-18%	-
Return on equity ratio	Profit after tax-preference dividend	Average shareholder's equity	0.22	0.40	-46%	Refer note B below
Inventory turnover ratio	Costs of goods sold	Average inventories	4.44	4.45	0%	-
Trade receivables turnover ratio	Revenue from operations (net)	Average trade receivables	3.46	4.12	-16%	-
Trade payables turnover ratio	Purchases (net)	Average trade payables	3.44	3.00	14%	-
Net capital turnover ratio	Revenue from operations	Working capital [Current assets - Current liabilities]	6.85	7.60	-10%	-
Net profit ratio	Profit after tax	Revenue from operations (net)	0.04	0.05	-15%	-
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 + Supplier's credit]	0.19	0.27	-30%	Refer note C below
Return on investment	Interest (Finance Income)	Investment (Bank deposits and loans given)	0.09	0.07	27%	Refer note D below

Notes- reasons for variances:

- A. Variance in ratios is attributable to increase in equity on account of issue of shares at premium and creation of share based payment reserve during the year.
- B. Variance in ratio is attributable to decrease in profit vis-a-vis increase in equity on account of issue of shares at premium and creation of share based payment reserve during the year
- C. Variance in ratio is attributable to increase in finance cost and depreciation and increase in equity on account of issue of shares at premium and creation of share based payment reserve during the year.
- D. Variance in ratio is attributable to proportionate decrease in fixed deposits during the year which is greater than proportionate increase in interest income.

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ADITYA INFOTECH LTD.

CIN: U74899DL1995PLC066784

Notes to the standalone financial statements for the year ended 31 March 2025

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

- 56 The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company has used an accounting software for maintaining books of accounts which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, the audit trail feature is not enabled at the database level to log any direct data changes, used for maintaining accounting records. Further, there was no instance of audit trail feature being tampered with, as noted by the management. Further, except for consequential impact of audit trail feature not enabled at the database level, the Company has retained the audit logs as per statutory requirements for record retention.

57 Additional regulatory information not disclosed elsewhere in the financial statements

- (a) The Company 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 except as mentioned below:

Sr. No.	Name of Struck off Company	Nature of Transactions with Struck-off Company	Balance as at 31 March 2025	Balance as at 31 March 2024	Relationship with Struck off Company, if any
1	Veetech IT Solutions Private Limited	Sale of Goods	-	-	Not related
2	Buckingham Industries Limited	Sale of Goods	-	-	Not related
3	Informatics E-Tech India Limited	Sale of Goods	0.02	-	Not related
4	Dcon Business Solutions Private	Sale of Goods	-	-	Not related

- (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 'Wilful 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, except as mentioned below:

Description of charge	Location of Registrar	Period by which charge had to be registered	Reason for delay
First charge on land, building and all movable assets located at Plot no 12A, Sector 135, Noida, Uttar Pradesh	ROC Delhi	30 days, from 12 August 2024	The delay in registration of charge is on account of pending disposal of application for extension of lease of Plot no. 12A, Sector 135, Noida, Uttar Pradesh by Noida Authority [Also refer note 54]

- (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(is) including foreign entities (Intermediaries) or to any other person(s), with the understanding that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (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:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (ii) 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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ADITYA INFOTECH LTD.

CIN: U74899DL1995PLC066784

Notes to the standalone financial statements for the year ended 31 March 2025

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

- 58 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.
- 59 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

Deepak Mittal

Partner

Membership No.: 503843



Place: Noida

Date: 02 July 2025



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

Hari Shanker Khemka

Hari Shanker Khemka

Chairman

DIN:00514501

Yogesh Sharma

Yogesh Sharma

Company Secretary

Place: Noida

Date: 02 July 2025

Aditya Khemka

Aditya Khemka

Managing Director

DIN:00514552

Rishni Tandon

Rishni Tandon

Company Secretary

Walker Chandio & Co LLP

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Jacaranda Marg, DLF Phase II,
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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 subsidiaries (the Holding Company and its subsidiaries 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 2025, 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 material accounting policy information 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 subsidiaries 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 2025, 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, 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 reports referred to in paragraph 11 and 12 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Chartered Accountants

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



Walker Chandio & 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

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

4. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

5. 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 including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group and 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, and 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 its joint venture 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.
6. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and its joint venture are responsible for assessing the ability of the Group and 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.
7. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and its joint venture.



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

8. 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.
9. 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 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 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
 - 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
10. 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 Matters

11. We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of Rs. 6,202.32 million as at 31 March 2025, total revenues of Rs. 7,803.07 million and net cash outflows amounting to Rs. 70.85 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 Rs. Nil for the period 1 April 2024 to 17 September 2024, as explained in note 60B, 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 these subsidiaries 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 subsidiaries and joint venture, are based solely on the reports of the other auditors.

12. Further, of these subsidiaries, one subsidiary, is located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in its country and which have been audited by other auditor 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 incorporated outside India and other subsidiary 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.



14. 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 by us and by the respective other auditors as mentioned in paragraph 11 above, of companies included in the consolidated financial statements for the year ended 31 March 2025 and covered under the Act, we report that following are the qualifications/adverse remarks reported by us and the other auditors in the Order reports of the companies included in the consolidated financial statements for the year ended 31 March 2025 for which such Order reports have been issued till date and made available to us:

S No	Name	CIN	Holding Company / subsidiary / Associate / Joint Venture	Clause number of the CARO report which is qualified or adverse
1	Aditya Infotech Limited	U74899DL1995PLC066784	Holding company	3(i)(c), 3(vii)(a), 3(vii)(b)
2	AIL Dixon Technologies Private Limited	U32309UP2017PTC090189	Subsidiary company	3(vii)(a), 3(vii)(b), 3(ix)(d)

15. 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 incorporated in India whose financial statements have been audited under the Act, 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;
- Except for the matters stated in paragraph 15(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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 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 its subsidiary company covered under the Act, and taken on record by the Board of Directors of the Holding Company and its subsidiary company respectively, and the report of the statutory auditors of its subsidiary company, covered under the Act, none of the directors of the Holding Company and its subsidiary, are disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act.
- The modification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 15(b) above on reporting under section 143(3)(b) of the Act and paragraph 15(j)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
- With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary 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



- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiary, incorporated in India whose financial statements have been audited under the Act:
- (i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, as detailed in Note 50A to the consolidated financial statements;
 - (ii) The Holding Company and its subsidiaries did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company, covered under the Act, during the year ended 31 March 2025;
 - (iv) (a) The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary, respectively that, to the best of their knowledge and belief, as disclosed in note 59(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 subsidiary, 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 any such subsidiary, ('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 subsidiary, incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary, respectively that, to the best of their knowledge and belief, as disclosed in the note 59(i) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary, 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 any such subsidiary, 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 auditors of the subsidiaries, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' 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.
 - (v) (a) The final dividend paid by the Holding Company during the year ended 31 March 2025 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;



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- (b) As stated in note 51(b) to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2025 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) As stated in Note 64 to the consolidated financial statements and based on our examination which included test checks and that performed by the respective auditors of the subsidiary, the Holding Company and its subsidiary, in respect of financial year commencing on 1 April 2024, have used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that the audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Holding Company. Further, during the course of our audit, we and respective auditors of the above referred subsidiary, did not come across any instance of audit trail feature being tampered with other than the consequential impact of the audit trail feature not enabled at the database level for accounting software used by the Holding Company. Furthermore, except for audit trail feature not enabled at the database level, the audit trail has been preserved by the Holding Company and its subsidiary, as per the statutory requirements for record retention.

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

Deepak Mittal

Deepak Mittal
Partner
Membership No.: 503843

UDIN: 25503843BMLCQY8804



Place: Noida
Date: 02 July 2025

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Annexure 1

List of entities included in consolidated financial statements for the year ended 31 March 2025

1. Aditya Infotech Limited, Holding Company, India

Wholly owned subsidiary

1. ALL Dixon Technologies Private Limited, India (w.e.f. 18 September 2024)
2. Shenzhen CP Plus International Limited, Shenzhen, China

Joint venture

1. ALL Dixon Technologies Private Limited, India (till 17 September 2024)



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 2025

Independent Auditor's Report on the internal financial controls with reference to 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 subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary 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 subsidiary company which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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 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 subsidiary 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.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company as aforesaid.



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 2025

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 reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary company, the Holding Company and its subsidiary 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 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.



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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 2025

Other Matter

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to one subsidiary company, which is a company covered under the Act, whose financial statements reflect total assets of Rs.6,181.36 million and net assets of Rs. (374.47) million as at 31 March 2025, total revenues of Rs.7,781.58 million and net cash outflows amounting to Rs.72.00 million for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary company have been audited by other auditors 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 subsidiary company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary company is based solely on the reports of the auditors 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 auditors.

For Walker ChandioK & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Deepak Mittal

Deepak Mittal

Partner

Membership No.: 503843

UDIN: 25503843BMLCQY8804



Place: Noida

Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Balance Sheet as at 31 March 2025

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

	Note	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
Property, plant and equipment	4	1,317.95	214.82
Right of use assets	5	613.31	476.69
Capital work in progress	6	166.99	2.36
Investment property	7	3.54	3.79
Goodwill	8A	5,349.51	-
Other intangible assets	8A	112.27	7.75
Intangible assets under development	8B	134.60	152.64
Financial assets			
Investments	9	5.15	6.08
Others financial assets	10	119.37	46.59
Deferred tax assets (net)	11	183.00	79.58
Income tax assets (net)	12	29.44	8.03
Other non current assets	13	151.53	111.25
		8,186.66	1,109.58
Current assets			
Inventories	14	8,705.33	5,092.05
Financial assets			
Trade receivables	15	10,392.59	7,342.70
Cash and cash equivalents	16	1,359.31	394.67
Other bank balances	17	459.35	311.69
Loans	18	-	82.52
Other financial assets	19	1,964.25	1,814.48
Other current assets	20	677.89	294.07
		23,558.72	15,332.18
Total current assets		31,745.38	16,441.76
Total assets			
EQUITY AND LIABILITIES			
Equity			
Equity share capital	21	109.81	20.50
Other equity	22	10,066.86	4,221.59
Equity attributable to owners of Holding Company		10,176.67	4,242.09
Non-controlling interests		-	-
Total equity		10,176.67	4,242.09
Non current liabilities			
Financial liabilities			
Borrowings	23	149.89	280.16
Lease liabilities	5	284.93	179.13
Others financial liabilities	24	76.03	-
Provisions	25	124.94	89.44
Total non current liabilities		635.79	548.73
Current liabilities			
Financial liabilities			
Borrowings	26	3,978.55	3,774.36
Lease liabilities	5	159.73	129.11
Supplier's credit	27	520.52	-
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	28	237.04	79.99
Total outstanding dues of creditors other than micro and small enterprises	28	13,190.26	5,922.31
Other financial liabilities	29	2,086.79	1,359.96
Provisions	30	91.02	84.73
Current tax liabilities (net)	31	115.06	26.07
Other current liabilities	32	550.95	274.41
		20,932.92	11,650.94
Total current liabilities		31,745.38	16,441.76
Total equity and liabilities			

Material accounting policy information

3

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 Chandio & Co LLP

Chartered Accountants

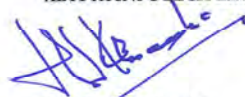
Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843

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


Hari Shanker Khemka

Chairman

DIN:00514501

Yogesh Sharma

Chief Financial Officer



Aditya Khemka

Managing Director

DIN:00514552



Rosmini Tandon

Company Secretary



Place: Noida

Date: 02 July 2025

Place: Noida

Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Statement of Profit and Loss for the year ended 31 March 2025

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

	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
Income:			
Revenue from operations	33	31,118.72	27,824.26
Other income	34	110.54	135.34
Total income		31,229.26	27,959.60
Expenses:			
Cost of materials consumed	35	7,038.30	-
Purchases of stock-in-trade	36	18,031.57	22,698.63
Changes in inventories of finished goods, stock-in-trade and work-in-progress	37	(645.43)	20.77
Employee benefits expense	38	2,033.26	1,338.57
Finance costs	39	418.12	309.09
Depreciation and amortization expenses	40	311.23	157.13
Other expenses	41	2,187.69	1,536.86
Total expenses		29,374.74	26,061.05
Profit before share of profit in joint venture and tax		1,854.52	1,898.55
Share of profit in joint venture (also refer note 63)		-	-
Profit before exceptional items and tax		1,854.52	1,898.55
Exceptional items	42		
Gain on account of fair valuation of previously held equity interest (also refer note 62)		(2,486.30)	-
Share of loss in joint venture (also refer note 63)		-	294.50
Others		-	(42.14)
Profit before tax		4,340.82	1,646.19
Tax expense:	43		
Current tax expense		569.67	506.93
Deferred tax expense/(credit)		258.97	(8.00)
Earlier years tax adjustments (net)		(1.51)	(4.46)
Total tax expense		827.13	494.47
Profit after tax		3,513.69	1,151.72
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement of defined employee benefit plans		(4.63)	(19.97)
Income tax effect of above		0.97	5.03
Share of other comprehensive income in joint venture		-	-
Items that will be reclassified to profit or loss			
Exchange differences on translation of financial statements of foreign operations		0.38	(0.63)
Other comprehensive income		(3.28)	(15.57)
Total comprehensive income for the year		3,510.41	1,136.15
Profit after tax attributable to:			
Owners of the Holding Company		3,513.69	1,151.72
Non-controlling interests		-	-
Other comprehensive income attributable to:			
Owners of the Holding Company		(3.28)	(15.57)
Non-controlling interests		-	-
Total comprehensive income attributable to:			
Owners of the Holding Company		3,510.41	1,136.15
Non-controlling interests		-	-
Earnings per equity share			
Basic (in Rs.) (Nominal value: Rs. 1 each)	44	33.02	11.24
Diluted (in Rs.) (Nominal value: Rs. 1 each)		33.02	11.24

Material accounting policy information

3

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 Chandniok & Co LLP

Chartered Accountants

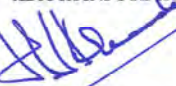
Firm's Registration No.: 001076N/N500013



Deepak Mittal

Partner

Membership No.: 503843

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

 Hari Shanker Khemka
 Chairman
 DIN:00514301


 Yogesh Sharma
 Chief Financial Officer


 Aditya Khemka
 Managing Director
 DIN:00514552


 Rishni Tandon
 Company Secretary
Place: Noida
Date: 02 July 2025Place: Noida
Date: 02 July 2025

ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Statement of Cash Flows for the year ended 31 March 2025

