



# Shivalik Engineering Industries Limited

CIN No. U27107CT2011PLC022353

(Formerly : Shivalik Engineering Industries Pvt. Ltd.)

## BOARD'S REPORT

To,  
The Members of  
M/s Shivalik Engineering Industries Limited  
Raipur (C.G.)

Your Directors have pleasure in presenting their Annual Report of the Company for the financial year ended 31<sup>st</sup> March 2024.

### 1) FINANCIAL SUMMARY AND HIGHLIGHTS OF PERFORMANCE:

PARTICULARS	F.Y.	F.Y.
	2023-24	2022-23
Rs. in Millions		
Revenue from operations	6,916.43	5,507.08
Other Income	7.30	16.35
Profit before depreciation, exceptional, extraordinary item and tax	1,178.51	478.72
Less: Depreciation & Amortization expense	172.36	88.63
Profit before exceptional, extraordinary item and tax	1,006.15	390.09
Less: Exceptional item	-	-
Less: Extraordinary item	-	-
Profit before tax	1,006.15	390.09
Less: Tax expense	242.28	129.56
Profit after tax	763.87	260.53

### 2) STATE OF COMPANY'S AFFAIRS & OPERATIONS:

During the financial year under review, the revenue from operations of the Company has significantly increased to Rs. 6,916.43/- millions as compared to Rs. 5,507.08/- millions in the previous year. Further, the other income of the Company has marginally decreased to Rs. 7.30/- millions as compared to Rs. 16.35/- millions in the previous year. As a result of the above, the net profit of the Company significantly increased to Rs. 763.87/- millions as compared to net profit of Rs. 260.53/- millions in the previous year. The Company expects to achieve better performance in future.

### 3) CHANGES IN NATURE OF BUSINESS:

During the financial year under review, there were no changes in the Nature of business of the Company.

### 4) CHANGES IN CAPITAL STRUCTURE:

Pursuant to the Composite Scheme of Arrangement for Amalgamation of (a) Shivalik Auto Engineering Private Limited (SAEPL), (b) Neelkamal Vanijya Private Limited (NVPL), (c) Adopt Commotrade Private Limited (ACPL) and (d) Goldmoon Vinimay Private Limited (GVPL) with Shivalik Engineering Industries Limited (Transferee/Resulting Company or SEIL) and Demerger of



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the 'Demerged Undertaking' of Shivalik Power and Steel Private Limited (SPSPL) and vesting of the same into SEIL, as approved by the Hon'ble NCLT, Cuttack Bench, vide order dated 03.11.2023 and allotment of 79,18,907 fully paid-up equity shares of Rs. 10/- each and cancellation of 28,74,930 equity shares of Rs. 10/- each of SEIL held by NVPL and cancellation of 1,93,679 equity shares of Rs. 10/- each of SEIL held by SPSPL pursuant to the above scheme, the Authorised share capital of the Company is Rs. 28,63,85,000/- and the Paid-up capital is Rs. 12,36,22,080/-.

5) **DIVIDEND:**

In order to conserve the resources of the Company, your Directors do not recommend any dividend for the year under review.

6) **TRANSFER TO RESERVE:**

During the financial year under review, the Company does not propose any amount to be transferred to any reserves of the company.

7) **PUBLIC DEPOSITS:**

During the year under review, your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Further, the Company has also not received any unsecured loan from directors and relative of directors of the Company within the meaning of Section 73 of the Companies Act, 2013, Clause 2(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014 read with notification number G.S.R. 695(E) dated 15 September, 2015.

8) **DIRECTORS & KEY MANAGERIAL PERSONNEL:**

During the financial year under review and till the date of this report, the following changes have occurred in the Board of Directors and Key Managerial Personnel (KMP) of the Company-

S. No.	Name	DIN/ PAN	Particulars	Date
1	Shri Hardeep Choudhary	BSLPC2669B	Appointment as Company Secretary (Whole-time KMP)	28/11/2023
2	Shri Raghvendra Singhania	AJJPS9051R	Resignation as Chief Financial Officer (CFO-KMP)	10/12/2023
3	Shri Raghvendra Singhania	00327732	Appointment as Additional Director	10/12/2023
4	Shri Raghvendra Singhania	00327732	Appointment as Jt. Managing Director	10/12/2023
5	Shri Vishal Sharma	00369593	Resignation from Directorship	21/12/2023
6	Shri Raghvendra Singhania	00327732	Appointment as Director (Regularisation) & appointment as Jt. Managing Director	02/01/2024

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7	Shri Rajesh Tuteja	08952755	Appointment as Additional Director (Independent)	06/01/2024
8	Shri Sanjay Goenka	01057527	Appointment as Additional Director (Independent)	06/01/2024
9	Smt. Rina sharma	08557373	Appointment as Additional Director (Independent)	06/01/2024
10	Shri Aasheesh Kumar Sharma	06892614	Resignation from Directorship	10/01/2024
11	Smt. Anjali jain	09844873	Resignation from Directorship	10/01/2024
12	Shri Vinay Agrawal	06954626	Appointment as Wholetime Director	10/01/2024
13	Shri Mithlesh Kumar	07772807	Resignation from Directorship	19/03/2024
14	Shri Sanjay Goenka	01057527	Resignation from Directorship	19/03/2024
15	Shri Ajay Kumar Parasmal Pancholi	05168823	Appointment as Additional Director (Independent)	19/03/2024
16	Shri Manoj Patni	AFXPP1495C	Appointment as Chief Financial Officer (CFO-KMP)	19/03/2024
17	Smt. Rina sharma	08557373	Appointment as Independent Director (Regularisation)	05/06/2024
18	Shri Rajesh Tuteja	08952755	Appointment as Independent Director (Regularisation)	05/06/2024
19	Shri Ajay Kumar Parasmal Pancholi	05168823	Appointment as Independent Director (Regularisation)	05/06/2024

As per the provisions of the Companies Act 2013, and the Articles of Association of the Company, Shri Vinay Agrawal (DIN- 06954626), Wholetime Director of the Company, retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

Further, in compliance with the provisions of Section 203 of Companies Act, 2013 and the rules made thereunder, the Company has following Key Managerial Personnels (KMPs)-

S. No.	Name	DIN/ PAN	Designation
1	Shri Giriraj Singhania	00369479	Managing Director
2	Shri Raghvendra Singhania	00327732	Jt. Managing Director
3	Shri Vinay Agrawal	06954626	Wholetime Director
4	Shri Manoj Patni	AFXPP1495C	Chief Financial Officer
5	Shri Hardeep Choudhary	BSLPC2669B	Company Secretary

## 9) INDEPENDENT DIRECTORS:

In compliance with the provisions of Section 149(6) of the Companies Act, 2013 and the rules made thereunder, the Company has the following persons as Independent Directors on the Board of Directors of the Company-



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- 1- Shri Rajesh Tuteja (DIN- 08952755)
- 2- Shri Ajay Pancholi (DIN- 05168823)
- 3- Smt. Rina Sharma (DIN- 08557373)

In the opinion of the Board, there has been no change in the circumstances which may affect the status of Independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board.

Further, the Independent Directors of the Company met one time during the financial year ended 31st March, 2024. The Independent Directors inter alia discuss the issues arising out of Committee Meetings and Board discussion including the quality, quantity and timely flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

## 10) STATEMENT ON DECLARATION BY INDEPENDENT DIRECTOR:

All independent directors of the Company have given declarations as required under the provisions of section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

## 11) DIRECTORS' RESPONSIBILITY STATEMENT:

As required under section 134 (5) of the Companies Act, 2013, your Directors confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) 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;
- (iii) 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;
- (iv) the directors had prepared the annual accounts on a going concern basis; and
- (v) 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.

## 12) NUMBER OF MEETINGS OF THE BOARD:

18 (Eighteen) Board Meetings were held during the financial year ended March 31, 2024.

## 13) CONSTITUTION OF COMMITTEES:

### AUDIT COMMITTEE:

As on the closure of the financial year under review, the Audit Committee of the Company comprises of the following three Directors:-



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SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Ajay Pancholi	05168823	Independent Director	Chairman
2.	Shri Rajesh Tuteja	08952755	Independent Director	Member
3.	Shri Raghvendra Singhania	00327732	Jt. Managing Director	Member

Shri Hardeep Choudhary (ACS- 58595), Company Secretary & Compliance Office of the Company, acts as Secretary to the Committee.

The Members of Audit Committee have adequate knowledge of Accounts, Audit and Finance. Further, there were no such cases where the Board of Directors of the Company had not accepted any recommendation of the Audit Committee.

#### NOMINATION & REMUNERATION COMMITTEE:

As on the closure of the financial year under review, the Nomination & Remuneration Committee of the Company comprises of the following three Directors:-

SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Ajay Pancholi	05168823	Independent Director	Chairman
2.	Shri Rajesh Tuteja	08952755	Independent Director	Member
3.	Smt. Rina Sharma	08557373	Independent Director	Member

Shri Hardeep Choudhary (ACS- 58595), Company Secretary & Compliance Office of the Company, acts as Secretary to the Committee.

A copy of the company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of directors and other matters provided under section 178(3) is available at the website of the Company- [www.shivalikengineering.com](http://www.shivalikengineering.com).

#### STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Company has a Stakeholders Relationship Committee consisting of the following directors in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and the rules made thereunder:

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SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Ajay Pancholi	05168823	Independent Director	Chairman
2.	Shri Raghvendra Singhania	00327732	Jt. Managing Director	Member
3.	Shri Vinay Agrawal	06954626	Wholetime Director	Member

Shri Hardeep Choudhary (ACS- 58595), Company Secretary & Compliance Office of the Company, acts as Secretary to the Committee.

**14) CORPORATE SOCIAL RESPONSIBILITY:**

The Company has a CSR Committee consisting of the following directors in compliance with the provisions of Section 135 of the Companies Act, 2013 and the rules made thereunder:

SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Rajesh Tuteja	08952755	Independent Director	Chairman
2.	Shri Raghvendra Singhania	00327732	Jt. Managing Director	Member
3.	Shri Vinay Agrawal	06954626	Wholetime Director	Member

Shri Hardeep Choudhary (ACS- 58595), Company Secretary & Compliance Office of the Company, acts as Secretary to the Committee.

A copy of the CSR Policy duly approved by the Board of Directors of the Company is enclosed herewith as **Annexure-“I”**. Further, the same is also available at the website of the Company- [www.shivalikengineering.com](http://www.shivalikengineering.com).

Pursuant to the CSR policy of the Company and on the recommendation of the CSR committee and after obtaining approval from the Board of Directors, the Company has incurred expenditure on the following CSR activities-

Particulars	Name of Project, Purpose, and location	Implementing Agency	Amount (in Rs.)
<b>CSR Liability for the financial year 2023-24</b>			<b>38,24,561/-</b>
(Less) Set off of excess of CSR expenditure incurred in the FY 2022-23 pursuant to section 135(5) of Companies Act, 2013 and the rules made thereunder	Development & Running of School-Promoting Education [Chandrapur (MH)]	Excelsior Foundation Trust (CSR- CSR00020243)	10,29,204/-
(Less) CSR expenditure incurred in the FY 2023-24	Project HOPEKIT for less privilege children-Promoting Education Palghar (Maharashtra)	Manray Foundation (CSR- CSR00016448)	5,00,000/-

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(Less) Set off of excess of CSR expenditure incurred in the FY 2022-23 in M/s Shivalik Auto Engineering Private Limited (now merged with the Company) pursuant to section 135(5) of Companies Act, 2013 and the rules made thereunder	Development & Running of School-Promoting Education [Chandrapur (MH)]	Excelsior Foundation Trust (CSR-CSR00020243)	8,89,806/-
<b>Unspent CSR liability for the FY 2023-24</b>			<b>24,19,010/-</b>

The unspent CSR expenditure amounting to Rs. 24,19,010/- for the FY 2023-24 relates to ongoing CSR projects pursuant to the provisions of Section 135(6) of the Companies Act, 2013 and the rules made thereunder.

The Report on CSR Activities for the year 2023-24 in compliance to Section 135 of the Companies Act, 2013 is annexed herewith as an **Annexure-“II”**.

**15) VIGIL MECHANISM:**

The Company has a Vigil Mechanism as required under the provisions of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014. The said mechanism has been properly communicated to all directors and employees of the Company. The Company's policy on Vigil Mechanism and Whistle Blower Mechanism is available at the website of the Company- [www.shivalikengineering.com](http://www.shivalikengineering.com).

**16) BOARD EVALUATION:**

The Company was not required to carry out any formal annual evaluation of the performance of the Board, its Committees and of individual Directors as required under Section 134(3)(p) of the Companies Act, 2013 and the rules made thereunder.

**17) STATUTORY AUDITORS:**

At the Annual General Meeting of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 held on 30<sup>th</sup> September, 2019, M/s Rajendra Prasad, Chartered Accountants, Raipur (C.G.) were appointed as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2024.

Keeping in view the retirement by rotation of M/s Rajendra Prasad, Chartered Accountants, Raipur (C.G.) as statutory Auditors of the Company, it is proposed to appoint M/s Pruthi and Company, Chartered Accountants, Raipur (C.G.), having FRN- 013951C, as the Statutory Auditors of the Company to hold office for a term of five consecutive years from the conclusion of the forthcoming AGM till the conclusion of the AGM to be held in the year 2029.

