

**BOARD'S REPORT**

Dear Members,

On behalf of the Board of Directors, it is our pleasure to present the 14<sup>th</sup> Annual Report together with the Audited Statement of Accounts of **Avana Electrosystems Private Limited** (hereinafter referred to as the "**Company**") for the year ended March 31<sup>st</sup>, 2024.

**Financial Summary/Highlights/Results**

The summarized Audited results of your Company and are given in the table below.

(All amounts in Thousands except as otherwise stated)

Particulars	Financial Year ended	
	March 31, 2024	March 31, 2023
Income from operation	5,29,877	2,84,065
Other Income	2,680	1,786
<b>Total Income</b>	<b>5,32,557</b>	<b>2,85,851</b>
Total Operating Expenditure	4,70,293	2,74,661
Profit (Loss) Before Tax and Depreciation	62,264	11,189
Depreciation	3,500	1,216
Profit (Loss) Before Tax	58,764	9,974
Provision for Taxes	16,395	3,110
Deferred Taxes	(1,967)	(619)
<b>Net Profit(Loss) After Tax</b>	<b>40,402</b>	<b>7,482</b>
Basic and Diluted Earnings Per Share (Amount in INR Actual)	50.88	9.42

### **Company's performance**

The Company's revenue from operation for the year is Rs.5,29,877/- (Amounts in Thousands) as against previous year of Rs.2,84,065/- (Amounts in Thousands). Profit after taxes (PAT) is Rs.40,402/- (Amounts in Thousands) as against previous year Profit of Rs.7,482/- (Amounts in Thousands).

### **Web Link for Annual Return**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended, an annual return has been disclosed on the website of the Company under the web-link: <https://www.avanaelectrosystems.com/>

### **Number of Board meetings held**

The Board Meets at regular intervals to discuss and decide on business activities of the Company and devise business policy and strategy. The meetings of the Board are convened as and when required after issuing notices to all the Directors well in advance, as per the provisions of the Act. The maximum interval between any two meetings did not exceed 120 days. The Board met 5 times in the Financial Year as per following dates 26/04/2023, 29/07/2023, 02/09/2023, 11/12/2023 and 11/03/2024.

### **The details of the General Meeting convened during the financial year are as follows:**

⌚ 30/09/2023- Annual General Meeting.

### **Directors' Responsibility Statement**

Pursuant to the requirement of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed and that proper explanation has been provided therein relating to material departures from the Accounting Standards, if any;

- (b) the Directors had 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 the Company at the end of the financial year and of the profit of the Company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the Annual Accounts on a going concern basis; and
- (e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **Independent Directors and their declaration**

As your Company is a private limited company, it is not required to appoint independent Director(s) including receipt of a declaration from them as per the provisions of the Companies Act, 2013 read with rules made there under.

#### **Committees of the Board**

Your Company, being a private limited company, is not required to constitute an Audit Committee and a Nomination and Remuneration Committee under the provisions of Section 177 and Section 178 of the Companies Act, 2013 respectively read with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014.

#### **Fixed Deposits**

The Company did not accept any fixed deposits and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

### **Statutory Auditors**

At the Annual General Meeting held on 30<sup>th</sup> September, 2019 M/s. Vasanth & Co., Chartered Accountants (Firm Registration No.008204S) were appointed as Statutory Auditors of the Company to hold office till the conclusion of Annual General Meeting to be held in the financial year 2023-2024.

As per Section 139 of the Companies Act, 2013 a retiring Auditor may be re-appointed at an Annual General Meeting, if retiring Auditor:

1. Is not disqualified for re-appointment;
2. Has not given the Company a notice in writing of his unwillingness to be re-appointed; and
3. A special resolution has not been passed at that meeting appointing some other auditor or providing expressly that he shall not be re-appointed.

In this regards, the Company has received the consent letter and certificate from the Auditors confirmed that they are not disqualified from continuing as Auditors of the Company. Accordingly the Board propose to re-appoint M/s. Vasanth & Co., Chartered Accountants, (Firm Registration No. 008204S) as Statutory Auditors of the Company for further 5 years to hold office till the conclusion of the Annual General Meeting to be held in the year 2029.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

### **Particulars of loans, Guarantees or investments**

All the necessary details about loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### **Related Party Transactions**

The related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related

party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

The particulars of transactions entered during the year with related parties in the ordinary course of business and on arm's length basis are enclosed as **Annexure 1** to this report.

#### **Reserves**

The Company does not intend to carry any amount to reserve.

#### **Dividend**

In order to conserve the internal financial resources, Board did not recommend any dividend.

#### **Material changes and commitments after the financial year end**

There are no material changes/commitments which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report and which would affect the financial position of the company.

#### **Details of conservation of energy, technology absorption, foreign exchange earnings and outgo**

The details of the conservation of energy, technology absorption, foreign exchange earnings and outgo as required to be disclosed under section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014 are given hereunder:

<b>(a) Conservation of energy</b>		
(i)	the steps taken or impact on conservation of energy	Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, use of energy efficient systems and laptops, improvement in maintenance and distribution systems and through improved operational techniques.

(ii)	the steps taken by the company for utilizing alternate sources of energy	The nature of the industry, location of offices and quantum of energy utilised by the company does not make it economically viable for utilizing alternate sources of energy.
(iii)	the capital investment on energy conservation equipments	The company incurs capital investment for setting up of its offices and purchase of equipment including purchase of systems, laptops, lighting sets etc., and equipment with energy conservation features are preferred by the Company.
<b>(b) Technology absorption</b>		
(i)	the efforts made towards technology absorption	The software Development Activity is carried out with the usage of very high end software, hardware and the company always uses latest available technology in development of software.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The Company is using high end software for the development of the products and updated technology for cost reductions.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - (a) the details of technology imported (b) the year of import; (c) whether the technology been fully absorbed (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not applicable
(iv)	the expenditure incurred on Research and Development	NIL
<b>(c) Foreign exchange earnings and Outgo</b>		

(i)	Foreign Exchange earned in terms of actual inflows during the year	Nil
(ii)	Foreign Exchange outgo during the year in terms of actual outflows	Nil

### **Risk Management Policy**

The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor the business and non-business risks. The Board periodically reviews the risks and Suggest steps to be taken to manage/ mitigate the same through a properly defined policy framework.

During the year, a risk analysis and assessment was conducted and no major risks were noticed, which may impact on the business objectives of the Company.

### **Corporate Social Responsibility Committee (CSR)**

In terms of section 135 read with rules made thereunder and Schedule VII of the Companies Act, 2013, your Company did not meet the criteria of net profit or net worth or turnover during the year ended on March 31, 2024 and thus was not required to constitute Corporate Social Responsibility Committee of the Board of Directors.

### **Directors**

During the year, there were no other changes in composition of the Board of Directors of your Company. As on the date of this report, the Board of your company consists of the following individuals:

- Mr. Panish Anantharamaiah
- Mr. Sreenath Kondahalli Nagaraj
- Mr. Gururaj Dambal
- Mr. Vinod Kumar Sampatkumar

### **Key Managerial Personnel**

Your Company being a private company is not required to appoint any other Key Managerial Personnel as prescribed under Section 203 of the Companies Act, 2013 read with rules made there under.

### **Subsidiary Companies**

As on March 31, 2024, your Company does not have a subsidiary company.

### **Deposits**

The Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013. Accordingly, no disclosure or reporting is required in respect of details relating to deposits covered under this Chapter.

### **Significant and material orders passed by the regulators**

During the year under review, there were no material orders passed against your Company by any regulator(s) or court(s) or tribunal(s) impacting the going concern status and company's operations.

### **Internal financial controls**

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. The Internal Control Systems provide reasonable assurance for:

- Safeguarding Assets and their usage;
- Maintenance of Proper Accounting Records; and
- Adequacy and Reliability of the information used for carrying on Business Operations.

Some of the key elements of the Internal Control Systems are as follows:

- Existence of Authority Manuals and periodical updating of the same for all Functions;

- Existence of clearly defined organizational structure and authority;
- Existence of corporate policies for Financial Reporting and Accounting;
- Existence of Management information system;
- Annual Budgets and Long Term Business Plans;
- Internal Audit System; and
- Periodical review of opportunities and risk factors depending on the Global / Domestic Scenario and to undertake measures as may be necessary.

#### **Internal Audit**

In terms of provisions of section 138 of the Companies Act, 2013 read with rule 13 (1) of the Companies (Accounts) Rules, 2014, your Company did not meet the criteria as specified under the rule referred to above to appoint an Internal Auditor. Hence, your Company did not appoint an Internal Auditor.

#### **Secretarial Audit**

In terms of provisions of Section 204 of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 your Company did not meet the criteria as specified under the rule referred to above to appoint a Secretarial Auditor. Hence, your Company did not appoint a Secretarial Auditor.