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

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A Cash flow from operating activities		
Profit before tax	4,340.82	1,646.19
Adjustments for:		
Depreciation and amortization expenses	311.23	157.13
Interest income on bank deposits	(93.42)	(104.98)
Unwinding of discount on security deposit	(2.67)	(1.55)
Dividend income	(0.11)	(0.06)
Liabilities no longer required written back	(0.61)	(6.25)
(Gain)/Loss on currency fluctuation and translation (net)	(2.99)	(9.07)
Profit on sale of property, plant and equipment (net)	(0.03)	(2.02)
Share based payment expense	117.85	-
Rental income	(3.14)	(4.22)
Allowance for expected credit loss	69.07	-
Balances written off	5.27	7.56
Share of loss in joint venture	-	294.50
Finance costs	376.52	279.09
Interest expense on lease liabilities	36.24	26.06
Gain on extinguishment of lease	(0.55)	(1.82)
Gain on account of fair valuation of previously held equity interest in joint venture (also refer note 42 and 62)	(2,486.30)	-
Loss/ (Gain) on measurement of investment at FVTPL	0.94	(0.98)
Operating profit before working capital changes	2,668.12	2,279.58
Movement in working capital		
(Increase)/Decrease in inventories	(693.14)	18.45
Increase in trade receivables	(3,124.22)	(1,200.68)
Increase in other current assets and non current assets	(6.49)	(192.29)
Increase in other financial assets	(502.25)	(320.89)
Increase in other financial liabilities	551.30	1,095.57
Increase in other current liabilities	275.08	79.93
Increase in provisions	36.70	43.03
Increase/ (Decrease) in trade payables	1,576.64	(3,096.79)
Cash generated from/ (used in) operating activities post working capital changes	781.74	(1,294.09)
Income tax paid(net)	(509.66)	(509.96)
Net cash generated from/ (used in) operating activities (A)	272.08	(1,804.05)
B Cash flow from investing activities		
Additions to property, plant and equipment, capital work in progress, other intangible assets and intangible under development	(264.90)	(188.75)
Sale of property, plant and equipment	2.44	124.63
Loan given to related party	-	(80.00)
Proceeds from/(investments) in fixed deposits (net)	153.81	1,199.74
Rental income	3.14	4.22
Dividend income	0.11	0.06
Interest received	93.42	104.98
Net cash (used in) / generated from investing activities (B)	(11.98)	1,164.88
C Cash flow from financing activities		
Repayment of loans to related party	(0.30)	(273.93)
Proceeds from long-term borrowings	131.34	49.42
Repayments of long-term borrowings	(184.03)	(197.07)
Repayment of short-term borrowings	(21,985.00)	(17,054.76)
Proceeds from short-term borrowings	22,049.48	17,426.24
Supplier's credit availed (net)	520.52	-
Finance cost paid	(376.52)	(279.09)
Dividend paid during the year	(180.00)	(10.00)
Principal payment of lease liabilities	(128.79)	(77.36)
Interest payment of lease liabilities	(36.24)	(26.06)
Net cash used in financing activities (C)	(189.54)	(442.61)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	70.56	(1,081.78)
Cash acquired on acquisition of subsidiary company (Refer note 62)	894.08	-
Cash and cash equivalents at the beginning of the year	394.67	1,476.45
Cash and cash equivalents at the end of the year	1,359.31	394.67



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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Consolidated Statement of Cash Flows for the year ended 31 March 2025

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

Components of 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
Total cash and cash equivalents (refer note 16)

As at 31 March 2025	As at 31 March 2024
24.83	2.14
2.06	7.09
1.49	1.17
1,257.88	77.82
73.05	306.45
1,359.31	394.67

Also refer note 23 for changes in liabilities arising from financing activities

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

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 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

Yogesh Sharma

Chief Financial Officer

Aditya Khemka

Managing Director

DIN:00514552

Roshni Tandon

Company Secretary

Place: Noida

Date: 02 July 2025

Place: Noida

Date: 02 July 2025



A. Equity share capital (refer note no. 21)

Current Reporting Period

Particulars	Opening balance as at 1 April 2024	Issue during the year*	Changes in equity share capital during the year**	Balance as at 31 March 2025
Equity share capital	20.50	7.31	82.00	109.81

Previous reporting period

Particulars	Opening balance as at 1 April 2023	Issue during the year	Changes in equity share capital during the year	Balance as at 31 March 2024
Equity share capital	20.50	-	-	20.50

*Refer note 62

**Refer note 21(f)

B. Other equity (refer note no. 22)

Particulars	Reserves and Surplus				Foreign currency translation reserve	Capital Redemption Reserve	Share based payment reserve	Total other equity attributable to owners of the Holding Company	Total
	Retained earnings	General reserve	Securities Premium	Capital reserve					
Balance as at 31 March 2023	2,916.05	170.42	-	0.06	4.41	4.50	-	3,095.44	3,095.44
Profit for the year	1,151.72	-	-	-	-	-	-	1,151.72	1,151.72
Other comprehensive income for the year (net of tax impact)	(14.94)	-	-	-	-	-	-	(14.94)	(14.94)
Share of other comprehensive income in joint venture	-	-	-	-	-	-	-	-	-
Exchange differences on translation of financial statements of foreign operations	-	-	-	-	(0.63)	-	-	(0.63)	(0.63)
Dividend paid during the year	(10.00)	-	-	-	-	-	-	(10.00)	(10.00)
Balance as at 31 March 2024	4,042.83	170.42	-	0.06	3.78	4.50	-	4,221.59	4,221.59
Profit for the year	3,513.69	-	-	-	-	-	-	3,513.69	3,513.69
Other comprehensive income for the year (net of tax impact)	(3.66)	-	-	-	-	-	-	(3.66)	(3.66)
Bonus share issued*	-	(77.50)	-	-	-	(4.50)	-	(82.00)	(82.00)
Share issued towards purchase consideration of subsidiary company (refer note 62)	-	-	2,479.01	-	-	-	-	2,479.01	2,479.01
Employee stock options granted during the year (refer note 49)	-	-	-	-	-	-	117.85	117.85	117.85
Exchange differences on translation of financial statements of foreign operations	-	-	-	-	0.38	-	-	0.38	0.38
Dividend paid during the year (refer note 51(d))	(180.00)	-	-	-	-	-	-	(180.00)	(180.00)
Balance as at 31 March 2025	7,372.86	92.92	2,479.01	0.06	4.16	-	117.85	10,066.86	10,066.86

*Refer note 21(f)

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 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 Sharma Khemka
Chairman
DIN:00514501

Yogesh Sharma
Chief Financial Officer

Aditya Khemka
Managing Director
DIN:00514552

Rosalini Tandon
Company Secretary


Place: Noida

Date: 02 July 2025

Place: Noida

Date: 02 July 2025

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 2025. The Company is a Public limited Company having CIN no. U74899DL1995PLC066784 and was incorporated on 27 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 Group is engaged in manufacturing / assembly and 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 upto two decimal unless, except when otherwise indicated.

Assets and liabilities are classified as current and non-current as per Holding Company's normal operating cycle which is based on the nature of business of the Holding Company. Current assets do not include elements which are not expected to be realised within 1 year and current liabilities do not include items which are due after 12 month, the period of 12 months being reckoned from the reporting date.

The consolidated financial statements were approved for issue by the Company's Board of Directors on 02 July 2025.

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.

(b) Basis of consolidation

Subsidiary

Subsidiary is a 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.



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3 Material accounting policy information

(a) 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 goods to the customer, the Group presents the consideration as contract liability.

(ii) Rendering of services including business support, surveillance, cloud storage and technical training services

(a) Revenue from business support services, surveillance services and cloud storage 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.

Assets and liabilities arising from rights of return:

(i) Right of return assets

Right of return asset represents the Holding Company's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Holding Company updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned goods.

(ii) Refund liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Holding Company ultimately expects it will have to return to the customer. The Holding Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

(b) Inventories

a. Raw materials, stores and spare parts, and packing materials are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. The cost is computed on using 'First In First Out (FIFO)'. Cost includes expenditure incurred for acquiring inventories like purchase price, import duties, taxes (net of tax credit) and other costs incurred in bringing the inventories to their present location and condition.

b. Finished goods and work in progress : Such inventories are stated at lower of cost and net realisable value. Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excludes borrowing costs incurred in bringing the inventories to their present location and condition. The cost of finished goods and work-in-progress is computed on FIFO basis.

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

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

(c) 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. Depreciation on Property, Plant and Equipment (other than related to manufacturing / assembly facility) 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 except in respect of certain categories of assets as mentioned below in respect of which the useful life has been assessed based on technical assessment.



The estimates of useful life of Property, Plant and Equipments are as follows:

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

For property, plant and equipment at manufacturing / assembly facility, depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful life as mentioned in Schedule II to the Companies Act, 2013 except in respect of certain categories of assets as below, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Particulars	Useful life as per Management Assessment	Useful life as per Schedule II of the Act
Factory buildings	10 years	30 years
Plant and machinery	15 years	15 years
Dies and moulds	15 years	15 years
Furniture and fixtures	10 years	10 years
Electrical Installations	10 years	10 years
Office equipment	5 years	5 years
Computers and Peripherals		
- Computers	3 years	3 years
- Servers	6 years	6 years
Vehicles	8 years	8 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.

Capital Work in Progress

Capital work-in-progress is recorded at its cost, which encompasses expenses incurred during the construction period. This cost also includes interest on the amount borrowed for the acquisition of qualifying assets and other expenses related to project implementation, to the extent that these expenses pertain to the period before the commencement of commercial production/ use.

(d) 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.

Research costs are expensed as incurred. Development costs are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Group has an intention and ability to complete and use or sell the product and the costs can be measured reliably. The costs, which can be capitalized include the cost of material, direct labor, overhead costs that are directly attributable to prepare the asset for its intended use.

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
Technology Platform	3 - 6 years
Technical know how	4 - 5 years
Customer Relationship	5 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.

(e) 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.



(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) 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.

(i) Statement of Cash flows

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.

(j) 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 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.

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.

(k) 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.

(l) 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, IT equipments 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 of 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 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.

(m) 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).

(n) 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 a 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.

(o) 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 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.

(p) 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.

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'.

(q) 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 except trade receivables 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. Trade receivables that do not contain a significant financing component are measured at the transaction price.

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.

(r) 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.

(s) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 *Share-based Payments* at the acquisition date.
- Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that Standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.



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Notes to consolidated financial statements for the year ended 31 March 2025

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 *Financial Instruments*, is measured at fair value with changes in fair value recognised in profit or loss in accordance with Ind AS 109. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS and shall be recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

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 reassesses 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 entity 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.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

(t) **Share Based Payment**

Employees of the Group also receive remuneration in the form of share-based payment transactions under Group's Employee Stock Option Scheme.

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognized, together with a corresponding increase in share Options outstanding reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest.

The Statement of Profit and Loss expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

When the terms of an equity-settled award are modified, the minimum expense recognized is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

(u) **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.

(v) **Government grants and subsidies**

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

(w) **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.

(x) **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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(y) 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(p), Note 11 and Note 43
- Impairment testing of financial assets and non-financial assets – Note 3(g), Note 3(q) and Note 8A
- Impairment testing of goodwill and intangible assets acquired on business combination- Note 3(s), Note 8A and Note 62
- Assessment of useful life of property, plant and equipment, investment property and intangible assets – Note 3(c), (d), (f) and Note 4, Note 7 and Note 8A
- Estimation of assets and obligations relating to employee benefits – Note 3(o) and Note 49
- Valuation of inventories – Note 3(b)
- Recognition and measurement of contingent liabilities – Note 3(h) and Note 50
- Leases – Note 3(f) and Note 5
- Fair value measurement – Note 3(r) and Note 45
- Provision for warranty – Note 3(a) and Note 25 and 30
- Expected credit loss – Note 3(q) and Note 15
- Share based payments – Note 3(t) and Note 49
- Business combination – Note 3(s) and Note 62

(z) Recent accounting pronouncements

I. The Ministry of Corporate Affairs ("MCA") vide its notifications dated 12 August 2024 and 09 September 2024 has issued Companies (India Accounting Standards) Amendment Rules, 2024 and Companies (India Accounting Standards) Second Amendment Rules, 2024, which introduced amendments in certain Indian Accounting Standards that are effective from 1 April 2024:

(i) Ind AS 117 – Insurance contracts - MCA notified Ind AS 117, a comprehensive standard that prescribe, recognition, measurement and disclosure requirements, to avoid diversities in practice for accounting insurance contracts and it applies to all companies i.e., to all "insurance contracts" regardless of the issuer. However, Ind AS 117 is not applicable to the entities which are insurance companies registered with IRDAI.

(ii) Ind AS 116- The amendments require an entity to recognise lease liability including variable lease payments which are not linked to index or a rate in a way it does not result into gain on right-of-use asset it retains.

The Group has reviewed the new pronouncements and based on its evaluation has determined that these amendments do not have a significant impact on the consolidated financial statements.

II. New Standards/Amendments notified but not yet effective: - 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. As at 31 March 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Group that are not yet effective.

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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025

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

4 Property, plant and equipment

Particulars	Land	Building (Other than factory building)	Factory Building	Plant and machinery	Dies and moulds	Electrical Installation	Computers (including servers)	Office equipment	Vehicles	Furniture and fixtures	Total
As at 31 March 2023	50.04	162.16	-	2.39	-	-	25.49	11.53	60.82	20.33	332.76
Additions	-	-	-	2.45	-	-	23.06	5.91	56.21	7.78	95.41
Disposals	-	108.04	-	1.81	-	-	2.43	6.96	8.88	11.09	139.21
As at 31 March 2024	50.04	54.12	-	3.03	-	-	46.12	10.48	108.15	17.02	288.96
Addition on acquisition of subsidiary (refer note 62)	-	-	345.81	745.11	24.85	37.64	78.09	20.52	4.58	21.34	1,277.94
Additions	-	-	5.56	108.48	21.50	-	35.05	6.12	1.44	3.53	181.68
Disposals	-	-	-	0.92	-	-	4.04	5.82	1.06	2.13	13.97
As at 31 March 2025	50.04	54.12	351.37	855.70	46.35	37.64	155.22	31.30	113.11	39.76	1,734.61
Accumulated depreciation											
As at 31 March 2023	-	22.74	-	1.12	-	-	14.52	3.62	15.78	10.71	68.49
Charge for the year	-	5.48	-	0.21	-	-	12.45	3.20	20.47	2.93	44.74
Disposals	-	18.23	-	0.96	-	-	1.81	5.06	5.61	7.42	35.09
As at 31 March 2024	-	9.99	-	0.37	-	-	25.16	1.76	30.64	6.22	74.14
Addition on acquisition of subsidiary (refer note 62)	-	-	21.68	152.95	5.72	6.74	35.06	7.03	1.66	4.94	235.78
Charge for the year	-	2.15	5.63	35.98	4.97	1.95	32.74	6.39	24.48	4.01	118.30
Disposals	-	-	-	0.84	-	-	3.82	4.46	0.82	1.62	11.56
As at 31 March 2025	-	12.14	27.31	188.46	10.69	8.69	89.14	10.72	55.96	13.55	416.66
Net block as at 31 March 2024	50.04	44.13	-	2.66	-	-	20.96	8.72	77.51	10.80	214.82
Net block as at 31 March 2025	50.04	41.98	324.06	667.24	35.66	28.95	66.08	20.58	57.15	26.21	1,317.95

(i) Contractual obligations

Refer note 50B for contractual commitments for acquisition of property, plant and equipment as at 31 March 2025 and 31 March 2024.