**18) EXPLANATION FOR AUDITOR'S REPORT:****STATUTORY AUDITOR-**

The observation made in the Statutory Auditors' Report are self-explanatory and, therefore, do not call any further comments.



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## SECRETARIAL AUDITOR-

The observation made in the Secretarial Auditors' Report are self-explanatory and, therefore, do not call any further comments.

### 19) REPORTING OF FRAUD:

The Statutory Auditor of the company has not reported any fraud as specified under Section 143(12) of the Companies Act, 2013. Further, no case of Fraud has been reported to the Management of the Company from any other sources.

### 20) SECRETARIAL AUDIT REPORT:

Your Company has appointed M/s S.G. Kankani & Associates, Company Secretaries, as Secretarial Auditor of the Company for the financial year 2023-2024 for conducting Secretarial Audit in pursuance of the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report for the F.Y. 2023-24 furnished by the Secretarial Auditor is enclosed herewith as Annexure-“III”.

### 21) INTERNAL AUDITOR:

In compliance with the provisions of section 138 of the Companies Act, 2013 and the rules made thereunder, the Company has appointed M/s PSAC & Associates, Chartered Accountants, as Internal Auditors of the Company for the financial year 2023-24.

### 22) MAINTENANCE OF COST RECORDS:

Your Company is maintaining Cost Records of the products of the Company as prescribed by the Central Government under provision of Section 148(1) of the Companies Act, 2013.

### 23) COST AUDITORS:

The Board of Directors of your Company has appointed M/s Sanat Joshi & Associates, Cost Accountants, as the Cost Auditor for audit of the Cost Accounting Records of your Company for the financial year 2023-24.

### 24) COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board meetings and General Meetings.

### 25) ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

Adequate internal financial controls were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements.



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**26) RISK MANAGEMENT:**

The Company has a Risk Management Policy to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating, and resolving risks associated with the business and to lay down procedures about risk assessment and risk minimization. In order to achieve the key objective, the Risk Management Policy establishes a structured and disciplined approach to risk management, including the development of the risk register, in order to guide decisions on risk evaluating & mitigation related issues.

The Board of Directors of the Company have formed a Risk Management Committee comprising of the following Directors-

SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Ajay Pancholi	05168823	Independent Director	Chairman
2.	Shri Raghvendra Singhanian	00327732	Jt. Managing Director	Member
3.	Shri Vinay Agrawal	06954626	Whole-time director	Member

Shri Hardeep Choudhary (ACS- 58595), Company Secretary & Compliance Office of the Company, acts as Secretary to the Committee.

The details regarding development and implementation of a Risk Management Policy for the company including identification therein of elements of risk, if any, have been provided in the Risk Management Policy of the Company, a copy of which have been made available at the website of the Company- [www.shivalikengineering.com](http://www.shivalikengineering.com). At present, the Company has not identified any element of risk which may threaten the existence of the company.

**27) MATERIAL CHANGES AND COMMITMENTS:**

The Board of Directors of the Company at their meeting held on 4<sup>th</sup> June, 2024, accorded approval for sub-dividing the face value of equity shares of the Company, such that the authorised share capital of the Company is sub-divided from 2,86,38,500 equity shares of Rs.10/- each into 5,72,77,000 equity shares of Rs. 5/- each fully paid up and the issued, subscribed, and paid-up capital of the Company is sub-divided from 1,23,62,208 equity shares of Rs.10/- each into 2,47,24,416 equity shares of Rs.5/- each. The sub-division was subsequently approved by the members of the Company at their extra-ordinary general meeting held on 5<sup>th</sup> June, 2024.

Further, the Company has filed Draft Red Herring Prospectus (DRHP) with the Securities and Exchange Board of India (SEBI) for its Initial Public Offer (IPO). The proposed issue will be a consisting of Fresh issue aggregating to Rs. 3,350 million and an offer for sale of 41,30,000 Equity Shares of face value Rs. 5 each. The Company is awaiting approval from SEBI and other regulatory authorities for launching the issue.

Except the above, no material changes and commitments have occurred affecting the financial position of the company subsequent to the end of the financial year of the company to which the financial statements relate and till the date of the report.

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**28) SIGNIFICANT AND MATERIAL ORDERS:**

During the financial year under review, the Hon'ble NCLT, Cuttack Bench, vide order dated 03<sup>rd</sup> November, 2023 have approved the Composite Scheme of Arrangement for Amalgamation of (a) Shivalik Auto Engineering Private Limited (SAEPL), (b) Neelkamal Vanijya Private Limited (NVPL), (c) Adopt Commotrade Private Limited (ACPL) and (d) Goldmoon Vinimay Private Limited (GVPL) with Shivalik Engineering Industries Limited (Transferee/Resulting Company or SEIL) and Demerger of the 'Demerged Undertaking' of Shivalik Power and Steel Private Limited (SPSPL) and vesting of the same into SEIL.

Except the above, there were no significant and material orders passed by any Regulator, Court, Tribunal, Statutory and quasi-judicial body, impacting the going concern status of the company and its future operations.

**29) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

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

**a) Conservation of energy:**

(i)	the steps taken or impact on conservation of energy	The company has taken adequate measures for conservation of energy
(ii)	the steps taken by the company for utilizing alternate sources of energy	Nil
(iii)	the capital investment on energy conservation equipment's	No additional investment or proposal is under implementation for conservation of energy.

**(b) Technology absorption:**

(i)	the efforts made towards technology absorption	Not Applicable
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	Not Applicable
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Not Applicable
	(a) the details of technology imported	Nil
	(b) the year of import;	Nil
	(c) whether the technology been fully absorbed	Nil
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Nil
(iv)	the expenditure incurred on Research and Development	Nil

**(c) Foreign exchange earnings and Outgo:**

		2023-2024	2022-2023
Rs. in Lakhs			
(a)	Earnings in Foreign Currency	INR	
(b)	Expenditure in Foreign Currency	INR	



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**30) PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company & the Statement showing the names and other particulars of the employees of the company as required under Rule 5 (2 & 3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed herewith as Annexure- "IV". Further, details of remuneration paid to the Directors of the Company is enclosed herewith in Annexure- "V".

**31) SUBSIDIARIES, JOINT VENTURES & ASSOCIATE COMPANIES:**

Your Company is not having any subsidiary company, Joint Ventures & Associate Companies.

**32) PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:**

During the financial year under review, the Company has made investments in compliance with the provisions of section 186 of the Companies Act, 2013. The particulars of the above investments made by the company are provided in the Financial Statements (Refer Note 3).

Except the above, the Company has not made any loans & advances/ investments/ given guarantees/ provided securities to other bodies corporate or persons covered under the provisions of section 186 of the Companies Act, 2013. Further, the company has given capital advances, the details of which are provided in the Financial Statements (Refer Note 5).

**33) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

All contracts / arrangements / transactions entered by the Company, during the financial year under review, with the related parties were in the ordinary course of business and on an arm's length basis in the best interest of the Company. Accordingly, the above transactions are not covered under section 188(1) of the Companies Act, 2013. Further, pursuant to provisions of Section 134 (3)(h) of the Companies Act, 2013, particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in prescribed format i.e Form No. AOC-2 is enclosed herewith as Annexure-"VI".

**34) STATUS OF CASES FILED PURSUANT TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The company is having Internal Complaint Committee as required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Further, during the financial year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**35) PROCEEDINGS UNDER IBC, 2016:**

During the financial year under review, there were no applications made by or against the Company under the Insolvency and Bankruptcy Code, 2016. Further, there are no proceedings pending under the Insolvency and Bankruptcy Code 2016.

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**36) DETAILS OF ONE TIME SETTLEMENT:**

The Company has not made any one-time settlement with any of its Banker's/Financial Institution etc.

**37) SCHEME OF ARRANGEMENT:**

The Hon'ble NCLT, Cuttack Bench, vide order dated 03<sup>rd</sup> November, 2023 have approved the Composite Scheme of Arrangement for Amalgamation of (a) Shivalik Auto Engineering Private Limited (SAEPL), (b) Neelkamal Vanijya Private Limited (NVPL), (c) Adopt Commotrade Private Limited (ACPL) and (d) Goldmoon Vinimay Private Limited (GVPL) with Shivalik Engineering Industries Limited (Transferee/Resulting Company or SEIL) and Demerger of the 'Demerged Undertaking' of Shivalik Power and Steel Private Limited (SPSPL) and vesting of the same into SEIL.

**38) ANNUAL RETURN:**

The Annual Return of the Company for the financial year ended 31st March, 2024 is available at the website of the Company- [www.shivalikengineering.com](http://www.shivalikengineering.com).

**39) ACKNOWLEDGEMENT:**

Your directors express its sincere gratitude to the Central Government, State Government, various Govt. authorities, shareholders, bankers and all other business associates for their continued support.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024**RAGHVENDRA SINGHANIA**  
JT. MANAGING DIRECTOR  
DIN: 00327732**VINAY AGRAWAL**  
WHOLE-TIME DIRECTOR  
DIN: 06954626



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## ANNEXURE- "I" CORPORATE SOCIAL RESPONSIBILITY POLICY

### INTRODUCTION

**SHIVALIK ENGINEERING INDUSTRIES LIMITED**, was incorporated on 9<sup>th</sup> March, 2011. The CSR Policy of the Company has been formulated in compliance with Section 135 of the Companies Act, 2013 read along with the applicable rules thereto.

### OBJECTIVE

The main objective of CSR policy is:-

- To lay down guidelines to make CSR a key business process for sustainable development of the society.
- To directly/ indirectly undertake projects/programs which will enhance the quality of life and economic well-being of the communities in and around work site and society at large.
- To generate goodwill and recognition among all stake holders of the company.

### SCOPE

In furtherance of its CSR objects, the following are covered under this Policy:

- I. CSR activities implemented by the Company on its own.
- II. CSR activities implemented by the Company through own trust/ society/ Section 8 Company.
- III. CSR activities of the Company through an external trust/ society/ Section 8 Company.

### CSR ACTIVITIES

The scope of the CSR activities of the Company will cover the following areas but not limited to the same and may extend to other specific projects/ programs as permitted under the law from time to time:-

Sr. No.	Area	Activities/Initiatives/Programs
1a.	Eradicating hunger, poverty and malnutrition	Agro Based livelihoods, Better Cotton Initiatives, Agriculture Development, Krishi Vigyan Kendra.
1b.	Promoting health care including preventive healthcare and sanitation	Health and Sanitation Development programs, medical camps, programs for HIV Aids etc. Contribution to Swachha Bharat Kosh set-up by the Central Government for the promotion of sanitation
1c.	Providing safe drinking water	Drinking water programs, construction of check dams, dykes, ponds, links, channels, wells and water storage tanks.

**SHIVALIK**

# Shivalik Engineering Industries Limited

CIN No. U27107CT2011PLC022353

(Formerly : Shivalik Engineering Industries Pvt. Ltd.)

2	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;	Construction and running of schools and libraries, vocational training and special education institutes, providing financial assistance and scholarships for higher education. Undertaking skills and entrepreneurship programs.
3	Promoting gender equality, women empowerment and Facilities for orphans, Senior Citizens;	Setting up homes, hostels, centers & institutions for women & orphans and old age homes, day care centres and such other facilities for senior citizens. Promoting Self Help Groups (SHGs) amongst women & socially and other economically backward groups for undertaking income generating activities and reducing inequalities.
4.	Ensuring environmental, Sustainability ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water;	Horticulture plantation, agro farm forestry, afforestation, projects on non-conventional energy (biogas), animal husbandry programs, forest conservation projects, water resource management and soil conservation, promoting micro-irrigation etc. Contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga.
5	Promotion and protection of art & culture;	Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
6	Measures for the benefit of armed forces, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, war widows and their dependents;	Activities/programs for benefit of armed forces and families.
7	Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports;	Projects/ programs promoting various sports activities
8	Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;	Projects/ programs for development, upgradation or research and development in the field of science, technology, engineering and medicine.
9	Contribution/Financial Assistance;	Contribution to Prime Minister's National Relief Fund, Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio- economic development

**Regd. Office:** C – 33, 3<sup>rd</sup> Floor, Ashoka Millennium, Ring Road No.1, Rajendra Nagar Chowk, Raipur [Chhattisgarh] 492001, INDIA Tel: +91 8370002022, 8370002023, Fax: +91 771 2411469 E-mail: [accounts@shivalikengineering.com](mailto:accounts@shivalikengineering.com), Web: [www.shivalikengineering.com](http://www.shivalikengineering.com)  
**Works:** Plot No.8, Heavy Industrial Area, Village: Hathkhoj, Bhalai, Distt: Durg (Chhattisgarh) 490 001 INDIA

**CIN No. U27107CT2011PLC022353**
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		and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
10	Rural development projects;	Rural infrastructure projects and agriculture development programs and projects.
11.	Slum Area Development;	Development on slum area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.
12.	Disaster management	Projects/ programs for disaster management, including relief, rehabilitation and reconstruction activities.

### EXCLUSION FROM CSR

The following activity shall not form part of the CSR activities of the Company:-

- The activities undertaken in pursuance of normal course of business of a company;
- Any CSR projects/ programs or activities undertaken outside India except for training of Indian sports personnel representing any State or Union territory at national level or India at international level;
- Any contribution directly/ indirectly to political party or any funds directed towards political parties or political causes;
- CSR projects/ programs or activities that benefit only the employees of the Company and their families;
- Activities supported by the companies on sponsorship basis for deriving marketing benefits for its products or services;
- Activities carried out for fulfilment of any other statutory obligations under any law in force in India.