#### **Compliance with Secretarial Standards**

Your Company has complied with the Secretarial Standards issued by the respective authority.

#### **Share Capital**

##### **1. Authorized share capital:**

As on the 31/03/2024 the authorized share capital of the Company is Rs.90,00,000/- (Amount in INR Actual). There is no increase in the authorized share capital during the year.

## **2. Paid up share capital:**

As on the 31/03/2024 the paid up share capital of the Company is Rs.79,40,640/- (Amount in INR Actual). During the year there were no change in the paid up share capital of the Company.

## **Awards and Recognition**

The Company did not receive any award and recognitions during the financial year under review.

## **Details of frauds reported by Auditors**

There were no frauds reported by Auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.

## **Statement containing salient features of financial statements of subsidiaries**

As there were no subsidiaries on March 31, 2024, the statement containing the salient features of the financial statements of your Company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures under the provisions of sub-section (3) of section 129 of the Act is not applicable to your Company.

## **Particulars of Employees**

During the year, there were no employees who, if employed throughout the financial year, were in receipt of remuneration in aggregate of not less than Rs.1.02 Crore p. a. or if employed for a part of the financial year, were in receipt of remuneration in aggregate of not less than Rs.8.5 Lakhs p. m. Hence, your Company is not required to disclose particulars of employees under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## **Compliance with Sexual Harassment law**

The Company has zero tolerance for sexual harassment at workplace as mandated in the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act,

2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

### **Acknowledgement**

Your Directors wish to place on record their appreciation for the Co-operation and support received from employees at all levels, who have contributed to the growth and performance of your Company.

Your directors are also thankful to the clients, vendors, bankers, shareholders and advisers of the Company for their continued support.

Your Directors also thank the Central and State Governments, and other statutory authorities for their continued support.

**By Order of the Board for  
Avana electrosystems Private Limited**

Place: Bengaluru  
Date: 19/08/2024

  
Panish Anantharamaiah  
Director  
DIN: 00288112  
Address: #776, Flat No. T2,  
Thirumala Pride  
Apartments, 11th Main,  
Vinayaka Layout,  
Nagarabhavi 2nd Stage,  
Bengaluru 560072

  
Kondahalli Nagaraj Sreenath  
Director  
DIN: 03099421  
Address: No.676  
Dhikshitharagalli, Magdi Taluk  
Magadi Town Ramanagar 562120



**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 arms length transactions under third proviso thereto**

<b>1.</b>	<b>Details of contracts or arrangements or transactions not at arm's length basis</b>
(a)	Name(s) of the related party and nature of relationship
(b)	Nature of contracts/arrangements/transactions
(c)	Duration of the contracts / arrangements/transactions
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any
(e)	Justification for entering into such contracts or arrangements or transactions
(f)	date(s) of approval by the Board
(g)	Amount paid as advances, if any:
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
<b>2.</b>	<b>Details of material contracts or arrangement or transactions at arm's length basis</b>
(a)	Name(s) of the related party and nature of relationship
(b)	Nature of contracts/arrangements/transactions
(c)	Duration of the contracts / arrangements/transactions
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:
(e)	Date(s) of approval by the Board, if any:
(f)	Amount paid as advances, if any:

For and on behalf of the Board  
**Avana Electrosystems Private Limited**

Place: Bengaluru  
 Date: 19/08/2024

  
 Panish Anantharamaiah  
 Director  
 DIN:00288112  
 Address: #776, Flat No. T2,  
 Thirumala Pride  
 Apartments, 11th Main,  
 Vinayaka Layout,  
 Nagarabhavi 2nd Stage,  
 Bengaluru - 560072

  
 Kondahalli Nagaraj Sreenath  
 Director  
 DIN: 03099421  
 Address: No.676  
 Dhikshitharagalli, Magdi Taluk  
 Magadi Town Ramanagar -  
 562120





# Vasanth & Co., Chartered Accountants

## Partners:

J. Vasanth Kumar, B.Com., F.C.A., LL.B.,  
N. Amarnath, B.Com., F.C.A.,  
D.R. Vijanth Kumar, B.Com., F.C.A., Reg. Valuer (SFA)

## INDEPENDENT AUDITOR'S REPORT

### To the Members of Avana Electrosystems Private Limited Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of **Avana Electrosystems Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024 and the Statement of Profit and Loss, and the Statement of Cash Flows for the year then ended on that date and notes to the financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit and its cash flows for the year ended on that date.

#### Basis for Opinion

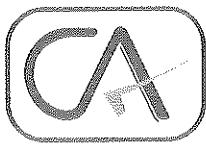
We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 on the financial statements.

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

The 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 financial statements and our auditor's report thereon.

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





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

**Management's and Board of Director's Responsibility and Those charged with Governance for Financial Statements**

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

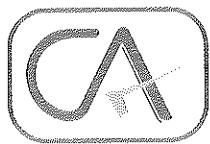
Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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



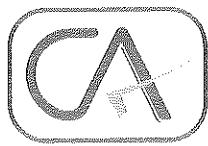


- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 read with notification No.464 (E) dated 5<sup>th</sup>June, 2015 along with amended notification dated 13<sup>th</sup>June, 2017 issued by MCA, the company is exempted from reporting requirement of expressing opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by management and Board of Directors.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

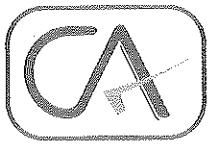




**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we enclose in the '**Annexure-A**' a statement on the matters specified in paragraphs 3 and 4 of the said order, to the extent applicable
2. (A) As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) the Balance Sheet, the Statement of Profit and Loss, and the statement of Cash Flows dealt with by this Report are in agreement with the books of account;
  - (d) in our opinion, the aforesaid financial statements comply with the specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) on the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164 (2) of the Act and
  - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, the same is not applicable to the company vide notification No.464 (E) dated 5th June, 2015 read with amended notification dated 13<sup>th</sup> June 2017 issued by MCA; and
  - (g) The provisions of Section 197 read with Schedule V of the Act are not applicable to the Company for the year ended 31st March, 2024.
- (B) 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, in our opinion and to the best of our information and according to the explanations given to us:
  - a) The Company does not have any pending litigations which would impact its financial position.
  - b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.





# Vasanth & Co., Chartered Accountants

d)

(i) The management has represented that, to the best of it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever 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

(iii) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material misstatement .

e) The Company has neither declared nor paid any dividend during the year and therefore, compliance under section 123 is not commented upon.

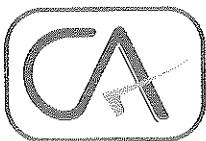
f) Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's. Further, during our audit we did not come across any instance of the audit trail feature being tampered with in respect of accounting software.

for Vasanth & Co.,  
Chartered Accountants  
Firm Reg.No.008204S

  
N. Amarnath  
Partner  
M.No.510064  
ICAI UDIN: 24510064BKAIOY3647



Place: Bangalore  
Date: 19-08-2024



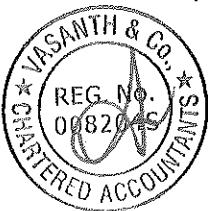
**Annexure - A Referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" of the Auditors Report issued in terms of Section 143(11) of The Companies Act, 2013:**

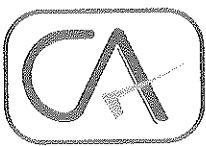
i.

- a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.  
B. The Company has maintained proper records showing full particulars of intangible assets.
- b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) According to the information and explanations, the title deeds of all the immovable properties are held in the name of the company and in respect of the leasehold industrial land allotted by the Government which is disclosed under Property, Plant & Equipment's. The allotment letter and lease documents are executed in the name of the Company (It holds property as a lessee and the lease agreements are duly executed in favour of the Company).
- d) The Company has not revalued any of its Property, Plant and Equipment or intangible assets during the year. Therefore, provisions of Clause 3(i)(d) of the Order are not applicable to the Company.
- e) According to the information given to us, there were no proceedings initiated or are pending against the Company as on 31<sup>st</sup> March, 2024, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder. Therefore, provisions of Clause 3(i)(e) of the Order are not applicable to the Company.

ii.

- a) According to the information and explanations given to us, the inventory has been physically verified by the management during the year and in our opinion, the coverage and frequency of the inventory verification is reasonable and no material discrepancies 10% or more in aggregate for each class of inventory have been noticed during such physical verification of inventories when compared with the books of accounts.
- b) The Company has been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and financial institutions and such returns/statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit/review.





iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments, nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

5. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause (v) of the Order is not applicable.

vi. According to the information and explanations given to us the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for the services provided it. Accordingly, clause (vi) of the Order is not applicable.