(ii) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2025 and 31 March 2024.

(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.



5 Leases

a) Right of use assets

Particulars	Leasehold land*	Building (Office, Warehouse and Experience centres)	IT equipment	Vehicles	Total
As at 31 March 2023	213.95	232.70	5.09	14.35	466.09
Additions	-	233.21	-	4.25	237.46
Deletions	(27.27)	-	-	-	(27.27)
As at 31 March 2024	186.68	465.91	5.09	18.60	676.28
Addition on acquisition of subsidiary (refer note 62)	12.74	-	-	-	12.74
Additions	-	281.78	-	1.26	283.04
Deletions	-	(38.26)	-	(1.11)	(39.37)
As at 31 March 2025	199.42	709.43	5.09	18.75	932.69
Accumulated depreciation					
As at 31 March 2023	9.03	83.85	1.27	3.42	97.57
Charge for the year	2.85	98.71	1.70	3.28	106.54
Disposals	(4.52)	-	-	-	(4.52)
As at 31 March 2024	7.36	182.56	2.97	6.70	199.59
Addition on acquisition of subsidiary (refer note 62)	0.24	-	-	-	0.24
Charge for the year	2.66	139.35	1.70	3.32	147.03
Disposals	-	(27.07)	-	(0.41)	(27.48)
As at 31 March 2025	10.26	294.84	4.67	9.61	319.38
Net Block as at 31 March 2024	179.32	283.35	2.12	11.90	476.69
Net Block as at 31 March 2025	189.16	414.59	0.42	9.14	613.31

*Also refer note 57

b) Lease Liability

Particulars	Total
As at 31 March 2023	172.70
Additions	237.46
Accretion of interest	26.06
Payments	(103.42)
Gain on extinguishment and modification of lease	(1.82)
Deletions	(22.74)
As at 31 March 2024	308.24
Additions	278.06
Accretion of interest	36.24
Payments	(165.03)
Gain on extinguishment and modification of lease	(0.55)
Deletions	(12.30)
As at 31 March 2025	444.66

Lease liability	As at 31 March 2025	As at 31 March 2024
Current	159.73	129.11
Non-current	284.93	179.13
	444.66	308.24

c) Group as a lessee

The Group has leases for land, office building, warehouse facilities, experience centres, 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 2025	For the year ended 31 March 2024
Depreciation expense of right-of-use assets (refer note 40)	147.03	106.54
Interest expense on lease liabilities (refer note 39)	36.24	26.06
Expense relating to short term leases (refer note 41)	34.43	38.08
Gain on extinguishment / modification of lease (refer note 34)	(0.55)	(1.82)
Net impact on consolidated statement of profit and loss	217.15	168.86

ii) Amounts recognized in the consolidated cash flow statement

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Payment of lease liabilities- principal and interest	165.03	103.42

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 Rs. 34.43 million pertaining to 31 March 2025 and Rs. 38.08 million pertaining to 31 March 2024 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 2025		31 March 2024	
	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	70	1-5	37	2-6
Warehouse facilities	8	1-4	8	2-3
Experience centre	5	0-6	4	1-7
Vehicles	18	1-5	17	2-4
Land	3	32-75	2	50-76
IT Equipment	2	0.25	2	1-2

v) Maturity of lease liabilities

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

31 March 2025	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	148.80	147.07	133.90	92.96	522.73

31 March 2024	Minimum lease payments due				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Lease payments	139.66	86.70	61.70	80.18	368.24

vi) Information about extension and termination options

31 March 2025

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	70	1-5	3.00	-	-	70
Warehouse facilities	8	1-4	2.50	-	-	8
Experience centre	5	0-6	2.80	-	-	5
Vehicles	18	1-5	3.00	-	-	18
Land	3	32-75	53.50	-	-	3
IT Equipment	2	0.25	0.25	-	-	2

31 March 2024

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	37	2-6	4.00	-	-	37
Warehouse facilities	8	2-3	2.50	-	-	8
Experience centre	4	1-7	3.80	-	-	4
Vehicles	17	2-4	3.00	-	-	17
Land	2	50-76	63.00	-	-	2
IT Equipment	2	1-2	1.50	-	-	2



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025

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

6 Capital Work in Progress

	Amount
Gross block	
Balance as at 31 March 2023	1.83
Additions	0.53
Capitalised	-
Balance as at 31 March 2024	2.36
Addition on acquisition of subsidiary (refer note 62)	0.28
Additions	164.35
Capitalised	-
Balance as at 31 March 2025	166.99

(i) Ageing of capital work in progress:**As at 31 March 2025**

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	164.63	0.53	1.83	-	166.99

As at 31 March 2024

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	0.53	1.83	-	-	2.36

(ii) Capital work in progress, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2024: Nil)

(iii) Capital work in progress represents costs incurred on construction/development activities for the Noida property, Kolkata office and assets at manufacturing / assembly facility at Kadapa, Andhra Pradesh (also refer note 57).

(iv) Refer note 50B for contractual commitments for acquisition of capital work in progress as at 31 March 2025 and 31 March 2024.

(v) The borrowing costs amounting to Rs 3.37 million have been capitalised during the year ended 31 March 2025 (31 March 2024: Rs. Nil). The rate used to determine the amount of borrowing costs eligible for capitalisation was 8.75%, which is the effective interest rate of the specific borrowing.



ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Notes to consolidated financial statements for the year ended 31 March 2025

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

7 Investment property

Particulars	Non factory Building	Total
Balance as at 31 March 2023	5.36	5.36
Additions	-	-
Disposals	-	-
Balance as at 31 March 2024	5.36	5.36
Additions	-	-
Disposals	-	-
Balance as at 31 March 2025	5.36	5.36
Accumulated depreciation		
Balance as at 31 March 2023	1.28	1.28
Charge for the year	0.29	0.29
Disposals	-	-
Balance as at 31 March 2024	1.57	1.57
Charge for the year	0.25	0.25
Disposals	-	-
Balance as at 31 March 2025	1.82	1.82
Net block as at 31 March 2024	3.79	3.79
Net block as at 31 March 2025	3.54	3.54

(i) Amount recognised in consolidated statement of profit and loss for investment property

Particulars	As at 31 March 2025	As at 31 March 2024
Rental income	1.26	1.39
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	1.26	1.39
Less: depreciation expense	(0.25)	(0.29)
Profit from leasing of investment property after depreciation	1.01	1.10

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

(ii) Fair value of investment property

Particulars	As at 31 March 2025	As at 31 March 2024
Office space at Janki Centre, Andheri, Mumbai	33.05	30.84
Total	33.05	30.84

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 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.

(iii) Contractual obligations

There are no contractual obligations outstanding as at 31 March 2025 and 31 March 2024.

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2025 and 31 March 2024.



8A Intangible Assets

Particulars	Technical know how	Technology Platform	Computer Software	Trademark	Customer Relationship	Total intangible assets (excluding goodwill)	Goodwill	Total intangible assets
Gross block								
Balance as at 31 March 2023	-	-	13.59	11.55	-	25.14	-	25.14
Additions	-	-	1.98	-	-	1.98	-	1.98
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	-	-	15.57	11.55	-	27.12	-	27.12
Addition on acquisition of subsidiary (refer note 62)	-	-	-	-	63.00	63.00	5,349.51	5,412.51
Additions	53.89	30.66	2.63	-	-	87.18	-	87.18
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2025	53.89	30.66	18.20	11.55	63.00	177.30	5,349.51	5,526.81
Accumulated amortisation								
Balance as at 31 March 2023	-	-	8.86	4.95	-	13.81	-	13.81
Charge for the year	-	-	3.91	1.65	-	5.56	-	5.56
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2024	-	-	12.77	6.60	-	19.37	-	19.37
Charge for the year	19.09	15.66	2.53	1.65	6.73	45.66	-	45.66
Disposals	-	-	-	-	-	-	-	-
Balance as at 31 March 2025	19.09	15.66	15.30	8.25	6.73	65.03	-	65.03
Net block as at 31 March 2024	-	-	2.80	4.95	-	7.75	-	7.75
Net block as at 31 March 2025	34.80	15.00	2.90	3.30	56.27	112.27	5,349.51	5,461.78

(i) Contractual obligations

Refer note 50B for contractual commitments for acquisition of intangible assets as at 31 March 2025 and 31 March 2024.

(ii) Capitalised borrowing costs

No borrowing cost have been capitalised for the year ended 31 March 2025 (31 March 2024: Rs Nil).

(iii) Goodwill and Impairment Testing

1. Goodwill Arising on Business Combination

During the current financial year, the Group acquired AIL Dixon Technologies Private Limited effective from 18 September 2024 that has been accounted for as business combination in accordance with Ind AS 103 – Business Combinations. As a result of the acquisition, the Group recognised goodwill amounting to Rs. 5,349.51 million in the Consolidated Financial Statements. The goodwill represents the future economic benefits that shall arise from manufacturing / assembly facility that is not capable of being individually identified and separately recognised.

2. Impairment Testing Methodology

For the purpose of impairment testing, goodwill acquired on business combination is allocated to the Cash Generating Units ("CGU") that are expected to benefit from the business combination. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. The goodwill arising from the acquisition of AIL Dixon Technologies Private Limited has been allocated to the subsidiary company as a whole, as a single CGU.

The Group's evaluation of goodwill for impairment involves the comparison of the recoverable value of cash generating unit to its carrying value in accordance with Ind AS 36, Impairment of Assets. The recoverable amount is determined based on the higher of the fair value less cost of disposal or the value in use. Value-in-use is determined by discounting the future cash flows to be generated from the continuing use of the CGU. Key assumptions on which the Group has based its determination of value-in-use include:

(a) Key Assumptions

The following key assumptions were used in estimating the recoverable amounts of CGU:

Particulars	31 March 2025
(i) Discount rate	16.20%
(ii) Long term growth rate (used for determining terminal value)	5.00%

(b) The calculations use cash flow projections over a period of five years based on internal management budgets and estimates.

(c) Terminal value has been arrived at using fifth year's forecasted cash flows to perpetuity using a constant long-term growth rate. This long-term growth rate takes into consideration external macroeconomic data.

(d) The discount rates used are based on the Group's weighted average cost of capital of a comparable market participants, which is adjusted for specific risks.

Based on the assessment, the management has concluded that there is no impairment of goodwill in respect of the CGU's. The management believes that any reasonably possible further change in key assumptions on which recoverable amount is based would not cause the carrying amount of the goodwill to exceed its recoverable amount.



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8B Intangible assets under development

Particulars	Intangible assets under development	Total
Balance as at 31 March 2023	63.79	63.79
Additions	90.83	90.83
Capitalised	1.98	1.98
Balance as at 31 March 2024	152.64	152.64
Additions	88.01	88.01
Capitalised	106.05	106.05
Balance as at 31 March 2025	134.60	134.60

(i) Ageing of intangible asset under development:

As on 31 March 2025

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	88.02	46.58	-	-	134.60

As on 31 March 2024

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	88.85	22.12	41.67	-	152.64

(ii) Intangible assets under development, whose completion is overdue or exceeded its cost compared to its original plan: Nil (31 March 2024: Nil)

(iii) Contractual obligations

(Refer note 50 for contractual commitments for acquisition of intangible assets as at 31 March 2025 and 31 March 2024.

(iv) Capitalised borrowing costs

There were no borrowing costs capitalised for the years ended 31 March 2025 and 31 March 2024.



9 Investments

9A Investment in equity instrument

Investment in joint venture accounted for using the equity method

Investment - AIL Dixon Technologies Private Limited, Equity Shares of Rs. 10 each (also refer note 62 and 63)

Total

9B Others Investments

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

10 Other financial assets (non-current)

Fixed deposit with remaining maturity of more than 12 months*

Security deposits (carried at amortised cost)

*includes deposits aggregating to Rs. 65.65 million (31 March 2024: Rs. 20.30 million) held as margin money and Rs. 0.09 million (31 March 2024: Rs. 0.09 million) pledged with government authorities

11 Deferred tax assets (net)

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

Allowance for expected credit losses/ doubtful balances

Employee benefits

Warranty provision

Lease liabilities

Other temporary differences

Property, plant and equipment, investment property and intangible assets

Right of use assets

Fair value adjustment on business combination

Investment carried at FVTPL

(i) Movement in deferred tax assets (net)

Particulars	As at 31 March 2024	Acquisition of Subsidiary (refer note 62)	Recognised/ (reversed) through profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Assets/(Liabilities)					
Allowance for expected credit losses/ doubtful balances	14.49	445.46	16.79	-	476.74
Employee benefits	17.14	1.26	35.42	0.97	54.76
Lease liabilities	77.58	-	34.33	-	111.91
Warranty provision	26.70	-	4.39	-	31.09
Other temporary differences	16.22	-	26.94	-	43.16
Property, plant and equipment, investment property and intangible assets	3.82	(85.27)	10.38	-	(71.07)
Right of use assets	(74.84)	-	(31.91)	-	(106.75)
Fair value adjustment on business combination	-	-	(355.54)	-	(355.54)
Investment carried at FVTPL	(1.53)	-	0.23	-	(1.30)
Total	79.58	361.45	(258.97)	0.97	183.00

Particulars	As at 1 April 2023	Acquisition of Subsidiary (refer note 62)	Recognised/ (reversed) through profit and loss	Recognised in other comprehensive income	As at 31 March 2024
Assets/(Liabilities)					
Allowance for expected credit losses/ doubtful balances	14.49	-	-	-	14.49
Employee benefits	10.66	-	1.45	5.03	17.14
Lease liabilities	43.46	-	34.12	-	77.58
Warranty provision	23.92	-	2.78	-	26.70
Other temporary differences	16.18	-	0.04	-	16.22
Property, plant and equipment, investment property and intangible assets	0.28	-	3.54	-	3.82
Right of use assets	(41.17)	-	(33.67)	-	(74.84)
Investment carried at FVTPL	(1.28)	-	(0.25)	-	(1.53)
Total	66.54	-	8.00	5.03	79.58



12 Income tax assets (net)

Advance tax paid (net of provision for taxation)

As at 31 March 2025	As at 31 March 2024
29.44	8.03
29.44	8.03

13 Other Non-current Assets

Capital advances
Amounts paid under protest with statutory authorities

As at 31 March 2025	As at 31 March 2024
26.73	-
124.80	111.25
151.53	111.25

14 Inventories

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

Raw Materials
Work in progress
Traded goods and Finished Goods
Others

As at 31 March 2025	As at 31 March 2024
2,512.13	-
300.76	-
3,802.76	5,040.82
89.68	51.23
8,705.33	5,092.05

Notes

- (i) Inventories of traded goods include goods in transit amounting to Rs. 159.50 million (31 March 2024: Rs. 44.47 million)
(ii) Inventories are net off of Rs. 329.44 million (31 March 2024: Rs. 208.69 million) representing write down of inventories to net realisable value, as assessed by the management.
(iii) Raw materials includes raw material in transit Rs. 1,346.77 million (31 March 2024 : Rs. Nil)
(iv) Refer note 62 for inventory acquired on business combination.