### CSR COMMITTEE

The constitution of the CSR Committee shall be as follows:-

SL. NO.	NAME OF DIRECTOR	DIN	CATEGORY	DESIGNATION
1.	Shri Rajesh Tuteja	08952755	Independent Director	Chairman
2.	Shri Raghvendra Singhania	00327732	Jt. Managing Director	Member
3.	Shri Vinay Agrawal	06954626	Wholtime Director	Member

The committee shall be responsible for the implementation/ monitoring and review of this policy and various projects/ activities undertaken under the policy. The CSR Committee shall submit periodical reports to the Board of Directors.

### IDENTIFICATION OF CSR PROJECT

The committee shall endeavour to spend at least 2% of the average net profit during the preceding 3 financial years on CSR activities as enumerated above. The allocation of the fund shall be made as follows:-





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- Such amount as may be sanctioned by the Board of Directors based on their annual budget. The amount sanctioned by the Board will have to be utilised for the projects/ programs as specified by the CSR committees. The unspent amount, if any, at the close of the financial year shall be retained and shall be spent only on specified projects/ programs.
- CSR Projects need to be identified and planned for approval of the CSR Committee with estimated expenditure and phase wise implementation schedules.
- The Company shall ensure that in identifying its CSR Projects, preference shall be given to the local area and areas around which the Company operates. However, this shall not bar the Company from pursuing its CSR objects in other areas.
- The CSR Officer may engage external professionals/ firms/ agencies if required, for the purpose of identification of CSR Projects.
- Any surplus arising out of the contribution made for CSR Activities shall not form part of the business profit of the Company and redeployed for such activities.

## IMPLEMENTATION OF CSR PROJECTS

The Company shall implement the identified CSR Projects by the following means:

- The Company may itself implement the identified CSR Projects presently within the scope and ambit of the Areas as defined in the Policy;
- The Company may also implement the identified Projects through its Trust or Society or Section 8 Company which is involved in CSR activities, within the scope and ambit of the Areas as defined in the Policy.
- The CSR Officer may engage external professionals/ firms/ agencies if required, for the purpose of implementation of its CSR Projects.
- The Company may collaborate with other companies, for fulfilling its CSR objects provided that the CSR Committees of respective companies are in a position to monitor separately such CSR Projects.
- The Company may implement the identified CSR Projects through Agencies, subject to the condition that the Agency has an established track record of at least three years in undertaking similar programs or projects.
- The Company may collaborate with other companies, if required, for fulfilling its CSR objects provided that the CSR Committees of respective companies are in a position to monitor separately such Projects.

## MONITORING

- Monitoring process for CSR Projects shall include the following:
  - Evaluation of Planned progress V/s Actual Progress
  - Actual Expenditure V/s Expenditure as per Approved Budget
- The CSR Committee shall monitor the implementation of the CSR Policy and CSR Plan.

## CSR OFFICER

- The CSR Committee shall designate an officer of the Company as CSR Officer.
- The CSR Officer shall be responsible for the proper implementation and execution of CSR Projects of the Company.
- The CSR Officer shall be responsible for monitoring the Projects vis-à-vis the Annual Plan.





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**CIN No. U27107CT2011PLC022353**

**(Formerly : Shivalik Engineering Industries Pvt. Ltd.)**

- The CSR Officer shall place before the CSR Committee CSR report and CSR Annual Plan and the draft annual report as per the format in Rules.
- The CSR Officer shall be directly responsible to the CSR Committee for any act that may be required to be done by the CSR Committee in accordance with the Policy.

## DISCLOSURES:

The Annual Report of the Company include a section on CSR outlining the CSR Policy, CSR committee, CSR initiatives undertaken by Company, the CSR spend during the financial year and other information as required by the prevailing law. In case the Company fails to spend the statutory minimum limit of 2% of Company's average net profits of the immediately preceding three years, in any given financial year, the Board shall specify the reasons for the same in its report in terms of clause (o) of sub-section (3) of section 134 of the Companies Act, 2013.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

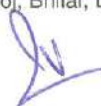
**PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024**

**RAGHVENDRA SINGHANIA  
JT. MANAGING DIRECTOR  
DIN: 00327732**

**VINAY AGRAWAL  
WHOLE-TIME DIRECTOR  
DIN: 06954626**

**ANNEXURE - "II"**  
**ANNUAL REPORT ON CSR ACTIVITIES**

1.	Brief outline on CSR Policy of the Company	<p>The Company is having a CSR policy duly approved by the Board of Directors of the Company for undertaking the activities as specified in Schedule VII to the Companies Act, 2013.</p> <p>A copy of the CSR Policy duly approved by the Board of Directors of the Company is enclosed herewith as <b>Annexure-“I”</b>. Further, the same is also available at the website of the Company- <a href="http://www.shivalikengineering.com">www.shivalikengineering.com</a>.</p>																				
2.	Composition of CSR Committee	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Name of Director</th> <th>Designation / Nature of Directorship</th> <th>Number of meetings of CSR Committee held during the year</th> <th>Number of meetings of CSR Committee attended during the year</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Shri Rajesh Tuteja (DIN- 08952755)</td> <td>Independent Director</td> <td>1</td> <td>1</td> </tr> <tr> <td>2</td> <td>Shri Raghvendra Singhania (DIN- 00327732)</td> <td>Jt. Managing Director</td> <td>1</td> <td>1</td> </tr> <tr> <td>3</td> <td>Shri Vinay Agrawal (DIN- 06954626)</td> <td>Wholetime Director</td> <td>1</td> <td>1</td> </tr> </tbody> </table>	S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year	1	Shri Rajesh Tuteja (DIN- 08952755)	Independent Director	1	1	2	Shri Raghvendra Singhania (DIN- 00327732)	Jt. Managing Director	1	1	3	Shri Vinay Agrawal (DIN- 06954626)	Wholetime Director	1	1
S. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year																		
1	Shri Rajesh Tuteja (DIN- 08952755)	Independent Director	1	1																		
2	Shri Raghvendra Singhania (DIN- 00327732)	Jt. Managing Director	1	1																		
3	Shri Vinay Agrawal (DIN- 06954626)	Wholetime Director	1	1																		
3.	Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company	<a href="http://www.shivalikengineering.com">www.shivalikengineering.com</a>																				
4.	Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.	Not applicable																				
5.	(a) Average net profit of the company as per section 135(5).	Rs. 19,12,28,051/-																				
	(b) Two percent of average net profit of the company as per sub-section (5) of section 135.	Rs. 38,24,561/-																				
	(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	Nil																				
	(d) Amount required to be set-off for the financial year, if any.	Rs. 19,19,010/- (i.e., Rs. 10,29,204 + Rs. 8,89,806)* (*Note- Refer point No. 14 of Board's Report)																				



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	(e) Total CSR obligation for the financial year [(b)+(c)-(d)].	Rs. 19,05,551/-																					
6.	(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	Rs. 5,00,000/-																					
	(b) Amount spent in Administrative Overheads	Nil																					
	(c) Amount spent on Impact Assessment, if applicable	Not applicable																					
	(d) Total amount spent for the Financial Year [(a)+(b)+(c)]	Rs. 5,00,000/-																					
	(e) CSR amount spent or unspent for the Financial Year:	As per Annexure "II-A"																					
	(f) Excess amount for set-off, if any:	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Particular</th> <th>Amount (in Rs.)</th> </tr> <tr> <th>(1)</th> <th>(2)</th> <th>(3)</th> </tr> </thead> <tbody> <tr> <td>(i)</td> <td>Two percent of average net profit of the company as per section 135(5)</td> <td>-</td> </tr> <tr> <td>(ii)</td> <td>Total amount spent for the Financial Year</td> <td>-</td> </tr> <tr> <td>(iii)</td> <td>Excess amount spent for the financial year [(ii)-(i)]</td> <td>-</td> </tr> <tr> <td>(iv)</td> <td>Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any</td> <td>-</td> </tr> <tr> <td>(v)</td> <td>Amount available for set off in succeeding financial years [(iii)-(iv)]</td> <td>-</td> </tr> </tbody> </table>	Sl. No.	Particular	Amount (in Rs.)	(1)	(2)	(3)	(i)	Two percent of average net profit of the company as per section 135(5)	-	(ii)	Total amount spent for the Financial Year	-	(iii)	Excess amount spent for the financial year [(ii)-(i)]	-	(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-	(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-
Sl. No.	Particular	Amount (in Rs.)																					
(1)	(2)	(3)																					
(i)	Two percent of average net profit of the company as per section 135(5)	-																					
(ii)	Total amount spent for the Financial Year	-																					
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-																					
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-																					
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-																					
7.	Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years	As per Annexure "II-B"																					
8.	Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: "Yes" OR "No" If Yes, enter the number of Capital assets created/	As per Annexure "II-C"																					



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	acquired. (Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year)	
9	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.	Refer point No. 14 of Board's Report.

## ANNEXURE - "II-A"

### CSR AMOUNT SPENT OR UNSPENT FOR THE FINANCIAL YEAR

Total Amount Spent for the Financial Year (In Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs. 5,00,000/-	Rs. 14,05,551/-	30.03.2024	-	-	-

## ANNEXURE - "II-B"

### DETAILS OF UNSPENT CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs).	Date of transfer.		
1	-	-	-	-	-	-	-	-
2	-	-	-	-	-	-	-	-



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## ANNEXURE - "II-C"

### DETAILS RELATING TO SUCH ASSET(S) SO CREATED OR ACQUIRED THROUGH CORPORATE SOCIAL RESPONSIBILITY AMOUNT SPENT IN THE FINANCIAL YEAR:

S. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					(1)	(2)	(3)
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
NIL							

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024

**RAGHVENDRA SINGHANIA**  
JT. MANAGING DIRECTOR  
DIN: 00327732

**VINAY AGRAWAL**  
WHOLE-TIME DIRECTOR  
DIN: 06954626

ANNEXURE - "IV"

Information as per Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Details of Top Ten Employees in Terms of Remuneration Drawn
Details of Top Ten Employees in terms of Remuneration Drawn (2023-24)

Sr. no.	Name of Employee	Designation	Remuneration Received during the FY 23-24 (in Rs.)	Nature of Employment (Contractual/Permanent)	Qualification	Experience (in years)	Date of Commencement of Employment	Age (in years)	Last Employment held	Percentage of Shares Held in the company	Whether Relative of any Director/Manager
1	Shashidhar Pandey	Vice President	22,17,924	Permanent	BSC, MBA	18	01-02-2016	38	Stride Auto Parts Ltd.	-	NO
2	Nikhil Ashok Jain	GM-Operation	28,75,008	Permanent	MBA(Operations), BE	15	21-10-2023	36	Bhagwati Products Limited	-	NO
3	Anil Kr. Shukla	GM-D&D	27,21,600	Permanent	Diploma in Mechanical	32	16-11-2015	47	Porwal Auto Components	-	NO
4	Vitthal Revan Bhosale	DGM-Production	22,94,544	Permanent	BE	22	21-09-2022	39	Neosym Industry Limited	-	NO
5	Jai Singh	DGM-Lab/Process	25,200,000	Permanent	B.sc	22	24-07-2023	45	Munjhal Kiriu industry ltd	-	NO
6	Binu T R	DGM-Maint.	17,796,24	Permanent	Diploma in Mechanical	33	12-07-2022	51	Nelcast Chennai	-	NO
7	Vijay Gangadhar Joshi	VICE PRESIDENT	30,00,000	PERMANENT	DEE	32	09-07-2022	55	Neosym Industry Limited	-	NO
8	Prakash Dutta	DGM-(PLANT & ENGINEERING)	18,08,484	PERMANENT	DIPLOMA-E&E	33	01-02-2013	51	Amtek India Limited	-	NO
9	Satyajeet Anurao Satpute	General Manager	27,99,996	PERMANENT	B. Tech in Mechanical	23	20-09-2023	44	Pal Shell Cast Pvt. Ltd.	-	NO





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10	Varadarajan V	Vice President	35,00,004	PERMANENT	BE in Mechanical	23	07-08-2023	46	Brakes India	-	NO
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FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024

RAGHVENDRA SINGHANIA  
JT. MANAGING DIRECTOR  
DIN: 00327732

VINAY AGRAWAL  
WHOLE-TIME DIRECTOR  
DIN: 06954626



# Shivalik Engineering Industries Limited

CIN No. U27107CT2011PLC022353

(Formerly : Shivalik Engineering Industries Pvt. Ltd.)

## ANNEXURE - "V"

Information as per Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

### Details of Directors in Terms of Remuneration Drawn (2023-24)

Sr. no.	Name of Director	Remuneration Received during the FY 23-24 (Rs. in Millions)	Date of Commencement of Directorship	Age (in years)	Whether Relative of any Director/Manager
1	Shri Giriraj Singhania	58.00	09.03.2011	55	Managing Director
2	Shri Vinay Agrawal	7.80	03.03.2017	42	Whole-time Director
3	Shri Raghvendra Singhania	58.00	10.12.2023	54	Jt. Managing Director
4	Shri Vishal Sharma	1.95	09.03.2011	51	Director

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024

RAGHVENDRA SINGHANIA  
JT. MANAGING DIRECTOR  
DIN: 00327732

VINAY AGRAWAL  
WHOLE-TIME DIRECTOR  
DIN: 06954626



## ANNEXURE- "VI"

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **Not Applicable.**

(a)	Name(s) of the related party and nature of relationship	N.A.
(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 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	

2. Details of material contracts or arrangement or transactions at arm's length basis:

		(1)
(a)	Name(s) of the related party and nature of relationship	M/s Shivalik Power And Steel Private Limited (Enterprise owned or significantly influenced by any Key managerial personnel or their relative)
(b)	Nature of contracts/ arrangements/ transactions	1- Revenue from operations 2- Purchases
(c)	Duration of the contracts/ arrangements/ transactions	Transaction to Transaction basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	1- Revenue from operations- 208.15 (Rs. in Millions) 2- Purchases- 16.02 (Rs. in Millions)  <b><u>Salient terms of the contracts or arrangements or transactions: -</u></b> All contracts / arrangements / transactions entered by the Company, during the financial year under review, with the related parties were in the ordinary course of business and on an arm's length basis in the best interest of the Company. Accordingly, the above transactions are not covered under section 188(1) of the Companies Act, 2013.