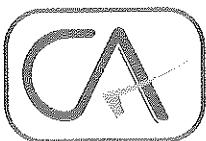
vii.

a) The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST. As explained to us, the Company did not have any dues of Customs, Provident fund, Employee's State Insurance.

6. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Goods and Service Tax ('GST'), Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.





b) According to the information and explanation given to us and on the basis of our examination of the records of the company, there are no disputed statutory dues in respect of Goods and Service Tax, Provident Fund, Employees' State Insurance, Income tax, cess and any other statutory dues; which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

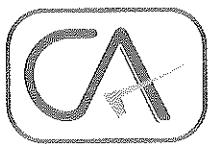
ix.

- a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of its loans or borrowings or in payment of interest thereon to any lender.
- b) In our opinion and according to the information and explanations given to us and representation received from the management of the Company, on 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 government authority.
- c) In our opinion and according to the information and explanations given to us by the management, the Company has obtained short term loans during the year and the company has applied the loans for the purpose for which the loans were obtained.
- d) In our opinion and according to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that the company had not utilized funds raised for short term basis for long term purposes.
- e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Companies Act, 2013) during the year ended 31 March 2024. Accordingly, clause 3(ix)(e) is not applicable.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x.

- a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- b) According to the information and explanations given to us and on the basis of our examination of the





# Vasanth & Co., Chartered Accountants

records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi.

- a) Based on examination of the books and records of the company and according to the information and explanations given to us by the management, no fraud by the Company or on the Company has been noticed or reported during the course of audit.
- b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information and explanation given to us and representation received by the management, the Company has not received any whistle blower complaints during the year.

xii. According to the information and explanation given to us, the Company is not a Nidhi Company. Accordingly, Clause 3 (xii) of the Order is not applicable.

xiii. In our opinion, all transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable, and the requisite details have been disclosed in the Financial Statements as required by the applicable accounting standards. Further, in our opinion, the Company is not required to constitute audit committee under section 177 of the act.

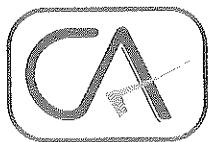
xiv. In our opinion and based on our examination, the Company is not required to have an internal audit system commensurate with the size and the nature of its business. Accordingly, the provisions of Clause 3 (xiv) (a) and (b) of the Order are not applicable to the Company.

xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected to its directors. Accordingly, Clause 3 (xv) of the Order is not applicable.

xvi.

- a) In our Opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of Clause 3 (xvi) (a) & (b) of the Order are not applicable to the Company.
- b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(c) & (d) of the Order is not applicable.





**Vasanth & Co.,**  
Chartered Accountants

xvii. The Company has not incurred cash losses during the financial year covered by our audit and immediately preceding financial year.

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

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not fall under the provisions of Sec 135 of the Companies Act, 2013. Accordingly, clause 3(xx)(a) & 3(xx)(b) of the Order are not applicable.

xxi. There is no consolidation of financial statements, accordingly, reporting under clause 3(XXI) is not applicable.

for Vasanth & Co.,  
Chartered Accountants  
Firm Reg.No.008204S

  
N. Amarnath  
Partner  
M.No.510064  
ICAI UDIN: 24510064BKA1OY3647



Place: Bangalore  
Date: 19-08-2024

**AVANA ELECTROSYSTEMS PRIVATE LIMITED**
*(All amounts in Rs. Thousands, except as otherwise stated)*
**Balance Sheet As At 31st March, 2024**

Particulars	Note	As At 31st March, 2024	As At 31st March, 2023
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholder's Funds</b>			
(a) Share Capital	2	7,941	7,941
(b) Reserves and Surplus	3	1,25,351	84,949
<b>Non-Current Liabilities</b>			
(a) Long-term borrowings	4	29,155	23,709
<b>Current Liabilities</b>			
(a) Short Term Borrowing	5	46,497	38,545
(b) Trade payables	6		
(i) total outstanding dues of micro enterprises and small enterprises		35,337	12,520
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		32,292	45,045
(c) Other current liabilities	7	48,849	44,478
(d) Short-term provisions	8	55,321	28,016
		<b>3,80,742</b>	<b>2,85,203</b>
<b>II ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment & Intangible assets	9		
(i) Property, Plant and Equipment		36,966	19,801
(ii) Intangible assets		919	282
(b) Deferred Tax Asset (net)	10	515	2,482
(c) Other Non Current Assets	11	6,480	2,980
<b>Current assets</b>			
(a) Inventories	12	1,19,331	77,029
(b) Trade receivables	13	1,48,364	1,11,556
(c) Cash and cash equivalents	14	37,833	31,014
(d) Short-term loans and advances	15	24,617	35,764
(e) Other Current Assets	16	5,717	4,297
		<b>3,80,742</b>	<b>2,85,203</b>
<b>Significant accounting policies</b>	1		

The notes referred to above form an integral part of the financial statements.

In terms of our report attached

for Vasanth & Co.,

Chartered Accountants

Firm Registration No:00820

N. Amarnath

Partner

Membership No:510064



For and on behalf of the Board of Directors  
of Avana Electrosystems Private Limited

K.N.Sreenath

Director

DIN: 03099421

Vinod Kumar .S

Director

DIN: 03115822

A. Panish

Director

DIN: 00288112

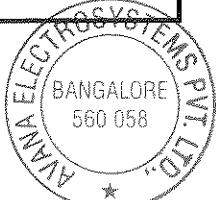
Gururaj Dambal

Director

DIN: 03099402

Place: Bengaluru

Date: 19-03-2024



**AVANA ELECTROSYSTEMS PRIVATE LIMITED**

(All amounts in Rs. Thousands, except as otherwise stated)

Statement of Profit and Loss for the Year Ended 31st March, 2024

Particulars	Note	For the year ended 31st March, 2024	For the year ended 31st March, 2023
I. Revenue from operations	17	5,29,877	2,84,065
II. Other Income	18	2,680	1,786
<b>III. Total Revenue (I +II)</b>		<b>5,32,557</b>	<b>2,85,851</b>
<i>IV. Expenses:</i>			
Cost of materials consumed	19	3,24,676	1,83,575
Manufacturing expenses	20	59,410	42,358
Changes in Inventories of finished goods, work-in-progress and Stock-in-Trade	21	(1,903)	(21,761)
Employee benefits expense	22	26,216	21,833
Finance costs	23	11,119	8,029
Depreciation and Amortisation Expense	9	3,500	1,216
Other Expenses	24	50,775	40,628
<b>Total Expenses</b>		<b>4,73,793</b>	<b>2,75,877</b>
<b>V. Profit before exceptional and extraordinary items and tax</b>	<b>(III - IV)</b>	<b>58,764</b>	<b>9,974</b>
VI. Exceptional Items		-	-
<b>VII. Profit before extraordinary items and tax (V - VI)</b>		<b>58,764</b>	<b>9,974</b>
VIII. Extraordinary Items		-	-
<b>IX. Profit before Tax (VII-VIII)</b>		<b>58,764</b>	<b>9,974</b>
<b>X. Tax expense:</b>			
(1) Current tax		16,395	3,110
(2) Current tax expense relating to prior years		-	-
(3) Deferred tax		1,967	(619)
VII. Profit for the year	(V - VI)	<b>40,402</b>	<b>7,482</b>
VIII. Profit/ (Loss) Carried forward to Balance Sheet		40,402	7,482
Earnings Per Equity Share (EPS)			
(1) Basic - Rs.		50.88	9.42
(2) Diluted- Rs.		50.88	9.42

**Significant accounting policies**

The notes referred to above form an integral part of the financial statements.