15 Trade receivables

Secured, considered good
Unsecured
- considered good - from others
- considered good - from related parties
- which have significant increase in credit risk

Provision for doubtful debts

Less: Allowance for expected credit loss

Total

As at 31 March 2025	As at 31 March 2024
10,398.88	7,363.75
1.93	2.26
112.98	28.82
10,513.79	7,394.83
121.20	52.13
10,392.59	7,342.70

Ageing schedule

As at 31 March 2025

Particulars	Unbilled dues	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	1.08	5,895.06	4,143.81	251.33	92.30	- 10.77	6.46	10,400.81
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	2.37	-	-	2.37
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	0.08	8.08	6.39	65.99	17.53	12.54	110.61
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	-	(121.20)
Total	1.08	5,895.14	4,151.89	257.72	160.66	28.30	19.00	10,392.59

Ageing schedule

As at 31 March 2024

Particulars	Unbilled dues	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	-	3,351.54	3,733.83	223.49	47.15	8.19	1.81	7,366.01
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	0.17	0.33	4.98	3.37	19.97	28.82
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts	-	-	-	-	-	-	-	(52.13)
Total	-	3,351.54	3,734.00	223.82	52.13	11.56	21.78	7,342.70



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16 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 2025	As at 31 March 2024
24.83	2.14
2.06	7.09
1.49	1.17
1,257.88	77.82
73.05	306.45
1,359.31	394.67

17 Bank balances other than cash and cash equivalents

Earmarked balances
Fixed deposits with original maturity of more than three months and upto twelve months*

As at 31 March 2025	As at 31 March 2024
0.08	-
459.27	311.69
459.35	311.69

*includes fixed deposits aggregating to Rs. 458.62 million (31 March 2024: Rs. 311.69 million) held as margin money with bank as collaterals and Rs. 0.65 million (31 March 2024: Rs Nil) pledged with government authorities

18 Loans

(Unsecured good)
Loans to related parties (refer note 46 and note 62)*

As at 31 March 2025	As at 31 March 2024
-	82.52
-	82.52

*Loan was repayable within 1 year and carried interest rate of 11% p.a.

Details of loans given, inter corporate given, investments made and guarantee given covered u/s 186 (4) of the Companies Act, 2013.

Name of party	Business relationship	Purpose of loan	As at 31 March 2025	As at 31 March 2024
AIL Dixon Technologies Private Limited	Joint venture company	General corporate purpose	-	82.52

19 Other financial assets

Security deposit
Vendor claim receivable
Fixed deposits with remaining maturity upto 12 months*
Incentive from Andhra Pradesh Government (refer note 58)
Other receivable from customers

As at 31 March 2025	As at 31 March 2024
3.09	2.55
948.21	587.71
525.63	872.44
7.83	-
479.49	351.78
1,964.25	1,814.48

*includes deposits aggregating to Rs. 524.51 million (31 March 2024: Rs. 670.29 million) held as margin money and deposits aggregating to Rs. 1.20 million (31 March 2024: Rs 0.11 million) pledged with government authorities

20 Other current assets

Prepaid expenses
Balances with statutory authorities
Advance to employees
Advances to vendors
Initial public offer related transaction costs *
Right to Return asset
Other recoverable**
Considered doubtful
Less : Allowance for impairment (net)

As at 31 March 2025	As at 31 March 2024
49.30	30.56
284.30	134.11
5.00	3.24
116.90	37.24
85.32	-
137.07	88.92
30.89	30.89
(30.89)	(30.89)
677.89	294.07

*As at 31 March 2025, the Holding Company has incurred an expenditure of Rs. 85.32 million (31 March 2024: Nil) towards proposed initial public offer which has been classified as 'other current financial assets'. The Holding Company expects to recover certain amount from existing shareholders (as per the arrangement) and balance amount would be adjusted against securities premium account, in accordance with section 52 of the Companies Act 2013, upon the shares being issued.

**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 2024: Rs. 30.89 million); net of recovery of Rs. 6.95 million (31 March 2024: Rs. 6.95 million) from the alleged perpetrators is being carried as at 31 March 2025. 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.



21 Equity Share capital

Authorized Share Capital (refer note (f) below)

Equity share of Rs. 1 each (31 March 2024: Rs. 10 each) with voting rights

Issued, subscribed and fully paid up

Equity share capital of nominal value of Rs 1 each (31 March 2024: Rs. 10 each)

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

Increase on account of split of nominal value of equity shares during the year (refer note (f) below)

Issue of bonus shares during the year (refer note (f) below)

Issued during the year (refer note 62)

Balance at the end of the year

As at 31 March 2025		As at 31 March 2024	
Number	Amount	Number	Amount
15,00,00,000	150.00	50,50,000	50.50
15,00,00,000	150.00	50,50,000	50.50
10,98,05,805		20,50,000	20.50
10,98,05,805	109.81	20,50,000	20.50

As at 31 March 2025		As at 31 March 2024	
Number	Amount	Number	Amount
20,50,000	20.50	20,50,000	20.50
2,05,00,000	20.50	-	-
8,20,00,000	82.00	-	-
73,05,805	7.31	-	-
10,98,05,805	109.81	20,50,000	20.50

b. Rights, preferences and restrictions attached to equity shares

The Holding Company has only one class of equity shares having a par value of Rs. 1 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 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

Hari Shanker Khemka
Rishi Khemka
Aditya Khemka
Dixon Technologies (India) Limited

As at 31 March 2025		As at 31 March 2024	
Number	% shareholding	Number	% shareholding
1,97,19,150	17.96%	3,94,385	19.24%
1,47,16,649	13.40%	3,89,500	19.00%
6,11,14,850	55.66%	12,22,299	59.62%
73,05,805	6.65%	-	-

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 shareholding represents both legal and beneficial ownership of shares.

d. Shareholding of promoters*

As at 31 March 2025

Shares held by promoters at the end of the year (nominal value of Rs. 1 each)				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka	1,97,19,250	17.96%	-1.28%
2	Aditya Khemka	6,11,14,950	55.66%	-3.97%
3	Rishi Khemka	1,47,16,749	13.40%	-5.60%
4	Ananmay Khemka	9,25,400	0.84%	-0.06%
Total		9,64,76,349	87.86%	

Shares held by promoter group at the end of the year (nominal value of Rs. 1 each)				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka (HUF)	7,80,350	0.71%	-0.05%
2	Aditya Khemka (HUF)	21,050	0.02%	0.00%
3	Sharddha Khemka	4,64,000	0.42%	100.00%
4	Ruchi Khemka	47,58,251	4.33%	100.00%
Total		60,23,651	5.49%	

As at 31 March 2024

Shares held by promoters at the end of the year (nominal value of Rs. 10 each)				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka	3,94,385	19.24%	0.00%
2	Aditya Khemka	12,22,299	59.62%	0.00%
3	Rishi Khemka	3,89,500	19.00%	0.00%
4	Ananmay Khemka	18,500	0.90%	100.00%
Total		20,24,684	98.76%	

Shares held by promoter group at the end of the year (nominal value of Rs. 10 each)				% of change during the year
S. No.	Promoter name	No. of shares	% of total shares	
1	Hari Shanker Khemka (HUF)	15,607	0.76%	0.00%
2	Aditya Khemka (HUF)	421	0.02%	0.00%
Total		16,028	0.78%	

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



10
H



e. Buy back of shares

During the earlier year, 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 had 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 share. 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 previous year, the Group has not undertaken any buy back of shares transaction during the last five years immediately preceding the current year.

f. The Board of Directors of the Holding Company at its meeting held on 12 June 2024 approved the following:

- Increase in the authorised share capital from existing 5,050,000 equity shares to 15,000,000 equity shares of Rs. 10 each, which was subsequently approved by the shareholders through ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024;
- Sub-division of the existing authorised share capital of the Company from 15,000,000 equity shares of Rs. 10 each into 150,000,000 equity shares of Re. 1 each and existing paid-up capital from 2,050,000 equity shares of Rs. 10 each to 20,500,000 equity shares of Re. 1 each, which was approved by the shareholders through an ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024;
- Post sub-division of the existing authorised and issued share capital as above, the Board had approved the bonus issue of four new equity shares for every one share held on record date, which was subsequently approved by the shareholders through an ordinary resolution passed in their Extra Ordinary General Meeting held on 17 June 2024. Consequently, the Holding Company allotted 82,000,000 equity shares of Rs. 1 each by way of bonus issue to its shareholders in the ratio of 1:4 on 17 June 2024. The Holding Company utilised capital redemption reserve of Rs. 4.50 million and general reserve of Rs. 77.50 million for issue of bonus shares, as per section 63 of the Companies Act, 2013.

g. Agreement dated September 27, 2024 ("Inter-se Agreement"), entered amongst Aditya Khemka, Shradha Khemka, Anannay Khemka, Aditya Khemka (HUF), Hari Khemka Business Family Trust, Aditya Khemka Business Family Trust, Hari Shanker Khemka, Hari Shankar Khemka (HUF), Rishi Khemka, Ruchi Khemka and ARK Business Prosperity Trust (collectively, "Parties")

The Parties have executed the Inter-se Agreement to record certain inter-se rights and obligations of the Company and other related matters, including, (i) appointment of Aditya Khemka as authorised representative to exercise any and all rights to participate and vote on behalf of each of the other Parties; (ii) right of Aditya Khemka to nominate directors on the Board and on the board of subsidiary/ joint ventures in which the Company has a right to nominate board or directors, subject to certain conditions mentioned in the Inter-se Agreement; (iii) certain transfer related rights, including tag along rights with respect to Equity Shares that are proposed to be transferred to third parties by either of the Parties from the date of listing of the Equity Shares on the recognised Stock Exchange until the completion of the lock-in as defined in the Inter-se Agreement; and (iv) an understanding between the parties in relation to any sale of shares until listing.

The Company is not a party to the Inter-se Agreement and the same shall terminate automatically upon either by way of the mutual written consent of Aditya Khemka and Rishi Khemka or when either Hari Shanker Khemka or certain of the other Parties cease to hold any Equity Shares in the Company.

Subsequent to the year-end, in terms of the Inter-se Agreement, the individual Promoters, Hari Shanker Khemka, Aditya Khemka and Rishi Khemka transferred 19,719,130 Equity Shares of face value of Rs.1 each to Hari Khemka Business Family Trust, 100 Equity Shares of face value of Rs.1 each to Aditya Khemka Business Family Trust and 100 Equity Shares of face value of Rs.1 each to ARK Business Prosperity Trust, respectively on 23 April 2025.

(This space has been intentionally left blank)



22 Other equity

Foreign exchange translation reserve

Opening balance 3.78 4.41
 Add: Addition/ (deletion) during the year 0.38 (0.63)
 Less: Deletion during the year - -
Closing balance (A) 4.16 3.78

Capital reserve

Opening balance 0.06 0.06
 Less: Deletion during the year - -
Closing balance (B) 0.06 0.06

General reserve

Opening balance 170.42 170.42
 Add: Addition during the year - -
 Less: Bonus share issued (refer note 21(f)) (77.50) -
Closing balance (C) 92.92 170.42

Capital Redemption Reserve

Opening balance 4.50 4.50
 Add: Addition during the year - -
 Less: Bonus share issued (refer note 21(f)) (4.50) -
Closing balance (D) - 4.50

Security Premium Reserve

Opening balance - -
 Add: Addition during the year (refer note 62) 2,479.01 -
Closing balance (E) 2,479.01 -

Shared based payment reserve

Opening balance - -
 Add: Addition during the year (refer note 49) 117.85 -
Closing balance (D) 117.85 -

Retained earnings

Opening balance 4,042.83 2,916.05
 Add: Profit for the year 3,513.69 1,151.72
 Add: Other comprehensive income for the year (net of tax impact) (3.60) (14.94)
 Less: Dividend paid during the year (refer note 51) (180.00) (10.00)
Closing balance (E) 7,372.86 4,042.83

Total (A+B+C+D+ E)

10,066.86 4,221.59

Nature and purpose of reserves

General reserve

It represents appropriation of profits of the Group and is available for distribution as dividend and issue of bonus shares as per Companies Act, 2013. During the current year, the Holding Company utilised the capital redemption reserve for issuance of bonus shares as per provision of Section 63 of the Companies Act, 2013.

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

The same has been created in accordance with the provisions of the Companies Act, 2013 with respect to buy-back of equity shares. During the current year, the Holding Company utilised the capital redemption reserve for issuance of bonus shares as per provision of Section 63 of the Companies Act, 2013.

Share Based Payment Reserve

The share based payment reserve represent the expense recognised at fair value on the grant date, on issue of employee stock options to the employees of the Group.

Security Premium Reserve

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.