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(e)	Date of approval by the Board	05/04/2023
(f)	Amount paid as advances, if any:	-

(2)		
(a)	Name(s) of the related party and nature of relationship	M/s Sharda Shree Agriculture (Enterprise owned or significantly influenced by any Key managerial personnel or their relative)
(b)	Nature of contracts/ arrangements/ transactions	Commission Expense
(c)	Duration of the contracts/ arrangements/ transactions	Transaction to Transaction basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	75.90 (Rs. in Millions)  <b>Salient terms of the contracts or arrangements or transactions: -</b> All contracts / arrangements / transactions entered by the Company, during the financial year under review, with the related parties were in the ordinary course of business and on an arm's length basis in the best interest of the Company. Accordingly, the above transactions are not covered under section 188(1) of the Companies Act, 2013.
(e)	Date of approval by the Board	05/04/2023
(f)	Amount paid as advances, if any:	-

(3)		
(a)	Name(s) of the related party and nature of relationship	Shri Giriraj Singhania (Managing Director) Shri Raghvendra Singhania (Jt. Managing Director) Smt. Shilpa Singhania (Relative of Key Managerial Personnel)
(b)	Nature of contracts/ arrangements/ transactions	Rent
(c)	Duration of the contracts/ arrangements/ transactions	Transaction to Transaction basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Shri Giriraj Singhania- 1.45 (Rs. in Millions) Shri Raghvendra Singhania- 1.45 (Rs. in Millions) Smt. Shilpa Singhania- 1.96 (Rs. in Millions)  <b>Salient terms of the contracts or arrangements or transactions: -</b> All contracts / arrangements / transactions entered by the Company, during the financial year under review, with the related parties were in the ordinary course of business and on an arm's length basis in the best interest of the Company. Accordingly, the above transactions are not covered under section 188(1) of the Companies

**SHIVALIK**

# Shivalik Engineering Industries Limited

CIN No. U27107CT2011PLC022353

(Formerly : Shivalik Engineering Industries Pvt. Ltd.)

		Act, 2013.
(e)	Date of approval by the Board	05/04/2023
(f)	Amount paid as advances, if any:	-

(4)		
(a)	Name(s) of the related party and nature of relationship	Shri Giriraj Singhania (Managing Director) Shri Vinay Agrawal (Whole-time Director) Shri Raghvendra Singhania (Jt. Managing Director) Shri Vishal Sharma (Director) Shri Hardeep Choudhary (Company Secretary & Compliance Officer) Shri Manoj Patni (Chief Financial Officer)
(b)	Nature of contracts/ arrangements/ transactions	Remuneration to KMP
(c)	Duration of the contracts/ arrangements/ transactions	Transaction to Transaction basis
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Shri Giriraj Singhania- 58.00 (Rs. in Millions) Shri Vinay Agrawal- 7.80 (Rs. in Millions) Shri Raghvendra Singhania- 58.00 (Rs. in Millions) Shri Vishal Sharma- 1.95 (Rs. in Millions) Shri Hardeep Choudhary- 0.83 (Rs. in Millions) Shri Manoj Patni- 0.14 (Rs. in Millions)  <b><u>Salient terms of the contracts or arrangements or transactions: -</u></b> All contracts / arrangements / transactions entered by the Company, during the financial year under review, with the related parties were in the ordinary course of business and on an arm's length basis in the best interest of the Company. Accordingly, the above transactions are not covered under section 188(1) of the Companies Act, 2013.
(e)	Date of approval by the Board	05/04/2023
(f)	Amount paid as advances, if any:	-

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

PLACE: RAIPUR (C.G.)  
DATE: 04.09.2024
  
**RAGHVENDRA SINGHANIA**  
 JT. MANAGING DIRECTOR  
 DIN: 00327732

  
**VINAY AGRAWAL**  
 WHOLE-TIME DIRECTOR  
 DIN: 06954626

**INDEPENDENT AUDITOR'S REPORT**

To the Members of  
**Shivalik Engineering Industries Limited**

**Report on the Standalone Ind AS Financial Statements**

**Opinion**

We have audited the accompanying standalone Ind AS financial statements of **Shivalik Engineering Industries Limited ("the Company")**, which comprises of the Statement of Assets and Liabilities as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date and notes to financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

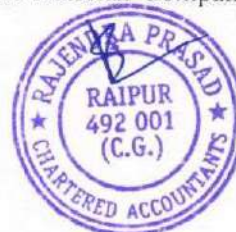
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 ("the Act), of the state of affairs of the Company as at March 31,2024 and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

**Basis of Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS 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 standalone financial statements under the provisions of the Companies Act 2013 and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on standalone financial statements.

**Emphasis of Matter**

"The company underwent a significant restructuring involving Composite Scheme ("Composite Scheme") for the amalgamation of Shivalik Auto Engineering Private Limited ("SAEPL"), Neelkamal Vanijya Private Limited ("NVPL"), Adopt Commotrade Private Limited ("ACPL") and Goldmoon Vinimay Private Limited ("GVPL") (collectively referred to as the "Transferor Companies") with Shivalik Engineering Industries Limited ("SEIL" or "Transferee/Resulting Company") and demerger of the Castings Division undertaking of Shivalik Power and Steel Private Limited ("SPSPL" or "Demerged Company") and vesting of the same into SEIL and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws. An application has been filed with the National Company Law Tribunal, Cuttack Bench (NCLT) on March 18, 2023.



The Composite Scheme was sanctioned by the National Company Law Tribunal, Cuttack Bench, on November 03, 2023, and the order was filed with the Registrar of Companies on November 30, 2023. The effective date of the Composite Scheme was January 01, 2023.

Since the order for composite scheme was received on November 30, 2023, the last financial statements submitted to the Ministry of Corporate Affairs on September 21, 2023 were prepared without accounting for the impact of scheme of arrangement. Accordingly, the previous year figures in the current financial statement have been reinstated to include the impact of scheme of arrangement (also refer detailed at note no. 30(h) regarding Business Combination.

Our Opinion is not modified to the above matters.”

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statement of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have identified none of the matters to be the key audit matters to be communicated in our report.

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

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

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

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

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



### **Responsibilities of Management and those charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under section 133 of the act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statement in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

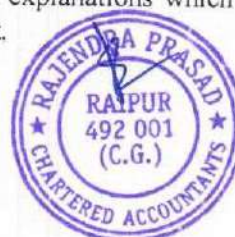
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Report on Other Legal and Regulatory Requirements**

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

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 Statement of Assets and Liabilities, 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 Indian Accounting Standards specified under Section 133 of the Act read.
- (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in *Annexure B*.
- (g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has adequately disclosed the impact of pending litigations on its financial position in the standalone financial statements.
  - ii. The company has made adequate provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) 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 person(s) or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.  
(b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the company from any persons or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of ultimate Beneficiaries.  
(c) Based on our audit procedures that we have 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 (a) and (b) contain any material misstatement.





**RAJENDRA PRASAD**  
CHARTERED ACCOUNTANTS

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Anupam Nagar, Raipur - 492001 (C.G.)  
Ph.0771- 4035802-803  
Email: audit.rajendraprasad@gmail.com

- v. The company has not declared or paid dividend during the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same was functional for full year.

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

**For, RAJENDRA PRASAD**  
Chartered Accountants  
FRN No. 0000203C



**Praveen Kumar Goyal**  
Partner

Membership No. 426500

UDIN- 24426500BKGUQE8270

Place – Raipur

Date – September 04, 2024

**ANNEXURE A TO THE AUDITOR'S REPORT**

(Referred to in paragraph 1 under '**Report on Other Legal and Regulatory Requirements**' section of our report to the members of '**Shivalik Engineering industries Limited**' of even date)

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

- i. (a) In respect of company's Property, Plant and Equipment and Intangible Assets:
  - A. The company is maintaining proper records showing full particulars, including quantitative and situation of Property, Plant and Equipment.
  - B. The company is maintaining proper records showing full particulars of Intangible Assets.
- (b) Property, Plant and Equipment have been physically verified by the management at reasonable intervals during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the financial statements are held in the name of the Company, except for the immovable properties acquired through business combination where in the formal transfer of the title deeds for land and buildings acquired are in process.
- (d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and its intangible assets. Accordingly, the requirements under paragraph (i)(d) of the Order are not applicable to the Company.
- (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder. Accordingly, the provisions stated in paragraph (i) (e) of the Order are not applicable to the Company.
- ii. (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification, coverage & procedure of such verification is reasonable and appropriate. No material discrepancies were noticed on such verification.
- (b) The Company has been sanctioned working capital limits in excess of Rs. 5 crore in aggregate from Banks on the basis of security of current assets. Quarterly returns / statements filed with such banks have insignificant variations with books of accounts.
- iii. According to the information explanation provided to us, the Company has not provided any corporate guarantee and also not given any loans and advance , therefore clause (iii) is not applicable.



- iv. In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, provisions stated in paragraph (iv) of the Order are not applicable to the Company.
- v. The company has not accepted any deposits during the period under audit; hence provision of section 73 to 76 or any relevant provisions of Companies Act'2013 is not applicable to the company.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. According to the information and explanations given to us and the on the basis of records of the Company examined by us, in our opinion, undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, duty of customs, cess have been regularly deposited by the company with appropriate authorities in all cases during the year.
- viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Tax Assessment of the Company. Also, there are no previously unrecorded income which has been now recorded in the books of account. Hence, the provision stated in paragraph (viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information explanation provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the Standalone Ind AS Financial Statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.  
The company does not have any associates, hence reporting under clause ix (e) and ix(f) is not applicable.



- x. (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in paragraph (x) (a) of the Order are not applicable to the Company.
- (b) The company has not made preferential allotment or private placement of equity shares or convertible debenture during the year. However, the Company had pursuant to a Composite Scheme among (i) Shivalik Auto Engineering Private Limited, (ii) Neelkamal Vanijya Private Limited. (iii) Adopt Comotrade Private Limited, (iv) Goldmoon Vinimay Private Limited (Companies at (i) to (iv) are hereinafter referred to as the "Transferor Companies") (v) Shivalik Power and Steel Limited (hereinafter referred to as the "Demerged Business") and (vi) the Company, approved by Hon'ble National Company Law Tribunal, Cuttack Bench had issued and allotted 79,18,907 equity shares of face value of Rs.10/- each to the shareholders of the Transferor Companies and the Demerged Business on 06 January 2024. Pursuant to the above mentioned Composite Scheme, 1,93,679 equity shares held by the Demerged Business and 28,74,930 equity shares held by Neelkamal Vanijya Private Limited of the Company were cancelled.
- xi. (a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have not come across any instance of fraud by the Company or on the Company.
- (b) We have not come across of any instance of fraud by the Company or on the Company during the course of audit of the standalone<sup>1</sup> financial statement for the year ended March 31, 2023, accordingly the provisions stated in paragraph (xi)(b) of the Order is not applicable to the Company.
- (c) As represented to us by the management, there are no whistle-blower complaints received by the Company during the year. Accordingly, the provisions stated in paragraph (xi)(c) of the Order is not applicable to company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph (xii) (a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the standalone<sup>1</sup> financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business according to the provision of section 138 of the Act.



- (b) The reports of the Internal Auditors for the period under audit were considered by us.
- xv. According to the information and explanations given to us, in our opinion during the year the Company has not entered into non-cash transactions with directors or persons connected with its directors and hence, provisions of section 192 of the Act are not applicable to company. Accordingly, the provisions stated in paragraph (xv) of the Order are not applicable to the Company.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause (xvi)(a) of the Order are not applicable to the Company.
- xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Hence, the provisions stated in paragraph clause (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Hence, the provisions stated in paragraph clause (xviii) of the Order are not applicable to the Company.
- xix. 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. The company has complied with all the provision of sub section (6) of section 135 of the Companies Act, in respect of provisions of CSR



**RAJENDRA PRASAD**  
CHARTERED ACCOUNTANTS

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xxi. The reporting under clause (xxi) of the Order is not applicable in respect of audit of Standalone Ind AS Financial Statements. Accordingly, no comment in respect of the said clause has been included in the report.