In terms of our report attached

for Vasanth & Co.,

Chartered Accountants

Firm Reg No: 008204S

N. Amarnath

Partner

Membership No:510064

Place: Bengaluru

Date: 19-08-2024



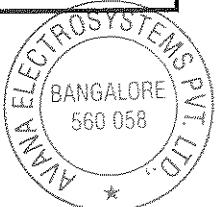
For and on behalf of the Board of Directors  
of Avana Electrosystems Private Limited

K.N.Sreenath  
Director  
DIN: 03099421

Vinod Kumar .S  
Director  
DIN: 03115822

A. Panish  
Director  
DIN: 00288112

Gururaj Dambal  
Director  
DIN: 03099402



**AVANA ELECTROSYSTEMS PRIVATE LIMITED**
*(All amounts in Rs. Thousands, except as otherwise stated)*
**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b>A. Cash flow from operating activities</b>		
Net profit before tax for the year.	58,764	9,974
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/Amortisation	3,500	1,216
Operating (loss) / profit before working capital changes	62,264	11,189
<b>Movement in working capital</b>		
Decrease / (Increase) in Other Non Current Assets	(3,500)	-
Decrease / (Increase) in Current Assets	(69,384)	(75,863)
Increase / (Decrease) in Current Liabilities	49,692	53,990
Cash generated from operations	39,071	(10,683)
Provision for Taxation	(16,395)	(3,110)
Net Cash from operating activities (A)	22,676	(13,794)
<b>B. Cash flows from investing activities</b>		
Purchase of PPE	(21,302)	(1,376)
Net cash used in investing activities (B)	(21,302)	(1,376)
<b>C. Cash flows from financing activities</b>		
Increase in Long term borrowings	5,446	23,208
Net cash flow (used) in financing activities (C)	5,446	23,208
Net increase / (Decrease) in cash & cash equivalents (A + B + C)	6,819	8,039
Cash and cash equivalents at the beginning of the year	31,014	22,975
<b>Cash and Cash Equivalents at the end of the year</b>	<b>37,833</b>	<b>31,014</b>
<b>Components of Cash and Cash Equivalents as at March 31</b>		
Cash on hand	104	113
Balances with scheduled banks		
- In current accounts		-
Balances with Banks- held as margin money	37,729	30,900
In deposit accounts		
<b>Total cash and cash equivalents</b>	<b>37,833</b>	<b>31,014</b>

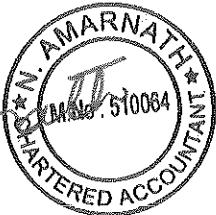
**Note:**

1. The above Cash Flow has been prepared using the "Indirect Method" as set out in Accounting Standard 3 - 'Cash Flow Statements.

In terms of our report attached

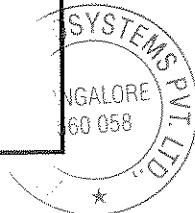
 for Vasanth & Co.,  
 Chartered Accountants  
 Firm Reg No: 008204S

 N. Amarnath  
 Partner  
 Membership No:510064

 Place: Bengaluru  
 Date: 19-08-2024

 For and on behalf of the Board of Directors  
 of Avana Electrosystems Private Limited

K.N. Sreenath  
 Director  
 DIN : 03099421  
  
 Vinod Kumar .S  
 Director  
 DIN: 03115822

A. Panish  
 Director  
 DIN : 00288112  
  
 Gururaj Dambal  
 Director  
 DIN: 03099402



Avanna Electrosystems Private Limited  
 Notes Forming Part of the Financial Statements  
 (All amounts in Rs. Thousands, except as otherwise stated)

Note 2: Share capital

Particulars	As at 31 March, 2024		As at 31 March, 2023	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised - Equity shares of Rs. 10/- each with Voting rights C.Y	9,00,000	9,000	9,00,000	9,000
(b) Issued Subscribed and fully Paid up Equity Shares of Rs. 10/- each with voting rights	7,94,064	7,941	7,94,064	7,941
<b>Total</b>	<b>7,94,064</b>	<b>7,941</b>	<b>7,94,064</b>	<b>7,941</b>

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue of shares	Rights issue	Bonus Issue	Buy back/ Conversion/ Redemption	Closing Balance
<b>Equity shares with voting rights</b>						
Year ended 31 March, 2023 - Number of shares - Amount	7,94,064 7,941	- -	- -	- -	- -	7,94,064 7,941
<b>Equity shares with voting rights</b>						
Year ended 31 March, 2024 - Number of shares - Amount	7,94,064 7,941	- -	- -	- -	- -	7,94,064 7,941

Rights Preferences and restrictions on various classes of shares

(a) The Company has equity shares having par value of Rs. 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of preferential allotment, if any. The distribution will be in proportion to the number of equity shares.

(iii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	Equity shares with voting rights	Equity shares with differential voting rights	Compulsorily convertible preference shares	Optionally convertible preference shares	Redeemable preference shares
	Number of shares	Number of shares	Number of shares	Number of shares	Number of shares
As at 31st March, 2023	Nil	Nil	Nil	Nil	Nil
As at 31st March, 2024	Nil	Nil	Nil	Nil	Nil

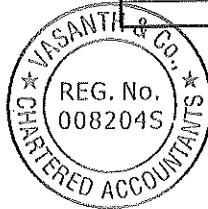
(iv) Details of shares held by each shareholder holding more than 5% shares:

a. Equity shares with voting rights

Class of shares / Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Kondahalli Nagaraj Sreenath	2,01,891	25.43%	1,96,891	24.80%
Panish Anantharamaiah	2,01,891	25.43%	1,96,891	24.80%
Gururaj Dambal	2,01,891	25.43%	1,96,891	24.80%
Vinod kumar Sampathkumar	1,88,391	23.72%	1,83,391	23.10%

(v) Details of shares held by promoters

Class of shares / Name of shareholder	As at 31 March, 2024		As at 31 March, 2023		% change during the year
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	
<b>Equity shares with voting rights:</b>					
Kondahalli Nagaraj Sreenath	2,01,891	25.43%	1,96,891	24.80%	0.63%
Panish Anantharamaiah	2,01,891	25.43%	1,96,891	24.80%	0.63%
Gururaj Dambal	2,01,891	25.43%	1,96,891	24.80%	0.63%
Vinod kumar Sampathkumar	1,88,391	23.72%	1,83,391	23.10%	0.62%

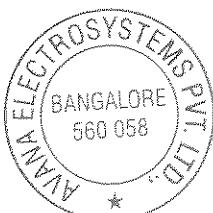
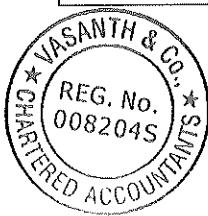


AVANA ELECTROSYSTEMS PRIVATE LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS  
(All amounts in Rs. Thousands, except as otherwise stated)

Particulars	As At 31st March, 2024	As At 31st March, 2023
<b>Note : 3 Reserve &amp; Surplus</b>		
<b>General Reserve</b>		
Balance brought forward from Previous Year	1,114	1,114
Less:Transfer to Capital redemption Reserve Account	-	-
	1,114	1,114
<b>Surplus from Statement of Profit and Loss</b>		
Balance brought forward from Previous Year	82,976	75,493
Add : Profit for the year carried from Profit and loss	40,402	7,483
<b>Closing Balance</b>	<b>1,23,378</b>	<b>82,976</b>
Capital Redemption Reserve	859	859
<b>Closing balance of Reserves and Surplus</b>	<b>1,25,351</b>	<b>84,949</b>
<b>Note : 4 Long-Term Borrowings</b>		
<b>Term Loans from</b>		
i) Banks Secured *	12,398	-
Less : Current Maturities of long term debt	3,170	-
	9,229	-
ii) Unsecured Loan	37,004	34,774
Less : Current Maturities of the Long term Loan	17,078	11,065
	19,926	23,709
(* Secured on Collateral security of Site No 1a Plot No.35 Khata No 35 Ward No 39 2nd Phase Peenya Industrial Area Personal guarantees of all Directors (*) Loan on vehicle availed during the year		
	<b>29,155</b>	<b>23,709</b>
<b>Note : 5 Short-Term Borrowings</b>		
From Banks- Secured		
Cash Credit Facility from State Bank of India	1	-
Cash Credit Facility from HDFC bank	43,326	24,009
(Secured on Hypothecation of Trade Receivable & Inventories and Collateral Security of Immovable Property of the Company)		
<b>Term Loans from</b>		
i) Banks Secured	3,170	2,085
ii) Unsecured Loan	-	12,450
	<b>46,497</b>	<b>38,545</b>
<b>Note : 6 Trade Payable</b>		
(i) Total outstanding dues of micro enterprises and small enterprises	35,337	12,520
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		
(a) Trade Payable - Raw Materials	32,292	45,045
	<b>67,629</b>	<b>57,565</b>

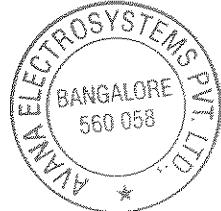
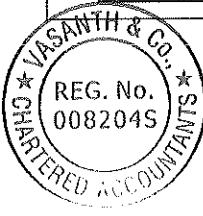
Trade payables ageing schedule for the year ended as on March 31, 2024:

Particulars	Unbilled Dues	Not Due	Less than One Year	1-2 years	2-3 years	More than 3 years	Total
<b>Outstanding dues to MSME (previous year)</b>	-	-	35,337	-	-	-	35,337
<b>Others (previous year)</b>	-	-	-	-	-	-	-
<b>Disputed dues - MSME (previous year)</b>	-	-	32,292	-	-	-	32,292
<b>Disputed dues - Others (previous year)</b>	-	-	45,045	12,520	-	-	57,565
			-	-	-	-	-
			-	-	-	-	-
			-	-	-	-	-
			-	-	-	-	-



AVANA ELECTROSYSTEMS PRIVATE LIMITED  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS  
(All amounts in Rs. Thousands, except as otherwise stated)