23. Borrowings

Secured

Term loans

Indian rupee loan from banks*

Vehicle loans

Indian rupee loan from banks

Indian rupee loan from financial institutions

Deferred payment liability

Andhra Pradesh Industrial Infrastructure Corporation Ltd. (APIIC)

Amount disclosed under Short-term borrowings as "Current maturities of long-term borrowings" under note 26

23A. Details of Borrowings

i) Borrowings (other than deferred payment liability)

Particulars	Interest rate	Type of asset secured	Terms of repayments
Term loans			
Tamilnad Mercantile Bank loan-I	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
Rs. Nil million, Current Maturity Rs. 62.50 million (31 March 2024: Rs. 62.55 million, Current Maturity Rs. 62.50 million)			
Tamilnad Mercantile Bank loan-II	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
Rs. 115.07 million, Current Maturity Rs. 60.00 million (31 March 2024: Rs. 175 million, Current Maturity Rs. 60 million)			
Axis Bank loan -I	8.75%	Secured by charge on immoveable property at Plot No 12 A, Sector 135, Noida, Uttar Pradesh	Repayable in 65 monthly installments commencing from 28 February 2025
Rs. 11.25 million, Current Maturity Rs. 84.00 million (31 March 2024: Rs. Nil, Current Maturity Rs. Nil)			
Axis Bank -subsidiary company	8.75%	Exclusive Charge on machinery purchased out of proceeds from term loan. First pan passu charge on moveable fixed assets other than those exclusively charge to other lenders	Repayable in 10 monthly instalments from April 2025 to January 2026.
Rs. Nil, Current Maturity Rs. 18.38 million (31 March 2024: Rs. Nil, Current Maturity Rs. Nil)			
Vehicle loans			
Axis Bank- vehicle loan-II	8.50%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from February 2023
Rs. Nil, Current Maturity Rs. 8.11 million (31 March 2024: Rs. 8.11 million, Current Maturity Rs. 8.17 million)			
Axis Bank- vehicle loan-III	8.70%	Exclusive charge on underlying vehicle purchased.	Repayable in 60 monthly installments commencing from June 2023
Rs. 8.20 million, Current Maturity Rs. 3.31 million (31 March 2024: Rs. 11.52 million, Current Maturity Rs. 3.04 million)			
Axis Bank- vehicle loan-IV	8.80%	Exclusive charge on underlying vehicle purchased.	Repayable in 60 monthly installments commencing from February 2024
Rs. 12.62 million, Current Maturity Rs. 3.79 million (31 March 2024: Rs. 16.40 million, Current Maturity Rs. 3.48 million)			
HDFC Bank- vehicle loan-I	8.80%	Exclusive charge on underlying vehicle purchased.	Repayable in 39 monthly installments commencing from September 2023
Rs. 2.75 million, Current Maturity Rs. 3.83 million (31 March 2024: Rs. 6.58 million, Current Maturity Rs. 3.51 million)			
Daimler Financial Services Private Limited- vehicle loan	7.40%	Exclusive charge on underlying vehicle purchased.	Repayable in 36 monthly installments commencing from September 2021
Rs. Nil, Current Maturity Rs. Nil (31 March 2024: Rs. Nil, Current Maturity Rs. 1.52 million)			

ii) Deferred payment liability

On 16 July 2022, the subsidiary company entered into an agreement with APIIC (Andhra Pradesh Industrial Infrastructure Corporation) for a land comprising of 4 sheds, located at Plot No. 65A in YSR, EMC, Koppurthy. The initial lease term of 10 years which can be extended upto 99 years, and the total land area measures 36,986.63 square meters for an allotment value of Rs. 202.12 million against which the subsidiary company made an upfront payment of Rs. 101.69 million and the balance of Rs. 101.06 million is to be paid over a period of 3 years starting and last instalment to be paid in financial year 2025-26 and the interest is being levied at 7% p.a. of the allotment price. For deferred payment liability, no assets have been pledged or mortgaged against the deferred payment allowed by the authority.

Year wise details of repayment is given as below:

Financial year	As at 31 March 2025
2025-26	38.06
	38.06



23B. 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 2023

Cash flows:

- Proceeds

- Repayment

- Interest accrued on borrowings

Non cash adjustments/ movements**

Balance as at 31 March 2024

Addition on account of acquisition of subsidiary (refer note 62)

Cash flows:

- Proceeds

- Repayment

Non cash adjustments/ movements**

Balance as at 31 March 2025

*Long term borrowings include current maturities of long term borrowings

** Includes accrued interest

†Represents net proceeds, outstanding as at balance sheet date. Also, refer note 26.

For changes in lease liability, refer note 5 (b)

Long term borrowings*	Short term borrowings	Supplier's Credit†
575.21	3,520.79	-
49.42	17,426.24	-
(197.08)	(17,328.69)	-
-	8.64	-
427.55	3,626.98	-
62.43	-	-
131.34	22,041.83	520.52
(189.46)	(21,985.30)	-
-	12.82	-
431.86	3,696.33	520.52

23.C Subsequent to year end, Holding Company's credit rating for its borrowing facilities was revised from CARE A- Stable and CARE A2+ to CARE BBB+ Stable and CARE A2 respectively. In terms of the sanction letters, the Group could be liable for additional interest in case of downward revision of credit rating, however, till date, no such interest has been charged/ demanded by the respective lenders. As per management, the adjustment in this regard is not expected to be material, requiring any adjustment in these consolidated financial statements and further, the management has assessed this event to be non-adjusting event for financial year 2024-25.

24. Other Financial Liabilities

Non Current

Capital creditors

25 Provisions- non-current

Provision for employee benefits

Gratuity (refer note 48)

Compensated absences

Other provisions

Provision for warranty (also refer note 30)

As at 31 March 2025	As at 31 March 2024
76.03	-
76.03	-

As at 31 March 2025	As at 31 March 2024
27.50	13.12
40.76	31.77
56.68	44.55
124.94	89.44

26 Current borrowings

Secured

Current maturities of long term debts (refer note 23)

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

As at 31 March 2025	As at 31 March 2024
282.23	142.22
3,682.82	3,618.34
3,965.05	3,760.56

Unsecured

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

As at 31 March 2025	As at 31 March 2024
13.50	13.80
13.50	13.80

*includes interest accrued amounting to Rs. Nil million (31 March 2024: Rs.0.30 million)

Total

As at 31 March 2025	As at 31 March 2024
3,978.55	3,774.36

Terms and conditions of short-term borrowings

(i) The Group has availed cash credit facilities from banks that are repayable on demand. (also refer note 48B). However, such facilities remain undrawn as at 31 March 2025 and 31 March 2024.

(ii) The Group has availed working capital demand loans from banks aggregating to Rs. 3,682.82 million (31 March 2024: Rs. 3,618.34 million) carrying interest rates ranging from 7.50% -8.60% that are repayable on demand.

(iii) Unsecured loans from Related Parties

Particulars	Interest rate	Type of asset secured	Terms of repayments
Inter-corporate deposits	10.00%	Unsecured	Repayable on demand as per the mutual agreements between the parties
Rs. 13.50 million (31 March 2024: Rs. 13.50 million)			

27 Supplier's credit

Supplier's credit

As at 31 March 2025	As at 31 March 2024
520.52	-
520.52	-

Supplier's credit represents the arrangement where suppliers of goods and services are initially paid by ATReDS Limited and settlement with the ATReDS Limited is normally effected within a period of 90 days.



28 Trade payables

Total outstanding dues of micro enterprises and small enterprises (refer note (i) below)
Total outstanding dues of creditors other than micro and small enterprises

As at 31 March 2025	As at 31 March 2024
237.04	79.99
13,190.26	5,922.31
13,427.30	6,002.30

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

Particulars	As at 31 March 2025	As at 31 March 2024
i) the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	237.04	79.99
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:	0.05	0.03
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	0.47	0.05
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	0.47	0.05

(ii) Ageing disclosure:

As at 31 March 2025:

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	229.54	7.38	-	-	-	236.92
(ii) Others	3,459.82	8,654.84	86.19	0.34	1.75	12,202.94
(iii) Disputed dues - MSME	-	0.06	0.06	-	-	0.12
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	987.32	-	-	-	-	987.32
Total	4,676.68	8,662.28	86.25	0.34	1.75	13,427.30

(ii) Ageing disclosure:

As at 31 March 2024:

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	65.76	14.23	-	-	-	79.99
(ii) Others	2,430.48	3,431.90	5.41	0.50	1.20	5,869.49
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
(v) Unbilled	52.82	-	-	-	-	52.82
Total	2,549.06	3,446.13	5.41	0.50	1.20	6,002.30

29 Other Financial liabilities-current

Security deposits
Payable to employees
Derivative contracts fair valued through profit or loss
Other liability- customer refund*
Book overdraft (also refer note 45)
Other payable
Capital creditors
Other acceptances

As at 31 March 2025	As at 31 March 2024
0.54	1.10
224.93	121.36
39.91	-
157.10	105.86
1,423.56	927.03
-	1.73
103.84	2.86
136.91	200.02
2,086.79	1,359.96

*A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The Group updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period

30 Provisions - current

Provision for employee benefits

Gratuity (refer note 48)

Compensated absences

Other provisions

Provision for warranty

As at 31 March 2025	As at 31 March 2024
18.60	16.01
8.57	7.18
-	-
66.85	61.54
94.02	84.73

Movement in provision for warranty

Opening balance

Provision created during the year

Provision utilised during the year

Closing balance

As at 31 March 2025	As at 31 March 2024
106.09	95.04
78.98	67.85
(61.54)	(56.80)
123.53	106.09

Provision for warranty

Non-current

Current

As at 31 March 2025	As at 31 March 2024
56.68	44.55
66.85	61.54
123.53	106.09



31 Current tax liabilities (net)

in for income tax
Provision for income tax (net of advance tax)

As at 31 March 2025	As at 31 March 2024
115.06	26.07
115.06	26.07

32 Other current liabilities

Contract liability (Refer not 33(i))
Advance from customers
Deferred revenue

Statutory dues payable
- TDS and TCS payable
- GST payable
- Others

As at 31 March 2025	As at 31 March 2024
97.36	16.05
11.64	-
71.66	66.74
362.17	147.08
8.22	44.54
550.95	274.41

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ADITYA INFOTECH LIMITED
CIN: U74899DL1995PLC066784
Notes to consolidated financial statements for the year ended 31 March 2025

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

33 Revenue from operations

 Sale of goods- security and surveillance equipments and components
 Service revenue

Other operating revenue

 Business support services
 Sale of Scrap
 Technical training services

For the year ended 31 March 2025	For the year ended 31 March 2024
31,073.97	27,798.60
35.00	17.32
31,108.97	27,815.92
2.78	6.00
3.89	-
3.08	2.34
9.75	8.34
31,118.72	27,824.26

(i) Assets and liabilities related to contract with customers:

Particulars	As at 31 March 2025	As at 31 March 2024
Contract liabilities (refer note 32)		
Advance from customers	97.26	16.05
Deferred revenue	11.64	-

Contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration from the customer in advance. Contract assets are transferred to receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied.

Contract assets

Unbilled revenue for passage of time (refer note 15)

Trade receivables (refer note 15)

1.08	-
10,392.59	7,342.70

(ii) Right to return assets and refund liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Right to return asset (refer note 20)	137.07	88.92
Refund liabilities arising from rights of return (refer note 29)	157.10	105.86

(iii) Disaggregated revenue information under Ind AS 115:

Disaggregation by	For the year ended 31 March 2025	For the year ended 31 March 2024
Type of goods/service		
Sale of goods	31,073.97	27,798.60
Sale of services	35.00	17.32
Other operating revenue	9.75	8.34
Total revenue from contract with customers	31,118.72	27,824.26
India	31,018.61	27,737.20
Outside India	100.11	87.06
Total revenue from contract with customers	31,118.72	27,824.26
Timing of revenue recognition		
Goods transferred at a point in time	31,073.97	27,798.60
Services transferred at a point in time	21.98	19.66
Services transferred over the period of time	22.77	6.00
Total revenue from contract with customers	31,118.72	27,824.26

(iv) 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.

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

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Contract price	36,066.27	30,456.47
Rebates/ discounts	4,947.55	2,632.21
Net revenue recognised	31,118.72	27,824.26


 (A)
 (B)
 (C=A-B)


ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025

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

34 Other income

Interest income:

- on bank deposits

- loan given (refer note 46)

Unwinding of discount on security deposits

Dividend income

Provisions/Liabilities no longer required written back

Gain on currency fluctuation and translation (other than considered as finance cost)(net)

Rental income

Gain on investment measured at FVTPL

Profit on sale of property, plant and equipment

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

Miscellaneous income

	For the year ended 31 March 2025	For the year ended 31 March 2024
	93.42	104.98
	4.11	2.91
	2.67	1.55
	0.11	0.06
	0.61	6.25
	2.99	9.07
	3.14	4.22
	-	0.98
	0.03	2.02
	0.55	1.82
	2.91	1.48
	110.54	135.34

35 Cost of materials consumed

Inventory at the beginning of the year

Add: On acquisition of subsidiary (refer note 62)

Add: Purchases

Less: Inventory at the end of the year

	For the year ended 31 March 2025	For the year ended 31 March 2024
	-	-
	2,502.87	-
	7,047.56	-
	2,512.13	-
	7,038.30	-

36 Purchase of Stock-in-trade

Purchase of products and components

	For the year ended 31 March 2025	For the year ended 31 March 2024
	18,031.57	22,698.63
	18,031.57	22,698.63

37 Changes in inventories of finished goods, Stock-in-trade and work-in-progress

Inventory at the beginning of the year

Add: On acquisition of subsidiary (refer note 62)

Less: Inventory at the end of the year

	For the year ended 31 March 2025	For the year ended 31 March 2024
	5,040.82	5,061.59
	417.27	-
	(6,103.52)	(5,040.82)
	(645.43)	20.77



ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025

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

38 Employee benefits expense

Salaries, wages and bonus
 Contribution to provident and other funds
 Gratuity expense (refer note 48)
 Share based payment expense (refer note 49)
 Staff welfare expenses

For the year ended 31 March 2025	For the year ended 31 March 2024
1,818.37	1,253.69
50.69	38.00
19.49	10.85
117.85	
26.86	36.03
2,033.26	1,338.57

39 Finance costs

Interest expense
 -Credit facilities/loans from banks
 -Withholding tax and goods and service tax
 -Delayed payment of income tax
 -Loan from related parties (refer note 46)
 -Supplier's credit
 -Others
 Other finance and bank charges
 Interest on lease liability (refer note 5)

For the year ended 31 March 2025	For the year ended 31 March 2024
345.49	260.74
0.43	0.16
8.29	3.95
1.35	7.74
15.02	-
2.66	0.65
12.01	9.79
36.24	26.06
421.49	309.09
(3.37)	-
418.12	309.09

Less: Amount transferred to Capital work in progress (refer note 6)

40 Depreciation and amortization expense

Depreciation and amortization expense (refer note 4 and 8A)
 Depreciation on right- of- use assets (refer note 5)
 Depreciation on investment property (refer note 7)

For the year ended 31 March 2025	For the year ended 31 March 2024
163.95	50.30
147.03	106.54
0.25	0.29
311.23	157.13



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Notes to consolidated financial statements for the year ended 31 March 2025

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

41 Other expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024
Rent (also refer note 5)	35.34	39.08
Rates and taxes	30.07	3.16
Insurance	35.98	28.99
Travelling and conveyance expenses	130.88	88.28
Legal and professional expenses	73.54	74.51
Fees and subscription	28.67	19.34
Telephone and internet charges	10.26	7.78
Payment to auditors*	9.18	5.92
Electricity and water expenses	54.30	10.98
Repair and maintenance- building	9.59	6.42
Repair and maintenance- others	29.05	29.39
Advertisement and business promotion expenses	922.00	656.21
Freight, cartage and handling charges	234.45	201.51
Product service and warranty expenses	148.39	94.52
Charity and donation	0.78	0.83
Corporate social responsibility expenses (also refer note 52)	30.00	19.65
Loss on sale/write off of property, plant and equipment (net)	2.05	-
Warehouse handling charges	66.73	59.74
Technical testing and certification fees	45.10	31.59
Web and IT Services	115.71	55.45
Allowance for expected credit losses	69.07	-
Balances written off	5.27	7.56
Vendor and logistic support	8.01	-
Recruitment expenses	8.07	5.23
Office maintenance	0.16	-
Vehicle running and maintenance	5.70	5.93
Printing and stationery	9.35	8.98
Security expenses	11.03	2.89
Training expenses	6.78	5.41
Postage and courier charges	1.58	1.07
Loss on investment measured at fair value through profit or loss	0.94	-
Director's Sitting Fees (refer note 46)	2.49	0.73
E- waste management (also refer note 50C)	4.79	7.06
Miscellaneous expenses	42.38	58.65
	2,187.69	1,536.86

*Excludes remuneration for services in connection with the Initial Public Offering (IPO), including reimbursement of expenses, amounted to Rs. 11.45 million during the year ended 31 March 2025 (31 March 2024: Nil) that has been included in the "Initial public offer related transaction costs" under "Other current assets".