**For, RAJENDRA PRASAD**  
Chartered Accountants  
FRN No. 0000203C



**Praveen Kumar Goyal**  
Partner  
Membership No. 426500  
UDIN- 24426500BKGUQE8270  
Place – Raipur  
Date – September 04, 2024



## **ANNEXURE B TO THE AUDITOR'S REPORT**

(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of 'Shivalik Engineering Industries Limited' of even date)

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **Shivalik Engineering Industries Limited** ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

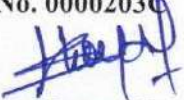
**Opinion**

In our opinion, company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

**For, RAJENDRA PRASAD**

Chartered Accountants

FRN No. 00002030



**Praveen Kumar Goyal**

Partner

Membership No. 426500

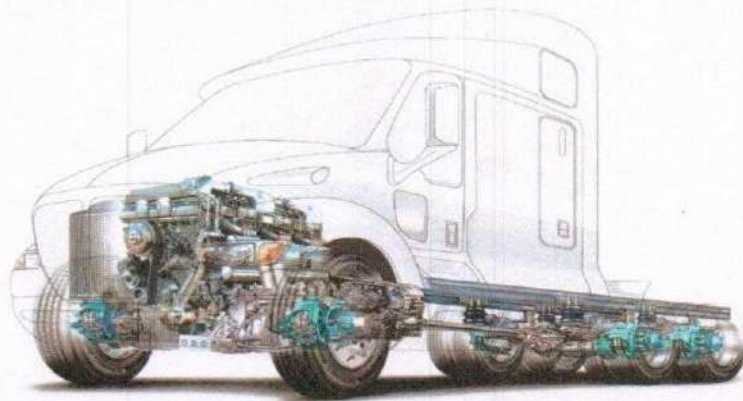
UDIN- 24426500BKGUQE8270

Place – Raipur

Date - September 04, 2024







# SHIVALIK

*Keeps the Wheel Moving*

**Shivalik Engineering Industries Limited**

CINNo. U27107CT2011PLC022353

C-33, 3rd Floor  
Ashoka Millenium, Ring Road No.1  
Rajendra Nagar Chowk  
Raipur 492001 Chhattisgarh, India

Financial Report 2023-24

**SHIVALIK ENGINEERING INDUSTRIES LIMITED**  
CIN - U27107CT2011PLC022353  
**STANDALONE STATEMENT OF ASSETS AND LIABILITIES**

(Rupees in Million)

Particulars	Note	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Property, Plant and Equipment	2 (a)	1,517.09	1,510.11	705.49
Right of use assets	2 (b)	36.49	36.88	21.53
Work in Progress	2 (c)	84.90	-	-
Financial Assets:				
- Investments	3	1.60	-	80.29
- Other financial assets	4	101.26	94.55	33.97
Other non-current assets	5	42.64	2.96	1.02
		<u>1,783.98</u>	<u>1,644.50</u>	<u>842.30</u>
<b>Current Assets</b>				
Inventories	6	1,100.36	771.46	466.77
Financial Assets:				
- Trade Receivables	7	817.64	631.09	433.24
- Cash and cash Equivalents	8	44.71	16.60	14.57
- Bank balances other than cash and cash equivalents	9	-	0.10	3.52
- Loans		-	-	-
- Others financial assets	4	12.47	6.00	12.60
Current Tax Assets (Net)		53.71	-	4.30
Other current assets	5	125.03	286.99	104.87
		<u>2,153.92</u>	<u>1,712.24</u>	<u>1,039.87</u>
<b>TOTAL ASSETS</b>		<u><b>3,937.90</b></u>	<u><b>3,356.74</b></u>	<u><b>1,882.17</b></u>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity Share Capital	10	123.62	52.29	80.42
Other Equity	11	2,210.63	1,541.90	546.94
<b>Total Equity</b>		<u><b>2,334.25</b></u>	<u><b>1,594.19</b></u>	<u><b>627.36</b></u>
<b>LIABILITIES</b>				
<b>Non-Current Liabilities</b>				
Financial Liabilities				
- Borrowings	12	321.79	536.20	357.55
Provisions	13	48.44	26.72	6.83
Deferred Tax Liabilities (Net)	14	119.25	150.89	31.96
Other non-current liabilities		-	-	-
		<u>489.48</u>	<u>713.81</u>	<u>396.34</u>
<b>Current Liabilities</b>				
Financial Liabilities				
- Borrowings	12	622.05	715.98	337.90
- Trade Payables				
(A) total outstanding dues of micro & small enterprises	15	114.68	44.98	66.77
(B) total outstanding dues other than micro & small enterprises	15	266.29	146.10	377.69
- Other Financial Liabilities	16	50.42	37.97	18.76
Other Current Liabilities	17	59.00	97.03	57.12
Provisions	13	1.73	1.30	0.23
Current Tax Liabilities (Net)		-	5.38	-
		<u>1,114.17</u>	<u>1,048.74</u>	<u>858.47</u>
<b>Total Liabilities</b>		<u><b>1,603.65</b></u>	<u><b>1,762.55</b></u>	<u><b>1,254.81</b></u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><b>3,937.90</b></u>	<u><b>3,356.74</b></u>	<u><b>1,882.17</b></u>

**Significant Accounting Policies**

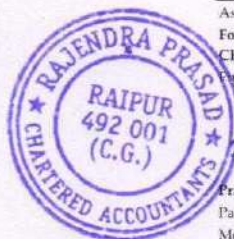
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The above Annexure should be read with the Basis of Preparation and Significant Accounting Policies, Notes to the Standalone Financial Statement.

As per our report of even date attached.

For RAJENDRA PRASAD  
CHARTERED ACCOUNTANTS  
Firm Registration No. 000203C

For and on behalf of the Board of Directors of  
SHIVALIK ENGINEERING INDUSTRIES LIMITED



Praveen Kumar Goyal  
Partner  
Membership No.: 426500

Raipur  
Date of Signing: 04/09/2024  
UDIN: 24426500BKGU@E827D

Raghendra Singhania  
Joint Managing Director  
DIN-00327732

Raipur  
Date of Signing: 04/09/2024

Vinay Agrawal  
Whole-time Director  
DIN-06954626

Raipur  
Date of Signing: 04/09/2024

Manoj Patni  
Chief Financial Officer  
PAN- AFXPP1495C

Raipur  
Date of Signing: 04/09/2024

Hardeep Choudhary  
Company Secretary  
PAN- BSLPC2669B

Raipur  
Membership No. A38595  
Date of Signing: 04/09/2024

**SHIVALIK ENGINEERING INDUSTRIES LIMITED**  
CIN - U27107CT2011PLC022353  
**STANDALONE STATEMENT OF PROFIT AND LOSS**

(Rupees in Million)

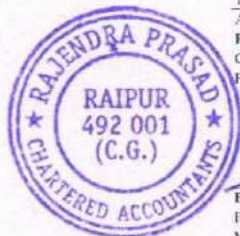
Particulars	Note	Year ended 31 March 2024	Year ended 31 March 2023	Year ended 31 March 2022
<b>I INCOME</b>				
Revenue from Operations	18	6,916.43	5,507.08	3,130.05
Other Income	19	7.30	16.35	2.58
<b>TOTAL INCOME</b>		<b>6,923.73</b>	<b>5,523.43</b>	<b>3,132.63</b>
<b>II EXPENSES</b>				
Cost of materials consumed	20	3,472.15	3,525.40	2,270.98
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	21	(174.34)	51.26	(138.69)
Employee Benefits expense	22	485.61	228.52	134.79
Finance Costs	23	173.64	104.18	97.44
Depreciation and Amortisation expense	24	172.36	88.63	68.67
Other Expenses	25	1,788.16	1,135.35	663.16
<b>TOTAL EXPENSES</b>		<b>5,917.59</b>	<b>5,133.34</b>	<b>3,096.35</b>
<b>III PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX</b>		<b>1,006.15</b>	<b>390.09</b>	<b>36.28</b>
<b>IV ADD: EXCEPTIONAL ITEMS</b>		-	-	-
<b>V PROFIT BEFORE TAX</b>		<b>1,006.15</b>	<b>390.09</b>	<b>36.28</b>
<b>VI TAX EXPENSE</b>				
Current Tax		265.37	118.60	6.21
Deferred Tax		(29.55)	10.66	(9.12)
Earlier year Adjustments		6.45	0.30	5.18
<b>TOTAL TAX EXPENSE</b>		<b>242.28</b>	<b>129.56</b>	<b>2.27</b>
<b>VII PROFIT FOR THE YEAR</b>		<b>763.87</b>	<b>260.53</b>	<b>34.01</b>
<b>VIII OTHER COMPREHENSIVE INCOME</b>				
Items that will not be reclassified to Profit or Loss				
Remeasurements of Defined benefit plans		(8.29)	(1.49)	0.88
Income Tax relating to items that will not be reclassified to Profit or Loss		2.09	0.43	(0.26)
<b>IX TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX</b>		<b>(6.21)</b>	<b>(1.06)</b>	<b>0.62</b>
<b>X TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>757.65</b>	<b>259.47</b>	<b>34.63</b>
<b>XI EARNINGS PER EQUITY SHARE</b>	30 a)			
Basic		61.79	29.43	4.43
Diluted		61.79	29.43	4.43

**Significant Accounting Policies**

The above Annexure should be read with the Basis of Preparation and Significant Accounting Policies, Notes to the Standalone Financial Statement. As per our report of even date attached.

For RAJENDRA PRASAD  
CHARTERED ACCOUNTANTS  
Firm Registration No.: 000203C

For and on behalf of the Board of Directors of  
SHIVALIK ENGINEERING INDUSTRIES LIMITED



**Praveen Kumar Goyal**  
Partner  
Membership No.: 426500  
Raipur  
Date of Signing: 04/09/2024  
UDIN: 244265008KGV0E827D

**Raghendra Singhania**  
Joint Managing Director  
DIN-00327732  
Raipur  
Date of Signing: 04/09/2024

**Vinay Agrawal**  
Whole-time Director  
DIN-06954626  
Raipur  
Date of Signing: 04/09/2024

**Manoj Patni**  
Chief Financial Officer  
PAN: AFXPP1495C  
Raipur  
Date of Signing: 04/09/2024

**Hardeep Choudhary**  
Company Secretary  
PAN- BSLPC2669B  
Membership No. A58595  
Raipur  
Date of Signing: 04/09/2024

SHIVALIK ENGINEERING INDUSTRIES LIMITED  
CIN - U27107C12011PLC022353  
STANDALONE STATEMENT OF CASH FLOWS

(Rupees in Million)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023	Year ended 31 March 2022
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>			
NET PROFIT BEFORE TAX	1,006.15	390.09	36.28
Adjustment for :			
Depreciation	172.36	88.63	68.67
Finance Cost (including fair value change in financial instruments)	173.64	104.18	97.44
IPO Expenditure transferred to Retained Earnings	(17.60)	-	-
Profit on sale of asset	(0.99)	-	-
Remeasurements of Defined benefit plans	(8.29)	-	-
Interest Income	(6.31)	(7.77)	(2.58)
<b>OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES</b>	<b>1,318.94</b>	<b>575.13</b>	<b>199.81</b>
Trade receivables	(186.55)	(197.86)	63.78
Other Financial assets	(13.18)	(35.72)	4.70
Other Current Assets	161.96	(182.12)	45.08
Inventories	(328.90)	(304.69)	(137.38)
Trade Payable	189.89	(253.38)	(17.42)
Provisions	22.14	22.46	7.95
Other financial liabilities	12.45	19.21	(0.21)
Other liabilities	(38.03)	(180.22)	(29.48)
<b>CASH GENERATED FROM OPERATIONS</b>	<b>1,138.72</b>	<b>(317.07)</b>	<b>170.33</b>
Direct Taxes paid	(330.87)	(61.47)	(7.20)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>807.85</b>	<b>(378.54)</b>	<b>163.13</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>			
Purchase of Fixed Assets	(302.57)	(83.18)	(60.52)
Loans (Financial assets)	-	-	1.29
Investment (Financial assets)	(1.60)	-	-
Deposits/Balances with Banks	0.10	3.43	-
Interest Income	6.31	7.77	2.58
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(297.76)</b>	<b>(71.98)</b>	<b>(56.65)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>			
(Repayments) / Proceeds from Working Capital Facilities (Net)	(53.33)	250.44	9.84
Proceeds from Issue of shares	-	-	80.13
(Repayments) / Proceeds of Term Loans	(254.91)	305.79	(24.65)
Share of reserves in associate	-	-	(7.22)
Repayment of Intercorporate loans	-	0.40	(47.88)
Repayment of loan from related parties	(0.10)	0.10	(21.20)
Interest paid	(173.64)	(104.18)	(97.44)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(481.98)</b>	<b>452.55</b>	<b>(108.42)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>28.11</b>	<b>2.03</b>	<b>(1.94)</b>
<b>CASH AND CASH EQUIVALENTS AS AT BEGINNING OF THE YEAR</b>	<b>16.60</b>	<b>14.57</b>	<b>16.51</b>
- Cash and cash Equivalents	16.60	14.57	16.51
<b>CASH AND CASH EQUIVALENTS AS AT END OF THE YEAR</b>	<b>44.71</b>	<b>16.60</b>	<b>14.57</b>
- Cash and cash Equivalents	44.71	16.60	14.57

Note to Cash Flow Statement:

- The above Cash Flow Statement has been prepared under the Indirect Method.
- Reconciliation of Financing Liabilities

Particulars	31.03.2024	31.03.2023	31.03.2022
Opening Balance	1,252.18	695.45	779.35
Cash inflow / (outflow) of non-current borrowings	(255.01)	306.29	(93.73)
Cash inflow / (outflow) of current borrowings	(53.33)	250.44	9.84
<b>Closing Balance</b>	<b>943.84</b>	<b>1,252.18</b>	<b>695.45</b>

The above Annexure should be read with the Basis of Preparation and Significant Accounting Policies, Notes to the Standalone Financial Statement.  
As per our report of even date attached.