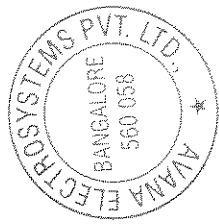
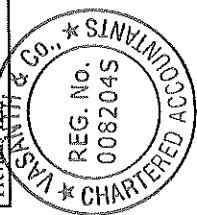
Particulars	As At 31st March, 2024	As At 31st March, 2023																																																
<b>Note : 7 Other Current Liabilities</b>																																																		
(a). Current Maturities of Long - Term Debt	17,078	11,065																																																
(b). Advances Received from Customers	21,705	24,761																																																
<u>Statutory remittances</u>																																																		
TDS Payable	541	24																																																
GST Payable	1,354	1,865																																																
ESIC Payable	17	30																																																
PF Payable	638	555																																																
TCS Payable	6	7																																																
PT Payable	12	19																																																
(d). Outstanding Liabilities	6,998	5,652																																																
(e). Other Payables	500	500																																																
	<b>48,849</b>	<b>44,478</b>																																																
<b>Note : 8 Short-Term Provisions</b>																																																		
(a). Provision for Employee Benefits																																																		
Provision for Gratuity	5,371	4,624																																																
(b). Provision - Others																																																		
Provision for Income Tax	10,284	308																																																
Provision for Warranty	30,902	17,521																																																
Provision for Installation & Commissioning	8,763	5,563																																																
	<b>55,321</b>	<b>28,016</b>																																																
<b>Note : 10 Deferred Tax Asset</b>																																																		
Deferred Tax Asset	515	2,482																																																
	<b>515</b>	<b>2,482</b>																																																
<b>Note : 11 Other Non Current Assets</b>																																																		
Rental Deposit	6,480	2,980																																																
	<b>6,480</b>	<b>2,980</b>																																																
<b>Note : 12 Inventories</b>																																																		
Raw Material	88,009	47,610																																																
Semi Finished Goods	2,953	3,758																																																
Finished Goods	28,368	25,661																																																
(As valued and certified by the management)	<b>1,19,331</b>	<b>77,029</b>																																																
<b>Note : 13 Trade Receivables</b>																																																		
Trade Receivable outstanding for a period exceeding six months																																																		
<u>Considered Good</u>	29,568	33,190																																																
<u>Considered Doubtful</u>																																																		
Other Trade Receivables																																																		
<u>Considered Good</u>	1,18,797	78,366																																																
	<b>1,48,364</b>	<b>1,11,556</b>																																																
<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="6">Outstanding for following periods from due date of payment as at 31 Mar 2024</th> </tr> <tr> <th>Less than 6 Months</th> <th>6 Months-1 year</th> <th>1-2 years</th> <th>2-3 years</th> <th>More than 3 years</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>(i) Undisputed Trade receivables – considered good</td> <td>1,18,797</td> <td>29,568</td> <td>-</td> <td>-</td> <td>-</td> <td>1,48,364</td> </tr> <tr> <td>( Previous Year)</td> <td>(78,366)</td> <td>(27,339)</td> <td>(5,851)</td> <td>-</td> <td>-</td> <td>(1,11,556)</td> </tr> <tr> <td>(ii) Undisputed Trade Receivables – considered doubtful</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>(iii) Disputed Trade Receivables considered good</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>(iv) Disputed Trade Receivables considered doubtful</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> </tr> </tbody> </table>			Particulars	Outstanding for following periods from due date of payment as at 31 Mar 2024						Less than 6 Months	6 Months-1 year	1-2 years	2-3 years	More than 3 years	Total	(i) Undisputed Trade receivables – considered good	1,18,797	29,568	-	-	-	1,48,364	( Previous Year)	(78,366)	(27,339)	(5,851)	-	-	(1,11,556)	(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-	(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Particulars	Outstanding for following periods from due date of payment as at 31 Mar 2024																																																	
	Less than 6 Months	6 Months-1 year	1-2 years	2-3 years	More than 3 years	Total																																												
(i) Undisputed Trade receivables – considered good	1,18,797	29,568	-	-	-	1,48,364																																												
( Previous Year)	(78,366)	(27,339)	(5,851)	-	-	(1,11,556)																																												
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-																																												
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-																																												
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-																																												



AVANA ELECTROSYSTEMS PRIVATE LIMITED  
Note No. 9 Forming Part of the Financial Statements  
Property, Plant and Equipment, Schedule

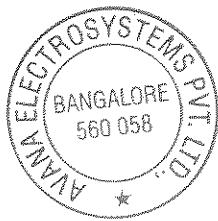
(All amounts in Rs. Thousands, except as otherwise stated.)

Particulars	GROSS BLOCK			DEPRECIATION			As on 31st March 2023
	As on 1st April 2023	Additions	Deletions	As on 31st March 2024	Upto 1st April 2023	for the year on detection	
<b>I. Property, Plant and Equipment :</b>							
Land	17,307	927	-	17,307	1,123	196	-
Lease Hold Improvements	196	-	-	-	56	-	252
Computer	2,956	1,124	-	4,080	2,810	436	871
Office Equipments	2,383	6,441	-	8,824	1,835	1,217	-
Plant and Machinery	4,366	1,152	-	5,718	3,671	68	-
Tools	5,601	345	-	5,946	5,946	293	-
Furniture and Fittings	4,017	54	-	4,071	3,668	76	-
Car	-	10,152	-	10,152	-	882	-
	<b>37,027</b>	<b>20,194</b>	<b>-</b>	<b>57,220</b>	<b>17,225</b>	<b>3,028</b>	<b>0</b>
						20,254	<b>36,966</b>
<b>II. Intangible Assets</b>							
Software	1,956	1,108	0	3,064	1,674	471	0
	<b>TOTAL</b>	<b>38,983</b>	<b>21,302</b>	<b>0</b>	<b>60,284</b>	<b>18,900</b>	<b>3,500</b>
							22,400
Previous Year	37,607	1,376	0	38,983	17,684	1,216	0
							18,900
							<b>20,083</b>
							<b>19,922</b>



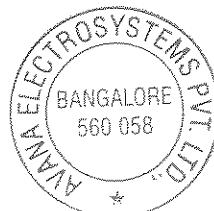
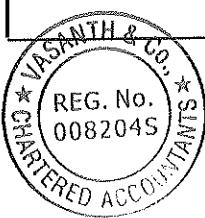
AVANA ELECTROSYSTEMS PRIVATE LIMITED  
 NOTES FORMING PART OF THE FINANCIAL STATEMENTS  
 (All amounts in Rs. Thousands, except as otherwise stated)

Particulars	As At 31st March, 2024	As At 31st March, 2023
<b>Note : 14 Cash and cash equivalents</b>		
Cash in Hand	104	113
Balances with Banks- held as margin money against borrowings, guarantee/other Commitments.	37,729	30,900
	<b>37,833</b>	<b>31,014</b>
<b>Note : 15 Short-term Loans &amp; Advances</b>		
<b>A) Deposits</b>		
Earnest Money Deposit	6,131	5,567
Other Deposit	9	9
<b>B) Secured Advances</b>		
(Secured & Considered Good - Advance recoverable in Cash or in kind or for value to be received)		
Advance to KIADB towards procurement of Land	16,523	16,523
<b>C) Unsecured Advances</b>		
(Unsecured & Considered Good - Advance recoverable in Cash or in kind or for value to be received)		
Advance to Suppliers & Others	13	13,328
Balance With Revenue Authority	1,842	222
Employee Advance	100	115
	<b>24,617</b>	<b>35,764</b>
<b>Note : 16 Other Current Assets</b>		
Prepaid expenses	3,502	2,671
Accrued Interest	2,215	1,382
Advance Tax	-	(0)
Purchase TCS receivable	-	27
GST - TDS	-	218
	<b>5,717</b>	<b>4,297</b>



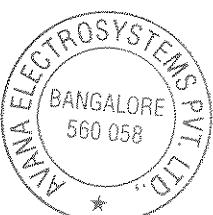
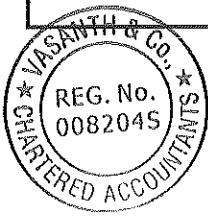
**AVANA ELECTROSYSTEMS PRIVATE LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**  
*(All amounts in Rs. Thousands, except as otherwise stated )*