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42 Exceptional items

Gain on account of fair valuation of previously held equity interest in joint venture (refer note 62)
 Share in loss of joint venture (refer note 63)
 Insurance claim received related to loss of stock

For the year ended 31 March 2025	For the year ended 31 March 2024
(2,486.30)	-
-	294.50
-	(42.14)
(2,486.30)	252.36

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

Current tax expense
 Deferred tax expense/(credit) (refer note 11)
 Earlier years tax adjustments (net)

Income tax expense reported in the consolidated statement of profit and loss

For the year ended 31 March 2025	For the year ended 31 March 2024
569.67	506.93
258.97	(8.00)
(1.51)	(4.46)
827.13	494.47

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 2024: 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 2024: 25.168%)

4,340.82
1,092.50
1,646.19
414.31

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
 Fair value adjustment on business combination, at lower rate
 Earlier years tax adjustments (net)
 Others items disallowed/(allowed) under Income-tax Act, 1961

9.62
 16.59
 7.67
 (270.21)
 (1.51)
 (27.53)
827.13
494.47

Income tax expense**44 Earnings per share**

Net profit attributable to equity shareholders of the Holding Company (Rs.in million)
 Number of equity shares outstanding at the beginning of the year (nominal value of equity share- Rs. 10 each) (31 March 2024: Rs. 10 each)
 Effect of share split of 1 equity share of face value of Rs. 10 each into 10 equity shares of face value of Rs. 1 each (also refer note 21(f))*
 Effect of bonus share issued (also refer note 21(f))*
 Equity share issued during the year
Adjusted/Revised number of equity shares outstanding at the end of the year

3,513.69
 2,050,000
 20,500,000
 82,000,000
 7,305,805
109,805,805
102,500,000

Weighted average number of equity shares outstanding at the end of the year for computing basic earnings per shares

106,403,101
102,500,000

Effect of dilutive potential equity shares

1,044
106,404,145
102,500,000

Weighted average number of equity shares outstanding at the end of the year for computing diluted earnings per shares

Basic earnings per share (in Rs.) (nominal value of equity share- Rs. 1 each) (31 March 2024: Rs. 1 each)*#
 Diluted earnings per share (in Rs.) (nominal value of equity share- Rs. 1 each) (31 March 2024: Rs. 1 each)*#

33.02
 33.02
 11.24
 11.24

*In accordance with provisions of Ind AS 33- Earnings per share

#Also refer note 21(f)



45 Financial instruments**i) Financial assets and liabilities**

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

Particulars	As at 31 March 2025	As at 31 March 2024
	Carrying value	Carrying value
Financial assets measured at fair value through profit or loss		
Investments	5.15	6.08
Financial liabilities measured at fair value through profit or loss		
Derivative contracts	39.91	-

Financial assets and liabilities measured at amortised cost

Particulars	As at 31 March 2025	As at 31 March 2024
	Carrying value	Carrying value
Financial assets*		
Trade receivables	10,392.59	7,342.70
Cash and cash equivalents	1,359.31	394.67
Other bank balances	459.35	311.69
Loans	-	82.52
Other financial assets	2,083.63	1,861.07
Total financial assets	14,294.88	9,992.65
Financial liabilities*		
Borrowings	4,128.44	4,054.52
Lease liabilities	444.66	308.24
Supplier's credit	520.52	-
Trade payables	13,427.30	6,002.30
Other financial liabilities	2,122.91	1,359.96
Total financial liabilities	20,643.83	11,725.02

*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 2025		As at 31 March 2024	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Investments	Level 1	5.15	5.15	6.08	6.08
Financial liabilities					
Derivative contracts	Level 2	39.91	39.91	-	-

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 2025		As at 31 March 2024	
	Carrying value*	Fair value	Carrying value*	Fair value
Financial assets				
Trade receivables	10,392.59	10,392.59	7,342.70	7,342.70
Cash and cash equivalents	1,359.31	1,359.31	394.67	394.67
Other bank balances	459.35	459.35	311.69	311.69
Loans	-	-	82.52	82.52
Other financial assets	2,083.63	2,083.63	1,861.07	1,861.07
Total financial assets	14,294.88	14,294.88	9,992.65	9,992.65
Financial liabilities				
Borrowings	4,128.44	4,128.44	4,054.52	4,054.52
Lease liabilities	444.66	444.66	308.24	308.24
Supplier's credit	520.52	520.52	-	-
Trade payables	13,427.30	13,427.30	6,002.30	6,002.30
Other financial liabilities	2,122.91	2,122.91	1,359.96	1,359.96
Total financial liabilities	20,643.83	20,643.83	11,725.02	11,725.02

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



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, trade receivables, 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 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, other bank balances, loans and other financial assets	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 2025	As at 31 March 2024
Low credit risk	Cash and cash equivalents, trade receivables, other bank balances, loans and other financial assets	14,294.88	9,992.65

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. 800.00 million (31 March 2024: Rs. 500 million) to cover its risks of bad debts. The Group also uses an 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.

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 Group is in possession of the underlying asset except for loan given to joint venture company. 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 manufacturing / assembly and sale of security and surveillance equipments and related activities. Loans and other financial assets represents deposits given for business purposes and other receivables arising in normal course of operations.



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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 2025

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	1,359.31	-	1,359.31
Other bank balances	459.35	-	459.35
Loans	-	-	-
Investments	5.15	-	5.15
Trade receivables	10,513.79	(121.20)	10,392.59
Other financial assets	2,083.63	-	2,083.63

As at 31 March 2024

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	394.67	-	394.67
Other bank balances	311.69	-	311.69
Loans	82.52	-	82.52
Investments	6.08	-	6.08
Trade receivables	7,394.83	(52.13)	7,342.70
Other financial assets	1,861.07	-	1,861.07

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

Reconciliation of loss allowance	Trade receivables	Investments	Loans
Loss allowance on 31 March 2023	52.13	-	-
Allowance for expected credit loss (net)	-	-	-
Loss allowance on 31 March 2024	52.13	-	-
Allowance for expected credit loss (net)	69.07	-	-
Loss allowance on 31 March 2025	121.20	-	-

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 2025	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,978.55	149.89	-	4,128.44
Supplier's credit	520.52	-	-	520.52
Trade payable	13,427.30	-	-	13,427.30
Other financial liabilities	2,046.89	76.03	-	2,122.92
Total	19,973.26	225.92	-	20,199.18

Maturities of financial liabilities

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

31 March 2024	Less than 1 year	1 - 5 years	More than 5 years	Total
Non-derivatives				
Borrowings	3,774.36	280.16	-	4,054.52
Trade payable	6,002.30	-	-	6,002.30
Other financial liabilities	1,359.96	-	-	1,359.96
Total	11,136.62	280.16	-	11,416.78

The Group had access to following funding facilities :

Funding facilities	Total facility	Drawn	Undrawn*
As at 31 March 2025	5,390.00	3,907.50	1,482.50
As at 31 March 2024	4,840.00	3,570.34	1,269.66

As at 31 March 2025, the Holding Company had made payment through issuance of cheques drawn on cash credit accounts, to various vendors aggregating to Rs. 1,423.51 million (31 March 2024: Rs.927.03 million) in the normal course of business (that got cleared subsequent to the yearend), against the undrawn facility of Rs. 1,482.50 million (31 March 2024: Rs. 1,269.66 million) available to the Holding Company. Such amounts have been presented as 'Book overdraft' under note 29.



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 2025		As at 31 March 2024	
	0.5% increase	0.5% decrease	0.5% increase	0.5% decrease
Impact on statement of profit and loss	(20.01)	20.01	(22.50)	(22.50)

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 2025		As at 31 March 2024	
		Amount in foreign currency (in millions)	Amount (in Rs. millions)	Amount in foreign currency (in millions)	Amount (in Rs. millions)
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.34	29.11	0.10	8.03
Total		0.34	29.11	0.10	8.03
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	7.96	681.04	0.91	75.92
Singapore Dollar	SGD	-	-	0.01	0.31
Japan Currency	JPY	185.10	105.05	-	-
Total		193.06	786.09	0.92	76.23

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/equity 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 2025		As at 31 March 2024	
		3% increase	3% decrease	3% increase	3% decrease
(i) Receivable/Loans/or any other FC asset					
United States Dollar	USD	0.87	(0.87)	0.24	(0.24)
Total		0.87	(0.87)	0.24	(0.24)
Particulars	Currency Symbol	As at 31 March 2025		As at 31 March 2024	
		3% decrease	3% increase	3% decrease	3% increase
(ii) Payable/Borrowings/or any other FC liability					
United States Dollar	USD	20.43	(20.43)	2.28	(2.28)
Singapore Dollar	SGD	-	-	0.01	(0.01)
Japan Currency	JPY	3.15	(3.15)	-	-
Total		23.58	(23.58)	2.29	(2.29)

Foreign exchange derivatives and exposures outstanding at the year end:

Particulars	As at 31 March 2025		As at 31 March 2024	
	USD	Rs.	USD	Rs.
Hedging on account of underlying exposure				
Hedged (in millions)	54.70	4,681.30	0.68	56.68
Unhedged - Open Exposure (in millions)	7.96	681.04	0.92	76.23

Foreign exchange derivatives contracts at the year end:

	Maturity	
	Upto 6 months	More than 6 months
As at 31 March 2025		
Foreign exchange forward contracts (highly probable forecast purchases)		
Notional amount (USD) (in millions)	54.70	-
Average forward rate	86.49	-
As at 31 March 2024		
Foreign exchange forward contracts (highly probable forecast purchases)		
Notional amount (USD) (in millions)	0.68	-
Average forward rate	83.95	-



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46 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.
	AIL Dixon Technologies Private Limited (w.e.f 18 September 2024)
Joint Venture Company	AIL Dixon Technologies Private Limited (upto 17 September 2024)
Key management personnel (KMP)	
Chairman	Mr. Hari Shanker Khemka
Managing Director	Mr. Aditya Khemka
Executive Director	Mr. Ananmay Khemka (w.e.f. 23 September 2024)
Independent Director	Ms. Ritu Khurana (till 01 November 2023)
Independent Director	Mr. Abhishek Dalmia (till 29 March 2025)
Independent Director	Ms. Ambika Sharma (w.e.f. 01 November 2023)
Independent Director	Mr. Manish Sharma (w.e.f. 01 November 2023)
Independent Director	Mr. Chetan Kajaria (w.e.f. 10 September 2024)
Independent Director	Mr. Himanshu Baid (w.e.f. 18 March 2025)
Non Executive Director	Mr. Atul Behari Lall (w.e.f. 12 September 2024)
Chief Financial Officer	Mr. Yogesh Sharma (w.e.f. 24 May 2024)
Company Secretary and Compliance Officer	Ms. Roshni Tandon (w.e.f. 24 May 2024)
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) (till 22 September 2024)
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.
	ARK Tech Innovation Pvt Ltd
	Aditya Security & Safety LLP
	Trend Setter Promoters LLP
	Seth Parmanand Khemka Charitable Trust
	YPO Delhi Chapter
	YPO Gurgaon Chapter (w.e.f. 06 July 2023)
	Aditya Colonizers LLP

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

b) Statement of transactions with related parties -

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
(i) Sale of goods		
ARK Infosolution Pvt Ltd.	1.39	0.07
AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	0.71	0.62
(ii) Business support services provided to		
AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	2.78	6.00
(iii) Purchase of goods		
AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	5,709.53	11,986.92
(iv) Repayment of loan		
Hari Shanker Khemka	-	12.50
Aditya Khemka	-	10.00
Rishi Khemka	-	300.00
(v) Electricity and water charges paid/ payable (reimbursed)		
ARK Infosolution Pvt. Ltd.	0.43	0.98
(vi) Loan given to		
AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	-	80.00
(vii) Remuneration (short term benefits)*		
Hari Shanker Khemka	41.23	34.80
Aditya Khemka	220.48	188.38
Ananmay Khemka	8.72	6.99
Mr. Yogesh Sharma (w.e.f. 24 May 2024)	16.50	-
Ms. Roshni Tandon (w.e.f. 24 May 2024)	6.09	-
(viii) Interest on loan taken		
Hari Shanker Khemka	-	0.78
Aditya Khemka	-	0.63
Rishi Khemka	-	4.98
Trend Setter Promoters LLP	1.35	1.35
(ix) Rent expense paid/ payable		
Aditya Khemka	7.50	7.50
Hari Shankar Khemka	6.88	7.50
Shradha Khemka	0.63	-
ARK Infosolution Pvt. Ltd.	5.45	1.59
(x) Rental income		
ARK Infosolution Pvt. Ltd.	1.13	2.48
Aditya Safety & Security LLP	0.09	0.13
Trend Setter Promoters LLP	0.18	0.18
ARK Tech Innovation Pvt Ltd	0.15	-
(xi) Electricity and water charges paid/ payable		
ARK Infosolution Pvt. Ltd.	1.68	0.28
(xii) Professional charges paid/ payable		
Trend Setter Promoters LLP	1.80	1.80