For RAJENDRA PRASAD  
CHARTERED ACCOUNTANTS  
Firm Registration No. 000203C

Praveen Kumar Goyal  
Partner  
Membership No.: 426500  
Raipur

Date of Signing: 04/09/2024  
UDIN: 24426500BK@UOE8270

For and on behalf of the Board of Directors of  
SHIVALIK ENGINEERING INDUSTRIES LIMITED

Raghendra Singhania  
Joint Managing Director  
DIN-00927732  
Raipur

Date of Signing: 04/09/2024

Vinay Agrawal  
Whole-time Director  
DIN-06954626  
Raipur

Date of Signing: 04/09/2024

Manoj Patni  
Chief Financial Officer  
PAN- AFXPP1495C  
Raipur

Date of Signing: 04/09/2024

Hardeep Choudhary  
Company Secretary  
PAN- BSLPC2669B  
Membership No. A58595  
Raipur

Date of Signing: 04/09/2024

SHIVALIK ENGINEERING INDUSTRIES LIMITED  
CIN - U27107CT2011PLC022353  
STANDALONE STATEMENT OF CHANGES IN EQUITY (SOCE)

EQUITY SHARE CAPITAL	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	<b>Amount</b>	<b>Amount</b>	<b>Amount</b>
Authorised Share Capital	286.39	110.00	110.00
Issued Share Capital	123.62	75.12	75.12
Subscribed Share Capital	123.62	75.12	75.12
Fully Paid-up Share Capital	123.62	75.12	75.12
Partly Paid Up Share Capital (Rs.4 paid up)	-	-	5.30
Forfeited Shares*	-	7.86	-
<b>Balance at the beginning of the year</b>	<b>44.43</b>	<b>80.42</b>	<b>75.12</b>
Changes in equity share capital during the year:			
Issued during the year	79.19	-	5.30
Elimination of inter company holdings pursuant to the Composite Scheme	-	(30.69)	-
Forfeited during the year	-	(5.30)	-
<b>Balance at the end of the reporting year</b>	<b>123.62</b>	<b>44.43</b>	<b>80.42</b>
Share Forfeiture Account	7.86	5.30	-
Add: Forfeited shares acquired pursuant to the composite scheme	-	2.56	-
Less: Transferred to capital reserve	(7.86)	-	-
<b>Total share capital at the end of the reporting year</b>	<b>123.62</b>	<b>52.29</b>	<b>80.42</b>

\* Transferred to Capital Reserve due to annulment of forfeited share

OTHER EQUITY	Reserves and Surplus					Total
	Share suspense	Capital Reserve	Securities Premium	Retained Earnings	Remeasur- ements of Defined benefits plans	
<b>Balance as at 31st March, 2021</b>	-	-	169.05	275.65	-	444.70
Profit for the Year ending 31st March 2022	-	-	-	34.01	-	34.01
Other Comprehensive Income for the Year ending 31st March 2022	-	-	-	-	0.62	0.62
<b>Total Comprehensive Income for the Year</b>	-	-	-	34.01	0.62	34.63
Add: received during the year	-	-	67.61	-	-	67.61
<b>Balance as at 31st March, 2022</b>	-	-	236.66	309.66	0.62	546.94
Profit for the year ending 31st March 2023	-	-	-	260.53	-	260.53
Other Comprehensive Income for the year ending 31st March 2023	-	-	-	-	(1.06)	(1.06)
<b>Total Comprehensive Income for the year</b>	-	-	-	260.53	(1.06)	259.47
Add: Deficit arising pursuant to the Composite Scheme	-	4.05	-	375.47	-	379.52
Add: Reserves acquired pursuant to the Composite Scheme	-	-	347.72	-	-	347.72
Add: Shares to be issued pursuant to the Composite Scheme	79.19	-	-	-	-	79.19
Less: Crossholding elimination	-	-	(70.94)	-	-	(70.94)
<b>Balance as at 31st March, 2023</b>	<b>79.19</b>	<b>4.05</b>	<b>513.44</b>	<b>945.66</b>	<b>(0.44)</b>	<b>1,541.90</b>
Profit for the year ending 31st March 2024	-	-	-	763.87	-	763.87
Other Comprehensive Income for the year ending 31st March 2024	-	-	-	-	(6.21)	(6.21)
<b>Total Comprehensive Income for the year</b>	-	-	-	763.87	(6.21)	757.66
Add: Transfer pursuant to Annulment due to share	-	7.86	-	-	-	7.86
Less: IPO Expenditure	-	-	-	(17.60)	-	(17.60)
Less: Shares issued	(79.19)	-	-	-	-	(79.19)
<b>Balance as at 31st March 2024</b>	-	<b>11.91</b>	<b>513.44</b>	<b>1,691.93</b>	<b>(6.65)</b>	<b>2,210.63</b>

The above Annexure should be read with the Basis of Preparation and Significant Accounting Policies, Notes to the Standalone Financial Statement.  
As per our report of even date attached.



For RAJENDRA PRASAD  
CHARTERED ACCOUNTANTS  
Firm Registration No.: 00203C

**Praveen Kumar Goyal**  
Partner  
Membership No.: 426500  
Raipur  
Date of Signing: 04/09/2024  
UDIN: 24426500BKGVQES27D

For and on behalf of the Board of Directors of  
SHIVALIK ENGINEERING INDUSTRIES LIMITED

**Raghendra Singhania**  
Joint Managing Director  
DIN-00327732  
Raipur  
Date of Signing: 04/09/2024

**Vinay Agrawal**  
Whole-time Director  
DIN-06954626  
Raipur  
Date of Signing: 04/09/2024

**Manoj Patni**  
Chief Financial Officer  
PAN- AFXPP1495C  
Raipur  
Date of Signing: 04/09/2024

**Hardeep Choudhary**  
Company Secretary  
PAN- BSLPC2669B  
Membership No. A58595  
Raipur  
Date of Signing: 04/09/2024

SHIVALIK ENGINEERING INDUSTRIES LIMITED  
CIN - U27107CT2011PLC022353

BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES FOR STANDALONE FINANCIAL STATEMENT

**Note 1 : Significant Accounting Policies**

**A General Information**

Shivalik Engineering Industries Limited ("The Company") is manufacturer of wide range of products for several automobile companies. We are predominantly a supplier of precision engineering components for commercial vehicles, tractors and off-highway vehicles, pipe fittings and rail components.

The Company is a public limited company incorporated in India having its registered office at C-33, 3<sup>rd</sup> Floor, Ashoka Millentum, Ring Road No 1, Rajendra Nagar Chowk, Near Shailendra Nagar, Raipur, Chhattisgarh- 492001 India and Factory Offices at following locations:

1. Plot No. 8, Heavy Industrial Area, Hathkhaj, Bhalai, District Durg, Chhattisgarh- 490026, India ("Unit-I")
2. Plot No. 14, 15, 16 Engineering Park, Heavy Industrial Area, Hathkhaj, Bhalai, District Durg, Chhattisgarh-490026, India ("Unit-II")
3. Plot No. 2A, 3, 4- Engineering Park, Heavy Industrial Area, Hathkhaj, Bhalai District Durg, Chhattisgarh- 490026, India ("Unit-III")
4. Murhena Road, Village Belsonda, District Mahasamund, Chhattisgarh- 493445, India ("Unit-IV")

**B Significant Accounting Policies**

**Basis of preparation of Standalone Financial Statement**

The standalone financial statement of the Company comprises of the standalone statement of assets and liabilities as at 31 March 2024, 31 March 2023 and 31 March 2022, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of cash flows and the standalone statement of changes in equity for years ended 31 March 2024, 31 March 2023 and 31 March 2022 and the summary of significant accounting policies and explanatory notes and other explanatory information (collectively, the "Standalone Financial Statement").

The Company filed its Draft Red Herring Prospectus (DRHP) with the Securities and Exchange Board of India (SEBI) on June 28, 2024, and is currently in the process of pursuing its listing on the stock exchange.

The Company has prepared special purpose standalone financial statements as of and for the fiscal years ended, March 31, 2023, March 31, 2022 and March 31, 2021, which is in accordance with Ind AS considering an Ind AS transition date of April 1, 2020 and giving effect to the Scheme from its appointed date (i.e. January 1, 2023), and which is subject to audit in accordance with applicable Indian auditing standards and the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by ICAI (such financial statements, the "Special Purpose Ind AS Financial Statements").

The Standalone Financial Statement of the Company have been prepared in compliance with Indian Accounting Standards (hereinafter referred to as the "Ind AS") notified under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

The Standalone Financial Statement have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the Standalone Financial Statement except where a newly issued accounting standard is initially adopted or there is a revision to an existing accounting standard where a change in accounting policy hitherto in use.

The Standalone Financial Statement have been prepared under the historical cost convention except for certain financial instruments measured at fair value as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of their acquisition.

The Special Purpose Standalone Financial Statements have been prepared by making Ind AS adjustments to the audited standalone financial statements of the Group as at and for the year ended March 31, 2023, March 31, 2022 and March 31, 2021 prepared in accordance with the Indian GAAP, which have been approved by the Board of Directors at their meeting held on June 12, 2023, July 10, 2022 and July 23, 2021, respectively (the "Statutory Standalone Indian GAAP Financial Statements")

These Standalone Financial Statement have been prepared so as to contain information / disclosures and incorporating adjustments set out below in accordance with the ICDR Regulations:

- a) after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications retrospectively in the financial years ended March 31, 2023 and March 31, 2022 to reflect the same accounting treatment as per the accounting policies and grouping/classifications followed as at and for the year ended March 31, 2024, as applicable;
- b) do not contain any qualifications requiring adjustments; and
- c) in accordance with the Act, ICDR Regulations and the Guidance Note.

These Standalone Financial Statement are presented in Indian Rupee (INR) which is also Functional Currency of the Company and all values are rounded to the nearest Million except when otherwise indicated.

**Business Combinations under common control**

Business combinations involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, are considered as common control business combinations. Such business combinations involving entities or businesses under common control shall be accounted for using the pooling of interests method.

The assets and liabilities of the combining entities or businesses are reflected at their carrying amounts, barring certain assets and liabilities not taken over in terms of business transfer agreements. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonize accounting policies. The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. The identity of the reserves appearing in the financial statements of the transferor is preserved and appears in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor, for case of acquisition of stake in equity.



SHIVALIK ENGINEERING INDUSTRIES LIMITED  
CIN - U27107CT2011PLC022353

**BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES FOR STANDALONE FINANCIAL STATEMENT**

The differences, if any, between the amount of consideration paid or payable in cash or and the amount of share capital of the transferor and further adjusted for harmonization of the accounting policies, has been transferred to 'Capital reserve on business combination under common control' and presented separately from other capital reserves.

In accordance with the MCA Circular 9/2019 dated 21st August, 2019 which stipulates that the appointed date is deemed to be the acquisition date and considering that the law prevails over the provisions of the Accounting Standards, the effect of acquisition has not been given from the beginning of the preceding period as envisaged under IND AS 103.

Pursuant to the requirements of Appendix C of the Ind AS 103, these business combinations under common control are accounted for using the pooling of interest method as explained above. The details of the business combinations, the carrying value of the assets, liabilities and reserves acquired and harmonized as per the revised accounting policies, and the resultant capital reserve are given in note 31(h).

**Use of estimates**

The preparation of Standalone Financial Statement in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported balances of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Examples of such estimates include provisions for doubtful debts and advances, future obligations under employee retirement benefit plans, useful lives of fixed assets, contingencies, etc. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between actual result and estimates are recognised in the period in which the results are known/materialise.

**Current versus non-current classification**

The Company presents assets and liabilities in the Balance Sheet based on current/non-current classification.

a) An asset is current when it is:

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

All other assets are classified as non-current.

b) A liability is current when:

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

All other liabilities are classified as non-current.

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

d) The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

**Inventories**

Raw materials, components, stores and spares are valued at lower of cost and net realizable value. However materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components is determined on a first in first out (FIFO) method and cost of consumables, stores and spares is determined at Weighted Average.

Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity.

Goods and materials in transit include materials, duties and taxes (other than those subsequently recoverable from tax authorities) and other related overheads incurred in bringing the inventories to their present location and condition.

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

The amount of any write-down of inventories to NRV and all abnormal losses of inventories are recognized as expense in the Statement of Profit and Loss in the period in which such write-down or loss occurs. The amount of any reversal of the write-down of inventories arising from increase in the NRV is recognized as a reduction from the amount of inventories recognized as an expense in the period in which reversal occurs.

**Revenue Recognition and Other Income**

The Company derives revenues primarily from sale of goods comprising parts for motor vehicles, trucks and tractors.

Revenue represents amounts received and receivable from third parties and related parties for goods supplied to the customers. The Group recognizes revenue from sale of goods measured upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Revenue is measured based on the transaction price, which is the consideration, adjusted for price variation, trade discounts, rebates, scheme allowances, incentives, and returns, if any. Revenue excludes taxes collected from customers on behalf of the Government. Accumulated experience is used to estimate and accrue for the discounts (using the most likely method) and returns considering the terms of the underlying schemes and agreements with the customers. Due to the short nature of credit period given to customers, there is no financing component in the contract.