Particulars	As At 31st March, 2024	As At 31st March, 2023
<b>Note : 17 Sales</b>		
Sales (inter,local sale and service charges)	4,69,224	2,47,289
Inter State Sales	58,682	35,577
Local Sales	1,971	1,198
Service Charges		
	<b>5,29,877</b>	<b>2,84,065</b>
<b>Note : 18 Other Incomes</b>		
Interest on Term Deposits	2,462	61
Bad Debts Received	-	60
Miscellaneous income	218	1,665
	<b>2,680</b>	<b>1,786</b>
<b>Note : 19 Cost of Materials Consumed</b>		
<b>A) Raw Material Consumed</b>		
Opening Stock	47,610	46,444
Purchases of Raw Materials and Consumables	3,65,075	1,84,740
	<b>4,12,685</b>	<b>2,31,185</b>
Less : Closing Stock	88,009	47,610
	<b>3,24,676</b>	<b>1,83,575</b>
<b>Note : 20 Manufacturing Expenses</b>		
Wages & Salaries	35,994	27,677
Labour Charges	13,489	6,249
Factory Rent	5,330	4,958
Security Service Charges	2,228	2,132
Testing Charges	425	320
Power and Electricity	475	385
Carriage Inwards	543	141
Service Charges	837	244
Water Charges	90	253
	<b>59,410</b>	<b>42,358</b>
<b>Note : 21 It Changes In Inventories of Work in Progress</b>		
Closing Finished Goods	28,368	3,758
Closing WIP	2,953	25,661
	<b>3,758</b>	<b>25,661</b>
Less: Opening Finished Goods		
Less: Opening WIP		
	<b>(1,903)</b>	<b>(21,761)</b>



**AVANA ELECTROSYSTEMS PRIVATE LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**  
(All amounts in Rs. Thousands, except as otherwise stated )

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Note : 22 Employees Remuneration &amp; Benefits</b>		
Salary & Wages	18,205	17,070
Bonus	2,333	1,650
Group Insurance	96	83
Staff Welfare Expenses	3,718	1,151
Gratuity Expenses	1,859	1,875
Labour welfare fund	5	4
	<b>26,216</b>	<b>21,833</b>
<b>Note : 23 Financial Cost</b>		
Bank Charges	1,184	2,124
Interest on Bank Loans	6,902	4,853
L C Interest & Discounting Charges	1,967	1,013
Interest on OD	1,066	39
	<b>11,119</b>	<b>8,029</b>
<b>Note : 24 Other Expenses</b>		
<b>A) Selling &amp; Distribution Expenses</b>		
Marketing Consultancy & Exhibition Charges	7,131	5,083
Clearing, Forwarding & Freight	5,028	3,001
Sales Promotion Expenses	1,982	527
Exhibition Expenses	-	95
<b>B) Operating, Administrative &amp; Other Expenses</b>		
Legal & Professional Fee	2,669	1,944
Installation & Commissioning charges	3,200	3,250
Warranty Expenses	13,382	9,350
Travelling Expenses	3,481	647
Insurance	2,128	2,405
Liquidated Damage Charges	3,714	1,178
Rates and Taxes	308	557
Local Conveyance	1,407	1,043
Repairs & Maintenance	1,008	308
Office Maintenance	1,509	953
Computer Maintenance	214	297
Telephone Charges	168	152
Printing and Stationary	356	285
Postage and Courier	313	221
Pooja Expenses	253	215
Internet Charges	139	88
Miscellaneous Expenses	412	360
Bad debts written off	975	8,168
<b>Payment to auditor's as</b>		
Statutory Audit fee	700	350
Other Matters	300	150
	<b>50,775</b>	<b>40,628</b>



**AVANA ELECTROSYSTEMS PRIVATE LIMITED***(All amounts in Rs. Thousands, except as otherwise stated )***CALCUALTION OF TIMING DIFFERENCES FOR DEFERRED TAX PROVISION****Note No. 11 Forming Part of the Financial Statements****Deferred Tax**

Deferred Tax Liability pertaining to earlier years	(2,482)
Deferred Tax Liability for the current year (Bal. Fig)	1,967
	<hr/> <hr/> (515)

*Timing Difference Asset:*

## Relating to fixed asset:

WDV as per Companies Act	37885
WDV as per Income Tax. Act	41204
	<hr/> <hr/> (3,319)
	<hr/> <hr/> (835)

*Timing Difference Asset:*

Bonus Provision	0
Expenditure Disallowed u/s 40(a)(ia)	314
Gratuity provision	1859
Bonus and Gratuity allowed	3445
<b>Provision for Deferred Tax Asset (Net)</b>	<b>320</b>
	<hr/> <hr/> <b>(515)</b>



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**Note No. 1**

**SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION:**

**ACCOUNTING POLICIES:**

**Background:**

Avana Electrosystems Private Limited ('the Company') was incorporated on 16th July 2010. The company is engaged in the business of manufacturing and dealers in various types of electronic products, switchgear products, circuit breakers, relay, control and protection panels, electric distribution boards, electronic meters, transformers, raw materials, assemblies, spares, accessories, consumables, disposables, tools, test equipments, measuring equipment's, telecommunication products, satellite products, information technology products, substation, automation products, SCADA, energy saving equipments, battery charges, current transformers, power transformers, etc.

**A. Basis for preparation:**

**1. Accounting Convention:**

The Financial Statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis. GAAP comprises of mandatory Accounting Standards as specified under Sec. 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. Accounting Policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

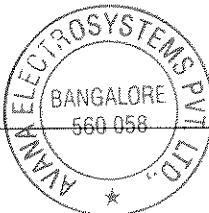
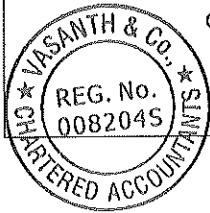
**2. Use of Estimates:**

The preparation of financial statements in conformity with GAAP requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the year, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from these estimates, difference between the actual results and estimates are recognized in the year in which the results are known / materialized.

**B. Significant Accounting Policies:**

**1. Revenue Recognition:**

Revenue is generally recognized when all significant contractual obligations have been satisfied and collection of the resulting receivable is reasonably assured. Revenue from Sale of products is recognized when the risks and rewards of ownership are passed on to the customers, generally, at the time of delivery and acceptance and after consideration of all the terms and conditions of the customer contract.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

The Company reports revenues net of taxes.

Interest is recognized using the time-proportion method, based on rates implicit in the transaction.

**2. Expenditure:**

Expenses are accounted for on an accrual basis and provision is made for all known losses and liabilities. Expenses incurred on and directly attributable to the company's manufacturing activities are charged to revenue as 'period costs'.

**3. Cash Flow Statement:**

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

**4. Provisions and contingent liabilities:**

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made

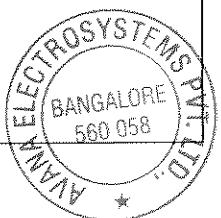
**5. Property Plant and Equipment:**

Property Plant and Equipment are stated at cost less depreciation. The Company capitalizes all cost relating to the acquisition and installation of fixed assets.

The company has adopted Schedule II to the Companies Act, 2013, for depreciation purposes, from 1st April 2014.

Depreciation on tangible fixed assets is provided on the written down value method, based on life of assets and in the manner specified in Schedule II to the Companies Act, 2013 and individual assets acquired for a value less than (or) equal to Rs.5,000/- are not capitalized.

The useful lives of assets and the manner specified in Schedule II to the Companies Act, 2013 is as per the table below:



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

Asset Description	No. of Years
Computers & Accessories	3
Plant & Machinery	15
Furniture & Fixtures	10
Office Equipment	5
Tools	5
Car	10
Leasehold Improvements	3

Intangible assets are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment.

**6. Impairment of Assets:**

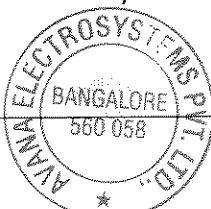
The Company assess at each Balance Sheet date whether there is any indication that any of the assets may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an Impairment loss and is recognized in the profit and loss account. As on the Balance Sheet date the Company assessed for impairment of assets and found no indication of impairment of assets as per Accounting Standard (AS-28).

**7. Effects of changes in Foreign Exchange rates:**

- a. Foreign currency transactions of Income and Expense during the year are recorded at the rate prevailing on the date of transaction.
- b. Foreign-currency denominated monetary assets and liabilities are translated at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in the Profit and Loss account.
- c. Exchange differences arising on the settlement of monetary items or on reporting monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expense in the year in which they arise except those arising from investments in non-integral operations.

**8. Leases:**

Assets acquired under finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to the ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payment at the inception of the lease term. These are disclosed as leased assets. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.



**9. Cash and cash equivalents:**

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

**10. Income Taxes:**

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.

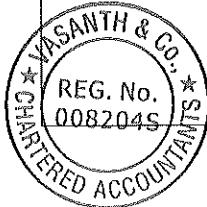
Minimum alternate tax (MAT) paid in accordance with tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability. The Company offsets, on a year-on-year basis, the current tax assets and liabilities where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

The differences that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount of timing difference. The tax effect is calculated on the accumulated timing differences at the end of an accounting period based on enacted or substantively enacted regulations. Deferred tax assets in situation where unabsorbed depreciation and carry forward business loss exists, are recognized only if there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized. Deferred tax assets, other than in situation of unabsorbed depreciation and carry forward business loss, are recognized only if there is reasonable certainty that they will be realized. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each reporting date.