* Does not include provision made for gratuity and compensated absences, as the same is determined for the Group as a whole

** Also refer note 62



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Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
(xiii) CSR Contribution Seth Parmanand Khemka Charitable Trust	29.70	19.65
(xiv) Donation Paid Seth Parmanand Khemka Charitable Trust	0.58	0.30
(xv) Membership and subscription charges paid/ payable YPO Delhi Chapter YPO Gurgaon Chapter	0.20 0.20	1.65 1.00
(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	36.00 107.36 34.20 0.81 1.63	2.00 5.96 1.90 0.05 0.09
(xvii) Advertisement and business promotion expenses YPO Delhi Chapter	0.65	0.01
(xviii) Interest Income on loan AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	4.10	2.92
(xix) Sale of Leasehold Land and PPE ARK Infosolution Pvt Ltd.	-	119.74
(xx) Director Sitting Fees Abhishek Dalmia Ambika Sharma Manish Sharma Ritu Khurana Chetan Kajaria	0.74 0.77 0.88 - 0.10	0.28 0.11 0.14 0.20 -
(xxi) Job work charges paid/ payable AIL Dixon Technologies Pvt. Ltd. (upto 17 September 2024)**	68.48	0.32

** Also refer note 62



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

b) Outstanding balances at the year end

Particulars	As at 31 March 2025	As at 31 March 2024
(i) Trade Payables		
ARK Infosolution Pvt Ltd.	0.29	-
AIL Dixon Technologies Pvt. Ltd.**	-	399.33
(ii) Trade Receivables		
ARK Infosolution Pvt Ltd.	1.46	-
ARK Tech Innovation Pvt Ltd.	0.03	-
AIL Dixon Technologies Pvt. Ltd.**	-	2.26
(iii) Borrowings		
Trend Setter Promoters LLP	13.50	13.50
(iv) Interest Payable		
Trend Setter Promoters LLP	-	0.30
(v) Remuneration Payable		
Hari Shanker Khemka	1.76	0.65
Aditya Khemka	22.04	13.19
Ananmay Khemka	0.35	0.23
Yogesh Sharma	1.65	-
Roshni Tandon	0.48	-
(vi) Loan to group companies (including accrued interest)		
AIL Dixon Technologies Pvt. Ltd.**	-	82.52

** Also refer note 62

(c) **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.

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



47 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 has both long and short term borrowings.

Group's gearing ratio is:

Particulars	As at 31 March 2025	As at 31 March 2024
Long term borrowings	149.89	280.16
Short term borrowings (including current maturities of long term borrowings)	3,978.53	3,774.36
Supplier's credit	520.52	-
Less: Cash and cash equivalents	(1,359.31)	(394.67)
Net debt (a)*	3,289.65	3,659.85
Total Equity (b)	10,176.67	4,242.09
Equity and net debt (c = (a) + (b))	13,466.32	7,901.94
Gearing Ratio (d = a/c)	0.24	0.46

*Excluding the impact of book overdraft (refer note 45B)

48 Employee benefits

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

Defined contribution plans

The Group makes contribution towards employee's provident fund and employee's state insurance. The Group has contributed Rs. 50.69 million (31 March 2024: Rs. 38.00 million) during the year ended 31 March 2025 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 2025	As at 31 March 2024
Present value of the obligation	130.95	104.75
Fair value of plan assets	84.85	75.62
Net liability/(prepaid assets)	46.10	29.13

Amounts recognised in statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Actuarial loss recognised during the year	4.63	19.97

Expenses recognised in statement of profit and loss

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current service cost	17.84	11.61
Past service cost	-	(1.33)
Interest cost (net)	1.65	0.57
Cost recognised during the year	19.49	10.85



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

Particulars	31 March 2025	31 March 2024
Present value of defined benefit obligation at the beginning of the year	104.75	74.41
Acquisition of Subsidiary (refer note 62)	3.29	-
Current service cost	17.84	11.61
Past service cost	-	(1.33)
Interest cost	7.29	5.48
Actuarial (gain)/loss net	-	-
Actuarial loss on arising from change in demographic assumption	(1.36)	5.52
Actuarial loss on arising from change in financial assumption	4.42	11.84
Actuarial loss on arising from experience adjustment	1.20	2.23
Benefits paid	(6.49)	(5.01)
Present value of defined benefit obligation at the end of the year	130.94	104.75

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

Particulars	31 March 2025	31 March 2024
Present value of plan value assets at the beginning of the year	75.62	60.94
Transfer in/(out) plan assets	(0.15)	0.16
Interest income	5.64	4.91
Return on plan assets excluding amounts included in	(0.37)	(0.38)
Contributions by Employer	10.29	15.00
Benefits paid	(6.18)	(5.01)
Present value of plan value assets at the end of the year	84.85	75.62

The Group expects to make a contribution of Rs. 20.76 million (31 March 2024: Rs. 16.01 million) to the defined benefit plans during the next financial year.

For determination of the liability of the Group, the following actuarial assumptions were used:

Particulars	31 March 2025	31 March 2024
Discount rate	6.60% to 6.93%	7.20%
Salary escalation rate	6.00% to 10.00%	10.00%
Withdrawal rate		
Less than 30 years	3.00% to 14.00%	11.00%
From 30 to less 44 years	2.00% to 14.00%	11.00%
44 years and above	1.00% to 14.00%	11.00%
Weighted average duration of PBO (in years)	6.17	7.44

Maturity profile of defined benefit obligation:

Particulars	31 March 2025	31 March 2024
Weighted Average Duration (Years) as at valuation date- Holding company	6.17 years	7.44 years
Weighted Average Duration (Years) as at valuation date- subsidiary company	20.22 years	-

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

Particulars	31 March 2025	31 March 2024
Within next 1 year	14.83	9.97
Between 1-5 years	49.68	35.55
Over 5 years	66.43	59.23
Total	130.94	104.75

Sensitivity analysis for gratuity liability:

Particulars	31 March 2025	31 March 2024
Present value of obligation at the end of the year	130.95	104.75
a) Impact of the change in discount rate		
Impact due to increase of 0.5 %	-2.89%	-3.38%
Impact due to decrease of 0.5 %	3.05%	3.60%
b) Impact of the change in salary increase		
Impact due to increase of 0.5 %	2.08%	2.36%
Impact due to decrease of 0.5 %	-2.13%	-2.41%
b) Impact of the change in withdrawal rate		
Impact due to increase of 10 %	-0.84%	-0.41%
Impact due to decrease of 10 %	-0.85%	0.36%

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.



49 Employees Stock Options Schemes

The Holding Company formulated the "Aditya Infotech Ltd. ESOP Scheme 2024" which was duly approved by the shareholders vide their special resolution dated on 17 June 2024.

The Nomination & Remuneration Committee of Company, during the year ended 31 March 2025:

(a) approved the grant of 2,591,200 stock options to the eligible employees at an exercise price of Rs. 292.68 per option, on 17 June 2024.

(b) approved the grant of 63,359 stock options to the eligible employees at an exercise price of Rs. 292.68 per option, on 18 March 2025.

The above stock options shall vest over a period of 4 years from the date of grant and are exercisable within a period of 4 years from the date of vesting.

Set out below is a summary of options granted under the plan:

Particulars	Grant date	
	17 June 2024	18 March 2025
	Aditya Infotech Ltd. ESOP Scheme 2024	
Total options granted under the scheme (nos.)	2,591,200	63,360
Vesting period and percentage	Over a period of four years 17 June each year, commencing 17 June 2025	Over a period of four years 18 March each year, commencing 18 March 2026
Vesting Date		
Exercise price	292.68	292.68
Weighted average exercise prices (W.A.E.P)	292.68	292.68
Exercise period	4 years from date of Vesting	4 years from date of Vesting
Outstanding options at the beginning of the year (nos.)	-	-
Options granted during the year (nos.)	2,591,200	63,360
Options vested during the year (nos.)*	11,950	-
Options exercised during the year (nos.)	-	-
Options lapsed/cancelled (nos.)	48,150	1,140
Outstanding options at the end of the year (nos.)	2,531,100	62,220
Exercisable options at the end of the year (nos.)	11,950	-

*Options vested during the year represents options immediately vested on death of employee during the year as per stock option plan

The vesting of options granted to eligible employee(s) is conditional upon fulfillment of performance criteria by the Employee and/or any team or group of which he is a part and/or of the Group, as may be determined by the Committee.

The Group has recognized share based payment expense of Rs 117.85 million (31 March, 2024: Nil) during the year as proportionate cost.

Particulars	31 March 2025
Expense arising from equity-settled share-based payment transactions	117.85

The value of option has been determined by an independent valuer. The following assumptions were used for calculation of fair value of options in accordance with Black Scholes Model:

For employee stock options granted on 17 June 2024

Particulars	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting
Vesting Date	17 June 2025	17 June 2026	17 June 2027	17 June 2028
Risk free interest rate (%)	6.64%	6.65%	6.66%	6.67%
Expected Life (In years)	3.00	4.00	5.00	6.00
Expected volatility (%)	50.00%	50.00%	55.00%	55.00%
Dividend yield	0.07%	0.07%	0.07%	0.07%

For employee stock options granted on 18 March 2025

Particulars	1st Vesting	2nd Vesting	3rd Vesting	4th Vesting
Vesting Date	18 March 2026	18 March 2027	18 March 2028	18 March 2029
Risk free interest rate (%)	6.28%	6.29%	6.31%	6.33%
Expected Life (In years)	3.00	4.00	5.00	6.00
Expected volatility (%)	50.09%	50.71%	51.76%	52.98%
Dividend yield	0.30%	0.30%	0.30%	0.30%

The expected price volatility is based on the historic volatility (based on the remaining life of the options), adjusted for any expected changes to future volatility due to publicly available information.



50 Contingent Liabilities and Commitments**A. Contingent liabilities**

- (i) Inland bank guarantees
(ii) Bond given to custom department under AEO

31 March 2025	31 March 2024
59.89	50.17
750.00	-
809.89	50.17

(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'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 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 2024: 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 had deposited Rs. 38.00 million, under protest and the appeal in the matter is currently pending disposal. During the previous year 2022-23, the Company received an order u/s 154 dated 09 May 2022 raising the demand of Rs. 7.80 million on account of wrong calculation of interest u/s 234D in the order dated 30 September 2021. Further, during the financial year 2023-24, rejoinder to remand report has been filed on 16 June 2023, however, the final hearing before Commissioner of Income Tax (Appeals) is yet to be fixed. Subsequent to year end, again rejoinder to remand report dated 15 January 2025 has been filed on 25 April 2025, final hearing before Commissioner of Income Tax (Appeals) is yet to be fixed.

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.

(iii) Indirect tax matters**(a) VAT matters**

Demands raised under respective VAT Acts
Amounts paid under protest

31 March 2025	31 March 2024
2.70	12.19
0.77	1.02

(b) GST matters*

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

31 March 2025	31 March 2024
346.53	4.95
0.81	0.49

(c) Customs matters

Demands raised under Customs Act
Amounts paid under protest

31 March 2025	31 March 2024
145.52	26.89
69.16	1.65

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

*The Holding Company has received multiple show cause notices from Goods and Services Tax ("GST") authorities of the State of Tamil Nadu, Rajasthan 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.7.23 million for the financial years 2023-2024 to 2024-2025, on account of difference in ITC claimed as per Form GSTR-3B vs ITC appearing in GSTR-2A, difference between turnover reported in GSTR 1 and GSTR 3B etc.

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 management believes that the likelihood of any liability devolving on the Group 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. 855.50 million (31 March 2024: Rs. 613.90 million). Apart from above mentioned amount, certain purchase orders issued to suppliers are for open quantities, during the normal course of business.

C. E-waste (Management)

Ministry of Environment, Forest and Climate Change has issued E-Waste (Management) Rules, 2022, as amended ("E-waste Rules"), which requires the producers to obtain and implement extended producer responsibility targets as per Schedule III and Schedule IV of the said Rules. Basis management's internal assessment of E-waste rules, management believes that the Holding Company has an obligation to fulfil the Extended Producer Responsibility targets, only if it is a participant in the market during a financial year. The obligation for the financial year are measured based on sales made in the preceding years.

During the current year, as per the directions given by Central Pollution Control Board (CPCB), the Holding Company has fulfilled its obligation for the current financial year. Basis management assessment and in accordance with Appendix B of Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', the Group will have an e-waste obligation for future years, only if it participates in the market in such years.



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51 Dividend

(a) The Holding Company's Board of Directors at their meeting held on 02 August 2024 recommended dividend on equity shares @ Rs. 1.76 per equity share for the financial year 2023-24 that was approved by the shareholders in their Annual General Meeting held on 13 August 2024. The total outgo as dividend to the shareholders during the year amounted to Rs. 180 million.

(b) The Holding Company's Board of Directors at their meeting held on 02 July 2025 have proposed final dividend on equity shares @ Rs. 1.64 per equity share for the financial year 2024-25 (total outgo being Rs. 180 million), subject to approval of shareholders in the ensuing Annual General Meeting.

52 Corporate Social Responsibility

	For the year ended 31 March 2025	For the year ended 31 March 2024
Amount required to be spent by the Group during the year	30.00	19.44
Amount of expenditure incurred	6.36	19.65
Shortfall at the end of the year	23.64	-
Total of previous years shortfall	-	-
Details of related party transactions	Refer Note 46	Refer Note 46

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.

As per the Companies (Amendment) Act, 2019 effective 22 January 2021, the Holding Company is required to transfer unspent CSR amount within a period of six months from the end of the financial year to a special account to be opened by the Holding Company in that behalf for that financial year in any scheduled bank to be called the unspent corporate social responsibility account. Subsequent to the year-end, the Holding Company has deposited Rs. 4.00 million and Rs. 19.64 million in a separate bank account on 24 April 2025 and 28 April 2025 respectively.

53 Segment information

The Group has only one operating segment and is primarily engaged in the business of manufacturing / assembly and 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 manufacturing / assembly and 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 2025	For the year ended 31 March 2024
Attributed to the Holding Company's country of domicile, India	31,018.61	27,737.20
Attributed to foreign countries	100.11	87.06
	31,118.72	27,824.26

54 Other disclosures

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.