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Export Benefits are recognised as income on all the eligible exports and where there is no significant uncertainty regarding the ultimate collection of relevant exports.

Sale of scrap is accounted for as and when the sale is completed and its collection is reasonably certain.

Revenue from sale of services is recognised at point in time as per contract with customer. In case of contracts where the customer receives and consumes the benefits simultaneously, as the services are rendered, the revenue is recognised over the term of the contract.

Dividend Income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

Interest Income on financial assets measured at amortised cost is recognised on a time-proportion basis using the effective interest method.

**Contract Balances**

**Contract Assets**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

The amount recognised as contract assets is reclassified to trade receivables once the amounts are billed to the customer as per the terms of the contract.

**Trade receivables**

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section financial instruments initial recognition and subsequent measurement.

**Contract Liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

**Property, Plant and Equipment**

**Recognition and measurement**

Items of property, plant and equipment, other than freehold land are measured at cost less accumulated depreciation and any accumulated impairment losses. Freehold land is carried at cost and is not depreciated.

Cost includes purchase price (after deducting trade discount / rebate), non-refundable duties and taxes, cost of replacing the component parts, borrowing costs and other directly attributable cost to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and the initial estimates of the cost of dismantling/removing the item and restoring the site on which it is located.

Spare parts procured along with the Plant and Equipment or subsequently individually which meets the recognition criteria of PPE are capitalized and added to the carrying amount of such items. The carrying amount of those spare parts that are replaced are derecognized when no future economic benefits are expected from their use or upon disposal. If the cost of the replaced part is not available, the estimated cost of similar new parts is used as an indication of what the cost of the existing part was when the item was acquired.

**Subsequent Expenditure**

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

**Derecognition**

An item of PPE is derecognised on disposal or when no future economic benefits are expected from use. Any gain or loss arising on the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in Standalone Statement of Profit and Loss.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repair and maintenance are charged to the Standalone Statement of Profit and Loss during the reporting year in which they are incurred.

**Transition to Ind AS**

For transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as of April 1, 2020 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

**Depreciation**

The depreciable amount of an asset is determined after deducting its residual value. Where the residual value of an asset increases to an amount equal to or greater than the asset's carrying amount, no depreciation charge is recognised till the asset's residual value decreases below the asset's carrying amount. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the intended manner. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale in accordance with IND AS 105 and the date that the asset is derecognised.

Depreciation on tangible property, plant and equipment is provided using the straight-line method based on the revised useful life of the assets and in the manner prescribed in Schedule II of Companies Act, 2013 on prorata basis from the date of additions and/or disposal. Addition, to Fixed Assets costing less than or equal to Rs.5,000 are depreciated fully in the year of purchase. The company has considered following useful lives for calculating depreciation.





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Assets	Useful Lives
Lease Hold Land	99 years
Factory Building	30 Years
Lab Equipments	15 Years
Plant & Machinery	15 - 20 Years
Weight Bridge	15 Years
Electrical Installation	10 Years
Furniture & Fixture	10 Years
Generator Set	10 Years
Vehicles	8 Years
Office Equipment	5 Years
Computers & Software s	3 - 6 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate

**Impairment of tangible assets**

At the end of each reporting period, the Group Company reviews the carrying amounts of its PPE to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit ('CGU') to which the asset belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The resulting impairment loss is recognised in the Statement of Profit and Loss.

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

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or CGU in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss.

**Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognizes a financial asset or financial liability in its balance sheet only when the entity becomes party to the contractual provisions of the instrument.

**a) Financial Assets**

A financial asset inter-alia includes any asset that is cash, equity instrument of another entity or contractual obligation to receive cash or another financial asset or to exchange financial asset or financial liability under condition that are potentially favourable to the Company.

Financial assets of the Company comprise trade receivable, cash and cash equivalents, Bank balances, loans to employee / related parties / others, security deposit, claims recoverable etc.

**Initial recognition and measurement**

All financial assets except trade receivable are recognized initially at fair value. The financial assets not recorded at fair value through profit or loss, are recognised initially at fair value plus transaction costs that are attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are charged in the Statement of Profit and Loss. Where transaction price is not the measure of fair value and fair value is determined using a valuation method that uses data from observable market, the difference between transaction price and fair value is recognized in the Statement of Profit and Loss and in other cases spread over life of the financial instrument using effective interest.

The Company measures the trade receivables at their transaction price, if the trade receivables do not contain a significant financing component.

**Subsequent measurement**

For purposes of subsequent measurement financial assets are classified in three categories:

- Financial assets measured at amortized cost
- Financial assets at fair value through OCI
- Financial assets at fair value through profit or loss

**Financial assets measured at amortized cost**

Financial assets are measured at amortized cost if the financials asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financials assets are amortized using the effective interest rate ('EIR') method, less impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.



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**Financial assets at fair value through OCI ('FVTOCI')**

Financial assets are measured at fair value through other comprehensive income if the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. At initial recognition, an irrevocable election is made (on an instrument-by-instrument basis) to designate investments in equity instruments other than held for trading purpose at FVTOCI. Fair value changes are recognized in the other comprehensive income ('OCI'). However, the Company recognizes interest income, impairment losses and reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the financial asset other than equity instruments designated as FVTOCI, cumulative gain or loss previously recognised in OCI is reclassified to the Statement of Profit and Loss.

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

Any financial asset that does not meet the criteria for classification as at amortized cost or as financial assets at fair value through other comprehensive income is classified as financial assets at fair value through profit or loss. Further, financial assets at fair value through profit or loss also include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets at fair value through profit or loss are fair valued at each reporting date with all the changes recognized in the Statement of Profit and Loss.

**Derecognition**

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

**Impairment of financial assets**

The Company assesses impairment based on expected credit loss ('ECL') model on the following:

- Financial assets that are measured at amortised cost; and
- Financial assets measured at FVTOCI.

ECL is measured through a loss allowance on a following basis:-

- The 12 month expected credit losses (expected credit losses that result from those default events on the financial instruments that are possible within 12 months after the reporting date)
- Full life time expected credit losses (expected credit losses that result from all possible default events over the life of financial instruments)

The Company follows 'simplified approach' for recognition of impairment on trade receivables and contract assets resulting from normal business transactions. The application of simplified approach does not require the Company to track changes in credit risk. However, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, from the date of initial recognition. The Company categorizes a trade receivable as overdue when it has not been settled for more than three years from the due date. This approach is part of the Company's method for estimating lifetime expected credit losses (ECLs).

For recognition of impairment loss on other financial assets, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has increased significantly, lifetime ECL is provided. For assessing increase in credit risk and impairment loss, the Company assesses the credit risk characteristics on instrument-by-instrument basis.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls) discounted at the original EIR.

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

**b) Financial Liabilities**

The Company's financial liabilities include loans and borrowings including bank overdraft, trade payable, accrued expenses and other payables etc.

**Initial recognition and measurement**

All financial liabilities at initial recognition are classified as financial liabilities at amortized cost or financial liabilities at fair value through profit or loss, as appropriate. All financial liabilities classified at amortized cost are recognized initially at fair value net of directly attributable transaction costs. Any difference between the proceeds (net of transaction costs) and the fair value at initial recognition is recognised in the Statement of Profit and Loss or in the CWIP, if another standard permits inclusion of such cost in the carrying amount of an asset over the period of the borrowings using the Effective interest rate ('EIR') method.

**Subsequent measurement**

The subsequent measurement of financial liabilities depends upon the classification as described below:-

**Financial Liabilities classified as Amortised Cost**

Financial Liabilities that are not held for trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Interest expense that is not capitalized as part of costs of assets is included as Finance costs in the Statement of Profit and Loss.

**Financial Liabilities classified as Fair value through profit and loss (FVTPL)**

Financial liabilities classified as FVTPL includes financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Financial liabilities designated upon initial recognition at FVTPL only if the criteria in Ind AS 109 is satisfied.



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**Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged / cancelled / expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

**Offsetting of financial instruments**

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

**Employee Benefits**

**Short-term Employees Benefits**

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., are recognized during the period in which the employee renders related services and are measured at undiscounted amount expected to be paid when the liabilities are settled.

**Post-employment benefits**

The Company provides the following post-employment benefits:

- i) Defined benefit plans such as gratuity and
- ii) Defined Contribution plans such as provident fund & employee State Insurance Scheme

**Defined benefits plans**

The cost of providing defined benefit plans such as gratuity is determined on the basis of present value of defined benefits obligation which is computed using the projected unit credit method with independent actuarial valuation made at the end of each annual reporting period, which recognizes each period of service as given rise to additional unit of employees benefit entitlement and measuring each unit separately to build up the final obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss except those included in cost of assets as permitted.

Re-measurements comprising of actuarial gains and losses arising from experience adjustments and change in actuarial assumptions, the effect of change in assets ceiling (if applicable) and the return on plan asset (excluding net interest as defined above) are recognised in other comprehensive income (OCI) except those included in cost of assets as permitted in the period in which they occur. Re-measurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements) is recognised in the Statement of Profit and Loss except those included in cost of assets as permitted in the period in which they occur.

**Defined Contribution Plans**

Payments to defined contribution retirement benefit plans, viz., Provident Fund for eligible employees are recognized as an expense when employees have rendered the service entitling them to the contribution.

**Compensated Absences/ Leave Encashment**

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long term employee benefits. The company's liability is actuarially determined (using Projected Unit Credit Method) at the end of each year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using the interest rates of government bonds. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in statement of profit or loss in the period in which they arise. Past service costs are recognised immediately in statement of profit and loss.

**Foreign Currency Transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).





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**Borrowing costs**

Borrowing cost includes interest, commitment charges, brokerage, underwriting costs, discounts / premiums, financing charges, exchange difference to the extent they are regarded as adjustment to interest costs and all ancillary / incidental costs incurred in connection with the arrangement of borrowing.

Borrowing costs which are directly attributable to acquisition / construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized as a part of cost pertaining to those assets. All other borrowing costs are recognised as expense in the period in which they are incurred.

The group identifies the borrowings into specific borrowings and general borrowings. Specific borrowings are borrowings that are specifically taken for the purpose of obtaining an asset. Borrowing cost incurred on specific borrowings are capitalised to the cost of the qualifying asset. For general borrowings, the group determines the amount of borrowing costs eligible for capitalisation by applying a capitalisation rate to the expenditures on the qualifying asset based on the weighted average of the borrowing costs applicable to general borrowings. The capitalisation of borrowing costs commences when the company incurs expenditure for the asset, incurs borrowing cost and undertakes activities that are necessary to prepare the asset for its intended use or sale. The capitalisation of borrowing costs is suspended during extended periods in which active development of a qualifying asset is suspended. The capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

**Leases**

**Where the Company is a lessee-**

At inception of a contract, the Company assesses whether a contract is or contains a lease. A contract is, or contains, a lease if a contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract conveys the right to use an identified asset;
- the Company has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the identified asset.

At the date of commencement of a lease, the Company recognises a right-of-use asset ("ROU assets") and a corresponding lease liability for all leases, except for leases with a term of twelve months or less (short-term leases) and low value leases. For short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease liability is measured by discounting the lease payments using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates.

Lease payments are allocated between principal and finance cost. The finance cost is charged to Statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives and restoration costs. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. ROU assets are depreciated on a straight-line basis over the asset's useful life or the lease whichever is shorter. Impairment of ROU assets is in accordance with the Company's accounting policy for impairment of tangible and intangible assets.

In line with IND AS 116, the company accounts for leasehold land, held under a 99-year lease, as a 'right-of-use' (ROU) asset. This accounting treatment arises from the recognition of an upfront lease premium as the primary cost associated with the lease. Importantly, this lease arrangement does not result in the recording of a lease liability, as the transaction comprises a one-time payment without subsequent recurring lease payments.

Annual maintenance costs related to the leasehold land are not included within the ROU asset or as part of the lease liability, given their nature as ancillary and non-recoverable expenses. Consistent with the guidance provided by IND AS 116, the company recognizes these maintenance costs as expenses in the profit and loss statement in the period they are incurred.

**Where the Company is a lessor-**

Lease income from operating leases where the Company is a lessor is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.

**Statement of Cash Flows and Cash and Cash Equivalents**

Statement of cash flows is prepared in accordance with the indirect method prescribed in the relevant IND AS. For the purpose of presentation in the statement of cash flows, Cash and cash equivalents includes cash-in-hand and demand deposit with banks with original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when there is a present legal or constructive obligation as a result of a past event and it is probable (i.e. more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Such provisions are determined based on management estimate of the amount required to settle the obligation at the balance sheet date. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a standalone asset only when the reimbursement is virtually certain.



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If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance costs.

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

Contingent liabilities are disclosed on the basis of judgment of management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent Assets are not recognized, however, disclosed in financial statement when inflow of economic benefits is probable.

**Income Taxes**

Income tax expense /income comprises current tax expense /income and deferred tax expense/income. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income. In which case, the tax is also recognised directly in equity or other comprehensive income, respectively.

**Current tax**

Current tax comprises the expected tax payable or recoverable on the taxable profit or loss for the year and any adjustment to the tax payable or recoverable in respect of previous years. It is measured at the amount expected to be paid to (recovered from) the taxation authorities using the applicable tax rates and tax laws.

Current tax assets and liabilities are offset only if,

- the Group has a legally enforceable right to set off the recognised amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously

**Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

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

**Earnings per Share:**

Basic earnings per share (EPS) is computed by dividing the profit after tax or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to dilutive potential equity shares, by the weighted average number of equity shares considered for deriving the basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all the dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity would decrease the net profit per share from continuing ordinary operations.