**11. Employee Benefits:**

**a. Defined –contribution plans**

These are plans in which the company pays pre-defined amounts to separate funds and does not have any legal or informal obligation to pay additional sums. These comprise of contribution to the Employees' Provident Fund, Superannuation Fund and Certain State plans like Employees' State Insurance and Employees' Pension Scheme. Presently the company provides for Employees' Provident Fund, Pension Scheme and Employees' State Insurance. The company does not provide for Superannuation benefits. The company's payments to the defined contribution plans recognized as expense during the period in which the employees perform the services that payment covers.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**b. Defined-benefit plans:**

Gratuity: In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan) covering certain categories of employees. The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the years of employment with the Company. A provision has been created by the company against the future liability.

**12. Borrowing costs:**

Borrowing costs that are attributable to the acquisition, construction or productivity of qualifying assets are capitalized as part of the cost of such assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

**13. Valuation of Inventories:**

Cost of inventories have been computed to include all costs of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. "Cost" means standard weighted average cost exclusive of all statutory levies but inclusive of transit insurance, wherever applicable.

- a.** Raw materials and component inventories (excluding non-standard, non-moving and obsolete items) are valued at lower of cost and net realizable value.
- b.** Finished goods and Semi-Finished goods are valued at cost or net realizable value, whichever is lower.

**14. Related Party Disclosures:**

Transactions between related parties are disclosed as per Accounting Standard 18, "Related Party Disclosures". Accordingly, disclosures regarding the name of the transacting related party, description of the relationship between the parties, nature of transactions and the amount outstanding as at the end of the accounting year, are made.

**15. Product Warranty:**

Provisions for warranty-related costs are recognized on estimated basis when the product is sold or service provided to the customer. Initial recognition is based on historical experience of the product / services failures as well as current information of repair costs. The initial estimate of warranty-related costs is revised annually.

Product warranty expenses are provided on an estimated basis. The management estimate of the provision amount is primarily based on historical experience of the product/service failures as well as current information of repair costs.



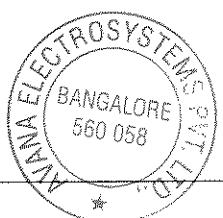
**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**16. Earnings Per Share:**

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.



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Avana Electrosystems Private Limited  
(All amounts in Rs. Thousands, except as otherwise stated)

## 25. Additional Information to the financial Statements

### 1. Secured Loans:

#### a) HDFC Bank Ltd

The Company has availed Credit limit of Rs. 3000/- from HDFC Bank on 17-10-2023 sanctioned with following terms and conditions:

##### i. Rate of Interest: 9.41% Pa

The Interest @ 9.41% p.a. on monthly rest basis will be levied on the credit amount up to maximum period of Credit of 24 months for any outstanding dues which is more than 24 months additional interest will be charged @ 18 % p.a.

##### ii. Security:

Letter of credit equivalent to the value of limit sanctioned from other Banks, Books debts, FD, fixed Deposit with 100%, fixed deposit with 60%, Industrial, Stock

#### b) HDFC Bank Ltd

The company has availed following Vehicle (Car) Loan:

Loan Account Number	Amount
147792370	2,670
147797581	3,180
147799987	3,180
147912075	1,005

### 2. Unsecured Loans

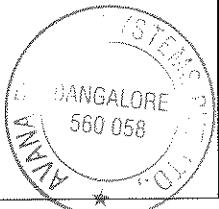
a. The company has availed Term loan of Rs. 3,025/- from FedBank Financial services Ltd during the year with following terms and conditions:

#### Rate of Interest:

The rate of interest is @ 17.25 % p.a.

#### Repayment Schedule:

Term loan should be repaid in 36 Monthly installments, commencing from the 31<sup>st</sup> January, 2024 and is payable on 2<sup>nd</sup> of every month, Outstanding liability as on 31<sup>st</sup> March 2024 is Rs.2,960/-.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**b.** The company has availed Business loan of Rs. 6,000/- from TATA Capital Ltd during the year with following terms and conditions:

**Rate of Interest:**

The rate of interest is @ 17.25 % p.a.

**Repayment Schedule:**

The Business loan should be repaid in 36 monthly installments, commencing from January, 2024 and is payable on the 3<sup>rd</sup> of every month, Outstanding liability as on 31<sup>st</sup> March 2024 is Rs. 5839/-

**c.** The company has availed Term loan of Rs. 5,000/- from Yes Bank Ltd during the year with following terms and conditions:

**Rate of Interest:**

The rate of interest is @ 16.50 % p.a.

**Repayment Schedule:**

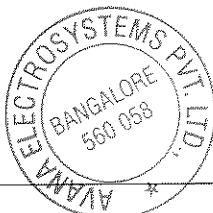
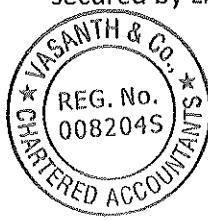
Term loan should be repaid in 36 Monthly installments, commencing from the 16<sup>th</sup> February 2024 and is payable on 8<sup>th</sup> of every month, Outstanding liability as on 31<sup>st</sup> March 2024 is Rs. 4,873/-.

**Working Capital:**

Working capital facility is secured by charge on receivables and inventory. The company is having the facility of

S.no	Credit facility	2023-24	2022-23
1	Bank Gurantee	40,000	40,000
2	Letter of Credit	59,000	41,000
	<b>Total Limits</b>	<b>99,000</b>	<b>81,000</b>

The above facilities are further secured by personal guarantee of Directors and collateral of immovable property of the Company. The Letter of credit is further secured by Lien on term deposits with State Bank of India.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**3. Related Party Transactions:**

List of Related Parties:

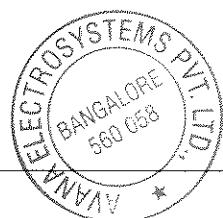
Name	Relationship
Panish Anantharamaiah	Director
Kondahalli Nagaraj Sreenath	Director
Gururaj Dambal	Director
Vinod Kumar S	Director
Smitha Dambal	Relative of KMP
Nithya V	Relative of KMP
G Usha	Relative of KMP
Rama S	Relative of KMP

The details of transactions, for the years ended March 31, 2024 and March 31, 2023 are as follows:

Name	Year Ended 31 <sup>st</sup> March	
	2024	2023
<b>Director Remuneration:</b>		
Panish Anantharamaiah	4,188/-	4,238/-
Kondahalli Nagaraj Sreenath	2,124/-	2,124/-
Gururaj Dambal	2,796/-	2,846/-
Vinod Kumar S	2,184/-	2,124/-
<b>Relatives of Directors:</b>		
<b>Professional Fee:</b>		
Smitha Dambal	1,860/-	1,305/-
G Usha	1,860/-	1,305/-
Rama S	1,860/-	1,305/-
Nithya V	1,860/-	1,350/-

**4. Auditor's Remuneration:**

Particulars	Year Ended 31 <sup>st</sup> March	
	2024	2023
Statutory Audit	700/-	250/-
Tax Audit	150/-	125/-
Other Services	150/-	125/-
<b>Total</b>	<b>1,000/-</b>	<b>500/-</b>



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**5. Contingent Liabilities:**

Particulars	March'2024	March'2023
	Amount	
<b>Contingent Liabilities:</b> Outstanding guarantees and Counter Guarantees to various banks, in respect of the guarantees given by those banks in favour of various government authorities and others:		
i. Bank Guarantees given for the same against the fixed deposit with Bank	24,298/-	48,282/-
ii. Letter of Credit	17,867/-	12,611/-

**6. Employee Benefits: [AS-15]**

**Defined Contribution Plans**

Disclosures required under Accounting Standard 15 (Employee Benefits) (Revised 2005). The Company makes Provident Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Contributions towards the Provident Fund recognized in the Statement of Profit and Loss for the year are as under:

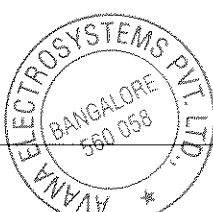
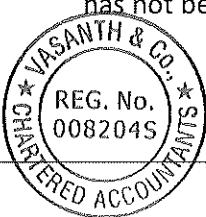
Defined Contribution Plan	2023-2024	2022-2023
Provident Fund	3,319/-	2,918/-
Employee State Insurance (ESI)	241/-	326/-
Gratuity	1,859/-	1,875/-

**7. Taxation**

Provision for Current income tax liability of Rs.16,395/- (PY: Rs.3,110/-) has been made by the Company.