55 Details of assets pledged

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

Particulars	31 March 2025	31 March 2024
Non-current assets		
Property, plant and equipment	1,317.95	214.82
Right-of-use assets	162.64	18.47
Investment property	3.54	3.79
Total	1,484.13	237.08
Current assets		
Inventories	5,946.94	5,092.05
Trade receivables	10,360.94	7,342.70
Total	16,307.88	12,434.75

56 Research and development costs

Research and development costs incurred during the year ended 31 March 2025 that have been capitalised, aggregates to Rs. 70.79 million (31 March 2024: Rs. 89.75 million). Research and development costs that were not eligible for capitalisation and have been expensed off during the year ended 31 March 2025, aggregates to Rs. 105.27 million (31 March 2024: Rs. 63.24 million).

57. 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 has been 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. The Noida Authority vide its order dated 11 March 2024 had granted further extension in such timeline upto 31 December 2024. The Holding Company has been in advanced stages of construction and development on the said lease land and has already incurred expenditure of Rs. 139.30 million as at 31 March 2025, that has been presented as 'Capital work in progress' in these consolidated financial statements. However, due to factors beyond management control like ban on construction activities in Delhi NCR region as per GRAP-4 guidelines to control pollution etc., as the construction activities could not be completed by the prescribed date, the Holding Company had filed an application on 12 October 2024, requesting for further extension of one year for completion of construction and development activities on the said land, that is currently pending disposal by the Noida Authority.

Based on assessment by a legal expert and taking into consideration the past trends of being granted extensions from the Noida Authority in the matter, the management is confident of receiving the necessary approval and is confident of completing the construction and development activities on the said lease 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.



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58 Incentives from Andhra Pradesh Government

The Government of Andhra Pradesh vide Order No. GO(MS) No. 170 dated 16 December 2016 and GO(MS) No. 37 dated March 03, 2017 has announced certain fiscal incentives to the subsidiary company for setting up industries in the notified Electronics Manufacturing Clusters (EMCs) of the State.

Further, the activities of the group fall under the scheme of Information Technology, Electronics & Communication (Promotions) department 2014-2020, based on the scheme and order passed the Company is eligible for 100% re-imbursement of the Stamp Duty, Transfer Duty and Registration Fee paid on sale/ lease deeds on the first transaction and 50% thereof on the second transaction, freight subsidy, transport subsidy interest subsidy etc.

Movement in the Incentive recoverable from Andhra Pradesh Government is given below:

Particulars	31 March 2025	31 March 2024
Opening Balance	-	-
On acquisition of Subsidiary (refer note 62)	7.83	-
Add: Incentive recognised during the year	-	-
Less: Amount received during the year	-	-
Closing Balance	7.83	-

59 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 except as mentioned below:

Sr. No.	Name of Struck off Company	Nature of Transactions with Struck-off Company	Balance as at 31 March 2025	Balance as at 31 March 2024	Relationship with Struck off Company, if any
1	Veetech IT Solutions Private Limited	Sale of Goods	-	-	Not related
2	Buckingham Industries Limited	Sale of Goods	-	-	Not related
3	Informatics E-Tech India Limited	Sale of Goods	0.02	-	Not related
4	Dconi Business Solutions Private Limited	Sale of Goods	-	-	Not related

(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 except as mentioned below:

Description of charge	Location of Registrar	Period by which charge had to be registered	Reason for delay
First charge on land, building and all movable assets located at Plot no 12A, Sector 135, Noida, Uttar Pradesh	ROC Delhi	30 days, from 12 August 2024	The delay in registration of charge is on account of pending disposal of application for extension of lease of Plot no. 12A, Sector 135, Noida, Uttar Pradesh by Noida Authority [Also refer note 57]

(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:

- (i) 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
- (ii) 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:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(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.

60A Information about subsidiaries and joint venture

Name of the Company	Relationship with the Holding Company	Nature of business	Country of incorporation	Proportion of ownership interest	
				31 March 2025	31 March 2024
Subsidiaries					
Shenzhen CP Plus International Limited	Wholly owned subsidiary	Business Consultancy service	China	100.00%	100.00%
AIL Dixon Technologies Private Limited*	Wholly owned subsidiary	Manufacturing of goods	India	-	-
Joint Venture					
AIL Dixon Technologies Private Limited*	Joint venture	Manufacturing of goods	India	50.00%	50.00%

* Also refer note 62



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60B Summarised financial information for joint venture (also refer note 62)

The table below provides summarised financial information for joint venture that was material to the Holding Company upto 17 September 2024. 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 2025	31 March 2024
Current assets		
Cash and cash equivalents	-	836.20
Other assets	-	4,505.66
Total current assets	-	5,341.86
Non-current assets		
Property, plant and equipment	-	952.59
Capital work-in-progress	-	10.97
Right-of-use asset	-	105.91
Other non-current assets	-	20.57
Total non-current assets	-	1,090.04
Current liabilities		
Financial liabilities	-	5,480.48
Other liabilities	-	5.50
Total current liabilities	-	5,485.98
Non-current liabilities		
Financial liabilities	-	162.51
Other liabilities	-	41.91
Total non-current liabilities	-	204.42
Net assets	-	741.50

Summarised statement of profit and loss

Particulars	For the period 1 April 2024 to 17 September 2024	For the year ended 31 March 2024
Revenue	6,156.54	12,652.52
Other income	52.06	1.68
Total income	6,208.60	12,654.20
Cost of goods sold	5,634.63	11,761.54
Employee benefits expense	111.43	170.94
Finance costs	13.68	35.04
Depreciation and amortisation	41.88	70.61
Other expenses	260.94	474.55
Profit/(loss) before tax	146.04	141.52
Tax expense	45.09	55.62
Profit for the period / year	100.95	85.90
Other comprehensive income	0.77	(0.42)
Total comprehensive income	101.72	85.48

Reconciliation to carrying amount of investment

Particulars	As at 17 September 2024	31 March 2024
Opening net assets	(971.43)	713.04
Profit/ (loss) for the period / year*	100.95	(1,684.05)
Other comprehensive income	0.77	(0.42)
Closing net assets	(869.71)	(971.43)
Group's share in %	50%	50%
Group's share in Indian Rupees**	-	-
Less: Unrealised profit on upstream and downstream transactions**	-	-
Carrying amount	-	-

* Includes adjustment on account of loss incurred by joint venture during previous year ended 31 March 2024 due to fire (also refer note 63)

** Unrecognised share of loss of the Group in the joint venture as at 31 March 2025: Rs. Nil million (31 March 2024: Rs. 590.47 million)



61 Additional disclosure required under Schedule III of the Act of the entities consolidated as subsidiary and joint venture

As at 31 March 2025

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	79.53%	8,093.91	38.51%	1,352.95	108.84%	(3.57)	38.44%	1,349.38
Subsidiary								
Foreign								
Shenzhen CP Plus International Ltd.	0.19%	19.31	0.02%	0.79	-11.59%	0.38	0.03%	1.17
Indian								
AIL Dixon Technologies Private Limited (also refer note 62)	-3.68%	(374.47)	3.04%	106.90	2.74%	(0.09)	3.04%	106.81
Joint Venture								
Indian								
AIL Dixon Technologies Private Limited (also refer note 60B and note 63)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Eliminations and consolidation adjustments	23.96%	2,437.92	58.43%	2,053.05	0.00%	-	58.49%	2,053.05
Total	100.00%	10,176.67	100.00%	3,513.69	100.00%	(3.28)	100.00%	3,510.41

As at 31 March 2024

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	101.85%	4,320.36	125.55%	1,446.00	95.98%	(14.94)	125.96%	1,431.06
Subsidiary								
Foreign								
Shenzhen CP Plus International Ltd.	0.43%	18.13	0.02%	0.22	0.00%	-	0.02%	0.22
Joint Venture								
Indian								
AIL Dixon Technologies Private Limited (also refer note 60B and note 63)	0.00%	-	-25.57%	(294.50)	0.00%	-	-25.92%	(294.50)
Eliminations and consolidation adjustments	-2.27%	(96.40)	0.00%	-	4.02%	(0.63)	-0.06%	(0.63)
Total	100.00%	4,242.09	100.00%	1,151.72	100.00%	(15.57)	100.00%	1,136.15

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ADITYA INFOTECH LIMITED

CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025

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

62 Business combinations

- (a) On 8 July 2024, the Holding Company entered into Share Subscription and Purchase Agreement ("SSPA") with Dixon Technologies India Limited ("Dixon") and AIL Dixon Technologies Private Limited ("AIL Dixon") for acquiring 95,00,000 fully paid up equity shares of Rs. 10 each representing balance 50% equity share capital of AIL Dixon- the joint venture company, for consideration other than cash through and in exchange of issuance of additional 7,305,805 equity shares of Rs. 1 each representing 6.65% equity share capital (6.50% equity share capital on a fully diluted basis), of the Holding Company.

On 18 September 2024, the Holding Company discharged the purchase consideration for the aforesaid transaction amounting to Rs. 2,486.31 million by way of issue of 7,305,805 equity shares of the Holding Company having a face value of Rs. 1, at security premium of Rs. 339.32 per share.

On AIL Dixon becoming subsidiary, the Group has undertaken Provisional Purchase Price Allocation (PPA) based on management's estimates and fair valuation of assets and liabilities, as per Ind AS 103. Consequently, the Group has recognized intangibles (refer details below) and fair value impact of Rs. 2,486.30 million under the head "Exceptional items" on revaluing its previously held equity interest in AIL Dixon as at the date of acquisition, as part of accounting for such business combination in these consolidated financial statements. Initial recognition and measurement of the assets and liabilities as on acquisition date has been determined on the basis of available facts and information, such provisional amounts are subject to change within the measurement period as provided under Ind AS 103.

(b) Assets acquired and liabilities assumed

The purchase price of Rs. 2,486.31 million as on the date of acquisition had been allocated to the acquired assets and liabilities as follows:

Particulars	Amount (in Rs. Million)
Property, plant and equipment (including right-of-use asset)	1,054.67
Intangible assets	63.00
Capital work-in-progress	0.28
Deferred tax assets (net)*	361.45
Cash and cash equivalents	894.08
Inventories	2,920.14
Trade receivables	1,968.17
Borrowings	(142.43)
Trade payables	(7,820.54)
Current tax liabilities (net)	(9.10)
Other net working capital	333.38
Total identifiable net assets at fair value	(376.90)
Fair value of previously held equity interest in AIL Dixon (refer note (c) below)	(2,486.30)
Goodwill arising on acquisition (non-tax deductible)	5,349.51
Net assets acquired, through issue of shares	2,486.31

The identifiable property, plant and equipment and intangible assets have been determined basis independent valuation.

* includes deferred tax liability assumed on fair valuation of Property, plant and equipment and intangible assets.

- (c) Prior to the acquisition as mentioned in note (a) above, the Group held 50% equity interest in AIL Dixon. The Group acquired the remaining equity interest resulting in total ownership interest of 100%. Accordingly, as per the provision of Ind AS 103 - Business Combinations, the Group has re-measured its previously held equity interest in AIL Dixon at fair value of Rs 2,486.30 million and resultant gain has been presented as "exceptional item" in these consolidated financial statements (refer note 42).

(d) Analysis of cash flows on acquisition:

Net cash acquired with the subsidiary (including margin money with banks)	894.08
Cash paid	-
Net cash flow acquired on acquisition of subsidiary company	894.08

(e) Useful life of intangibles recognised on acquisition

The table below shows the values and lives of intangibles recognised on acquisition:-

	Life	Amount
Customer relationships	5 years	63.00
Intangibles recognized on acquisition		63.00

(f) Acquired receivables

No adjustments have been made to acquired trade receivables and cash and bank balances.

(g) Revenue and profit contribution

From the date of acquisition till year ended 31 March 2025, AIL Dixon Technologies Private Limited has contributed Rs. 7,781.58 million of revenue and Rs. 133.43 million to the profit before tax of the Group. If the combination had taken place at the beginning of the year, revenue would have increased by Rs. 6,156.54 million and the profit before tax for the Group would have been increased by Rs. 146.04 million for the year ended 31 March 2025.

- (h) Due to above business combination, the current year consolidated financial statements are not comparable with the previous financial year ended 31 March 2024.



ADITYA INFOTECH LTD.
CIN: U74899DL1995PLC066784

Notes to consolidated financial statements for the year ended 31 March 2025
(All amounts are in Indian Rupees millions, unless otherwise stated)

- 63 In January 2024, the joint venture entity- AIL Dixon Technologies Private Limited ("AIL Dixon") (subsidiary w.e.f 18 September 2024) had suffered loss of stock due to fire at the custom bonded warehouse resulting in destruction of stock of Rs. 1,769.94 million. The management of AIL Dixon promptly filed the claims with the warehouse owner and the insurance provider for recovery of such loss and had assessed full recovery of the loss upon conclusion of the insurance procedures.
- As at 31 March 2023, the Holding Company held investment in AIL Dixon at a carrying value of Rs 294.50 million, and on the basis of audited financial information of AIL Dixon, its share of profit and share of other comprehensive loss for the year ended 31 March 2024 amounted to Rs 42.94 million and Rs. 0.21 million, respectively.
- However, during the process of compiling of consolidated financial statements of Aditya Infotech Limited ("AIL") for the previous year, the Group management reassessed the claims towards loss of stock filed by AIL Dixon and taking into consideration factors like the warehouse owners net worth/ financial capability and insurance cover held vis-à-vis the value of goods stored, concluded that full recovery of loss was not probable. Consequently, the Group management on prudent basis, had recognised its proportionate share in such loss equivalent to the amount of opening carrying value of its investment in AIL Dixon i.e. Rs. 294.50 million and presented such loss as 'exceptional item' in the Consolidated Statement of profit and loss for the previous year ended 31 March 2024.
- 64 The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.
- The Holding Company and subsidiary company have used an accounting software for maintaining books of accounts which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, for the Holding Company, the audit trail feature is not enabled at the database level to log any direct data changes, used for maintaining accounting records. Further, there was no instance of audit trail feature being tampered with, as noted by the management. Further, except for consequential impact of audit trail feature not enabled at the database level at Holding Company, the Holding Company and subsidiary company have retained the audit logs as per statutory requirements for record retention.
- 65 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.
- 66 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/-.

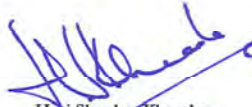
In terms of our report attached of even date
For Walker Chandio & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

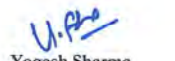

Deepak Mittal
Partner
Membership No.: 503843



Place: Noida
Date: 02 July 2025

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


Hari Shanker Khemka
Chairman
DIN:00514501


Yogesh Sharma
Chief Financial Officer

Place: Noida
Date: 02 July 2025




Aditya Khemka
Managing Director
DIN:00514552


Rosini Tandon
Company Secretary