**8. Events occurring after the date of Balance Sheet:**

There are no material Events occurring after the date of Balance Sheet. Hence the same has not been taken into cognizance.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**9. Activity in Foreign Currency:**

<b>Particulars</b>	<b>Year Ended March 31</b>	
	<b>2024</b>	<b>2023</b>
<b>Earnings in Foreign Currency</b>		
Sales – FOB value of Exports	Nil	Nil
<b>Expenditure in Foreign Currency</b>		
Import of Raw Materials – CIF value of Imports	1,277/-	Nil/-

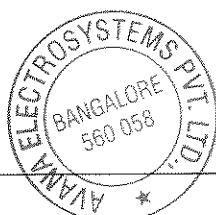
**10. In the opinion of the management, Current Assets, Loans and Advances have a value not less than what is stated in the accounts if realized in the ordinary course of business.**

**11. Operating Lease:**

The Company has entered into operating leases for office and assets. There are escalation clauses of 5-6% in certain lease agreements. There are no restrictions imposed by lease arrangements. There are no subleases. Gross Rental expenses from operating leases recognized in the Profit and Loss Account for the year ended March 31, 2024 is Rs. 5,330/- (PY: Rs. 4,958/-).

**12. Disclosures under Section 22 of the Micro, Small and Medium Enterprises**

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated 26th August, 2008 which recommends that Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006 (the Act). Accordingly, the disclosure in respect of the amounts payable to such enterprises has been made in the financial statements based on information received and available with the Company. In view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The company has not received any claim for interest from any supplier as at the balance sheet date.



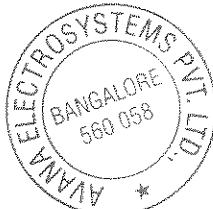
**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

Particulars	As at 31.03.2024	As at 31.03.2023
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	NIL	NIL
(iv) The amount of interest due and payable for the year	NIL	NIL
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	NIL	NIL
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

Note: The above is as per information and records maintained by the company and relied upon by the auditors.

**13. Computation of Earnings Per Equity Share [EPS] as required by AS-20:**

Particulars	2023-2024	2022-2023
Net Profit for the Year	40,402/-	7,482/-
Weighted average number of shares	7,94,064/-	7,94,064/-
Earnings per Share – Basic	50.88/-	9.42/-
Earnings per Share – Diluted	50.88/-	9.42/-
Face value per equity share	10	10



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

**14. Warranty Provision:**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Opening Balance	17,521/-	8,171/-
Add: Additions During the year	22,732/-	9,350/-
Less: - Amount paid/ Adjusted during the year	9,350/-	-
Closing Balance	30,902/-	17,521/-

**15. Installation & Commissioning Provision:**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Opening Balance	5,563/-	4,100/-
Add: Additions During the year	3,200/-	3,250/-
Less: - Amount paid/ Adjusted during the year	-	(1,787)/-
Closing Balance	8,763/-	5,563/-

**16. Details of Crypto Currency or Virtual Currency:**

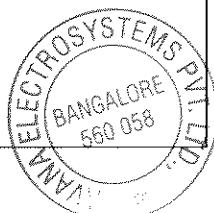
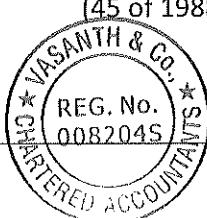
The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**17. Corporate Social Responsibility Expenditure**

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects. A CSR committee has to be formed by the company as per the Act. The funds should be utilized in the year on activities which are specified in Schedule VII of the Companies Act, 2013. The company does not fall under the requirements of the Companies Act, 2013 regarding Corporate Social Responsibility Expenditure as it has a turnover of less than Rs.1, 000 Cr, net worth of less than Rs.500 Cr and a Net Profit of less than Rs.5 Cr, and hence, the same is not applicable.

**18. Benami Transactions**

There are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.



#### **19. Company Struck off**

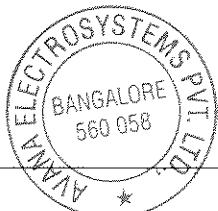
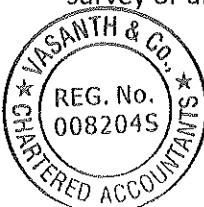
The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013.

#### **20. Undisclosed Income**

The Company does not have any transaction 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).

#### **21. Other Statutory Information**

- (i) The Company has used accounting software for maintaining its books which has feature of recording audit trail (edit log) facility, where audit trail feature was not enabled. Further, audit trail feature has not been tampered with in respect of other accounting software.
- (ii) As per Rule 3 of Companies (Accounts) Rules, 2014, amended on August 5, 2022, relating to maintenance of electronic books of accounts and other relevant books and papers, the books of account and other relevant books and papers maintained in electronic mode are accessible in India at all times, however the backup of the books of accounts and other books and papers maintained in electronic mode has not been maintained on servers physically located in India on daily basis.
- (iii) Since the company does not have any subsidiary the provisions of section 2 clause 87 of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules 2017 is not applicable to the company.
- (iv) During the year no scheme of arrangements in relation to the company has been approved by the competent authority in terms of section 230 to 237 of the Companies Act, 2013. Accordingly aforesaid disclosure is not applicable since there was no such transactions.
- (v) The company does not have any such transaction which is not recorded in the discussed account 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.



**Avana Electrosystems Private Limited**  
*(All amounts in Rs. Thousands, except as otherwise stated)*

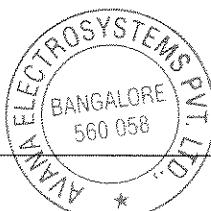
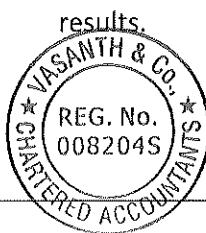
**22. The following are analytical ratios for the year ended March 31, 2024 and March 31, 2023**

The following are analytical ratios for the year ended March 31, 2024					
Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	Variance
(a) Current ratio	Current assets	Current liabilities	1.54	1.54	0%
(b) Debt-equity ratio	Total Debt	Shareholder's Equity	0.47	0.53	-13%
(c) Debt service coverage ratio	Earnings available for debt service	Debt Service	0.92	0.29	219%
(d) Return on equity ratio	Net Profits after taxes	Average Shareholder's Equity	0.36	0.08	326%
(e) Inventory turnover ratio	Sales	Average Inventory	5.40	4.33	25%
(f) Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	4.08	3.14	30%
(g) Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	5.83	4.24	38%
(h) Net capital turnover ratio	Net Sales	Working Capital	4.51	3.12	45%
(i) Net profit ratio	Net Profit	Net Sales	0.11	0.04	216%
(j) Return on capital employed	Earnings before interest and taxes	Capital Employed	0.43	0.15	179%
(k) Return on investment on Quoted Instruments	Difference of Market value at the end and beginning of the period	Market Value at the beginning of the Year	NA	NA	

- 1) Due to significant increase in Net Profits, Debt service coverage ratio has increased
- 2) Due to Significant increase in Net Profits, return on equity ratio has increased
- 3) Due to Significant increase in Revenue, Trade Receivables turnover ratio has increased
- 4) Due to Significant increase in Trade Payable, Trade Payable turnover ratio has increased
- 5) Due to Significant increase in Revenue, Net capital turnover ratio has increased
- 6) Due to Significant increase in Revenue, Net profit ratio has increased
- 7) Due to Significant increase in Net Profits, Return on capital employed has increased

**23. Legal Proceedings**

The Company is not subject to any legal proceedings or claims during its ordinary course of business. Hence, there are no material or adverse effect on the Company's



**Avana Electrosystems Private Limited**

*(All amounts in Rs. Thousands, except as otherwise stated)*

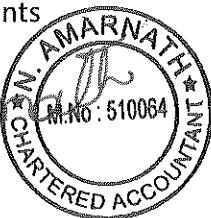
**24.** The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, where audit trail feature was enabled. Further, audit trail feature has not been tampered with in respect of other accounting software.

**25.** As per Rule 3 of Companies (Accounts) Rules, 2014, amended on August 5, 2022, relating to maintenance of electronic books of accounts and other relevant books and papers, the books of account and other relevant books and papers maintained in electronic mode are accessible in India at all times, however the backup of the books of accounts and other books and papers maintained in electronic mode has been maintained on servers physically located in India on daily basis.

**26.** Previous year figures are regrouped and reclassified wherever necessary to make it more meaningful and comparable.

In Terms of our report attached  
for Vasanth & Co.,  
Chartered Accountants  
Reg.No.008204S

  
N. Amarnath  
Partner  
M. No. 510064



Place: Bangalore  
Date: 19-08-2024

for and on behalf of the Board  
of Avana Electrosystems Private Limited

  
K.N. Sreenath  
Director  
DIN: 03099421

  
A. Panish  
Director  
DIN: 00288112

  
Gururaj Dambal  
Director  
DIN: 03099402