**Government Grants**

Government grants are recognized when there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Grants in the form of non-monetary assets are recognised at fair value and presented as deferred income which is recognized in the Statement of Profit and Loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.



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Government grants (grants related to income) are recognized as income over the periods necessary to match them with the costs for which they are intended to compensate on a systematic basis. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of providing immediate financial support with no future related costs are recognized in the Statement of Profit and Loss in the period in which they become receivable. Grants related to income are presented under other income in the Statement of Profit and Loss except for grants received in the form of rebate or exemption which are deducted in reporting the related expense.

The benefit of a government loan at a below-market rate of interest is treated as a government grant and measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates. The grant set up as deferred income is recognised in the Statement of Profit and Loss on a systematic basis.

**Fair value measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of asset and liability if market participants would take those into consideration. Fair value for measurement and / or disclosure purposes in these Financial Statements is determined on such basis except for transactions in the scope of Ind AS 2, 17 and 36. Normally at initial recognition, the transaction price is the best evidence of fair value.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Financial assets and financial liabilities that are recognized at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

**Share capital and share premium**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction net of tax from the proceeds. Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

**Dividend Distribution to equity shareholders**

The Company recognizes a liability to make cash distributions to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in other equity along with any tax thereon.

**D First time adoption of Ind AS - mandatory exceptions / optional exemptions**

**Overall principle**

The Company has prepared the opening balance sheet as per Ind AS as of April 1, 2020 (the transition date) by recognising all assets and liabilities whose recognition is required by Ind AS, not recognising items of assets or liabilities which are not permitted by Ind AS, by reclassifying certain items from Previous GAAP to Ind AS as required under the Ind AS, and applying Ind AS in the measurement of recognised assets and liabilities. However, this principle is subject to certain mandatory exceptions and certain optional exemptions availed by the Company as detailed below.

**Derecognition of financial assets and financial liabilities**

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2020 (the transition date).

**Impairment of financial assets**

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind AS whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.



SHIVALIK ENGINEERING INDUSTRIES LIMITED

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BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES FOR STANDALONE FINANCIAL STATEMENT

**Deemed cost for PPE and CWIP**

The Company has elected to continue with the carrying value of its PPE and CWIP recognized as of 1st April 2020 (Transition date) measured as per previous GAAP and use that carrying value as its deemed cost as of the transition date.

**Standards / amendments issued**

The Group has considered the amendments to Schedule III of the Companies Act 2013 notified by Ministry of Corporate Affairs ("MCA") via notification dated 24 March 2021 in the Standalone Financial Statement, wherever applicable

**Standards issued but not yet effective**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below

**Ind AS 1 - Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Group does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 12 - Income Taxes**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Group does not expect this amendment to have any significant impact in its financial statements

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors**

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Group does not expect this amendment to have any significant impact in its financial statements.





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NOTES TO STANDALONE FINANCIAL STATEMENT

Note 2 (a) Property, Plant and Equipment

(Rupees in Million)

Note 2 (b) : Right of use asset

Particulars	Freehold Land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Computers	Electrical installations	Other Assets	Total	Leasehold Land	Total
<b>Gross Block</b>												
At cost as at 31 March 2021	-	81.69	620.32	1.75	14.80	1.19	5.27	47.05	6.26	778.33	21.84	21.84
Additions	-	-	60.07	0.05	1.41	0.20	0.12	-	-	61.85	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
At cost as at 31 March 2022	-	81.69	680.39	1.80	16.21	1.39	5.39	47.05	6.26	840.18	21.84	21.84
a. Additions in asset due to Business Combination	2.36	144.78	955.86	7.45	25.23	2.18	2.87	63.70	3.36	1,207.79	16.07	16.07
b. Addition during the year	-	-	74.05	-	6.11	-	-	0.96	-	81.24	-	-
Disposals / adjustments	-	-	-	-	(0.00)	-	0.12	-	-	(0.00)	-	-
At cost as at 31st March 2023	2.36	226.47	1,716.30	9.25	47.55	3.57	8.38	111.71	9.62	2,129.21	37.91	37.91
Additions	-	14.99	134.72	2.90	28.48	0.87	1.24	-	-	183.20	-	-
Disposals / adjustments	-	-	-	-	(14.22)	-	-	-	-	(14.22)	-	-
At cost as at 31 March 2024	2.36	241.46	1,845.02	12.14	61.81	4.44	9.62	111.71	9.62	2,288.19	37.91	37.91
<b>Depreciation Block</b>												
Accumulated depreciation / amortisation as at 31 March 2021	-	3.03	50.61	0.44	2.42	0.48	1.56	6.95	0.71	66.20	0.13	0.13
Depreciation / Amortisation for the period	-	3.02	53.59	0.20	2.42	0.35	1.25	6.95	0.71	68.49	0.18	0.18
Disposals / adjustments	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated depreciation / amortisation as at 31 March 2022	-	6.05	104.20	0.64	4.84	0.83	2.81	13.90	1.42	134.69	0.31	0.31
a. Depreciation due to Business Combination	-	32.79	320.51	2.58	18.85	2.01	2.46	13.77	3.07	396.03	0.46	0.46
b. Depreciation during the year	-	4.16	66.63	0.43	3.47	0.10	1.04	8.50	0.73	88.36	0.27	0.27
Disposals / adjustments	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated depreciation / Amortisation as at the 31st March 2023	-	43.00	494.64	3.66	27.17	2.94	6.31	36.16	5.22	619.10	1.03	1.03
Depreciation	-	8.76	141.39	0.83	5.57	0.22	1.15	13.24	0.81	171.97	0.39	0.39
b. Depreciation during the year SEIL	-	-	-	-	(9.97)	-	-	-	-	(9.97)	-	-
Disposals / adjustments	-	-	-	-	-	-	-	-	-	-	-	-
Accumulated depreciation / Amortisation as at the 31st March 2024	-	51.76	636.03	4.49	22.76	3.16	7.46	49.41	6.03	791.10	1.42	1.42
<b>Net Block</b>												
As at 31st March 2022	-	75.64	576.19	1.16	11.37	0.56	2.58	33.15	4.84	705.49	21.53	21.53
As at 31st March 2023	2.36	183.47	1,215.67	5.59	20.38	0.63	2.07	75.55	4.39	1,510.11	26.58	26.58
As at 31st March 2024	2.36	199.70	1,208.99	7.66	39.05	1.28	2.16	62.30	3.59	1,517.09	26.49	26.49

Notes:

- The title deeds of immovable properties (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Group, except for the immovable properties acquired through business combination where in the formal transfer of the title deeds for land and buildings acquired are in process.
- The Group has elected to continue with the carrying value of its property, plant and equipment recognised as of 1st April, 2020 (transition date) measured as per the previous GAAP and use that carrying value as the deemed cost as of the transition date.
- Other Assets includes weigh bridge and generator set.
- The leasehold land, held under a 99-year lease, is reported as a 'right-of-use' asset, as per IND AS 116. The recognized amount represents the upfront lease premium, without a corresponding lease liability, due to the absence of ongoing lease payments.



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**Note 2 (c) Capital Work in Progress**

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Unit III (Machine Shop)	84.90	-	-
<b>Total</b>	<b>84.90</b>	<b>-</b>	<b>-</b>

**CWIP ageing schedule**

Particulars	(Rupees in Million)				
	Amount in Capital work in progress for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
As at 31 March 2024	84.90	-	-	-	84.90
As at 31 March 2023	-	-	-	-	-
As at 31 March 2022	-	-	-	-	-

**Note 3**

**Investments**

Particulars	(Rupees in Million)					
	No. of Shares					
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
<b>Unquoted - Investment in Associate (Equity Method)</b>						
Equity Shares of Shivalik Auto Engineering (P) Ltd. (Face Value - Rs. 10 Per Share) *	-	-	55,56,400	-	-	80.29
<b>Investment in Partnership Firm</b>						
Shivalik Green Farms **	-	-	-	1.60	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>55,56,400</b>	<b>1.60</b>	<b>-</b>	<b>80.29</b>
<b>Aggregate value of unquoted investment</b>						<b>80.29</b>

\* Pursuant to the composite Composite Scheme, these Investments in Associates got eliminated.

\*\* The company invested in 'Shivalik Green Farms' on 9th October 2023 with an initial ownership interest of 99%. On 15th November 2023, the company's ownership interest was revised to 10%. Since the company intends to divest its interest in the partnership, it has been concluded that this investment does not require consolidation in the financial statements in accordance with Ind AS 110.

Share of each partner in the profits of the Firm as on 31 March 2024 is as under:

Name of Partner	Profit Sharing Ratio
Sanket Agrawal	90%
Shivalik Engineering Industries Limited	10%

**Note 4**

**Other Financial Assets**

Particulars	(Rupees in Million)					
	Non-Current			Current		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Bank deposits with more than 12 months maturity	17.71	18.25	-	-	-	3.62
Others:						
Security Deposits	83.55	76.30	33.97	-	-	-
Salary and wage advance	-	-	-	3.53	3.64	8.50
Export Benefits receivables	-	-	-	0.23	0.00	0.48
Others:	-	-	-	8.71	2.36	-
<b>Total</b>	<b>101.26</b>	<b>94.55</b>	<b>33.97</b>	<b>12.47</b>	<b>6.00</b>	<b>12.60</b>

**Note 5**

**Other Assets**

Particulars	(Rupees in Million)					
	Non-Current			Current		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Capital Advances	42.64	2.96	1.02	-	-	-
Advances other than capital advances:						
Advances to suppliers	-	-	-	98.30	271.65	97.92
<b>Sub Total</b>	<b>42.64</b>	<b>2.96</b>	<b>1.02</b>	<b>98.30</b>	<b>271.65</b>	<b>97.92</b>
Others						
Balance with Statutory authorities	-	-	-	15.09	-	1.74
Prepaid Expenses	-	-	-	11.64	15.34	5.21
<b>Sub Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>26.73</b>	<b>15.34</b>	<b>6.95</b>
<b>Total</b>	<b>42.64</b>	<b>2.96</b>	<b>1.02</b>	<b>125.03</b>	<b>286.99</b>	<b>104.87</b>

**Note 6**

**Inventories**

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
(Valued at lower of Cost and Net Realisable Value)			
Raw Materials	124.51	102.06	77.67
Finished goods	686.49	512.15	334.58
Stores and spares	289.36	157.25	54.52
<b>Total</b>	<b>1,100.36</b>	<b>771.46</b>	<b>466.77</b>



**SHIVALIK ENGINEERING INDUSTRIES LIMITED**  
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**Note 7**

**Trade Receivables**

(Rupees in Million)

Particulars	As at	As at	As at
	31 March 2024	31 March 2023	31 March 2022
Trade receivables			
Unsecured, considered good	817.64	631.09	433.24
<b>Total</b>	<b>817.64</b>	<b>631.09</b>	<b>433.24</b>

Note: The Company has used a practical expedient for computing expected credit loss allowance for trade receivables, taking into account historical credit loss experience and accordingly, provisions are made for expected credit loss for amounts due from customers where necessary.

**Trade Receivables ageing schedule**

(Rupees in Million)

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 Years	2-3 Years	More than 3 Years	
As at 31 March 2024	556.86	255.20	1.78	0.00	0.00	3.81	817.64
As at 31 March 2023	487.79	137.03	0.54	0.48	0.95	4.30	631.09
As at 31 March 2022	198.97	101.68	-	124.55	8.04	-	433.24

**Note 8**

**Cash and Cash Equivalents**

(Rupees in Million)

Particulars	As at	As at	As at
	31 March 2024	31 March 2023	31 March 2022
Balances with Banks (of the nature of cash and cash equivalents)	41.56	2.98	2.93
Cash on hand	3.15	2.82	0.84
Deposits with original maturity of less than 3 months	-	10.80	10.80
<b>Total</b>	<b>44.71</b>	<b>16.60</b>	<b>14.57</b>

**Note 9**

**Bank Balances other than Cash and Cash Equivalents**

(Rupees in Million)

Particulars	As at	As at	As at
	31 March 2024	31 March 2023	31 March 2022
Deposits with original maturity of more than 3 months but less than 12 months	-	0.10	3.52
<b>Total</b>	<b>-</b>	<b>0.10</b>	<b>3.52</b>



**SHIVALIK ENGINEERING INDUSTRIES LIMITED**  
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**NOTES TO STANDALONE FINANCIAL STATEMENT**

**Note 10: EQUITY SHARE CAPITAL**

Particulars	(Rupees in Million)					
	As at 31 March 2024		As at 31 March 2023		As at 31 March 2022	
	Number	Amount	Number	Amount	Number	Amount
Authorised Share Capital	2,86,38,500	286.39	1,10,00,000	110.00	1,10,00,000	110.00
Issued, Subscribed and Fully paid-up Share Capital (refer below notes on allotment pursuant to the Composite Scheme and sub-division of face value of equity shares)	1,23,62,208	123.62	75,11,910	75.12	75,11,910	75.12
Partly Paid Up Share Capital (Rs.4 paid up)	-	-	-	-	13,25,631	5.30
Forfeited Shares	-	-	-	7.86	-	-
<b>Balance at the beginning of the year</b>	<b>44,43,301</b>	<b>44.43</b>	<b>88,37,541</b>	<b>80.42</b>	<b>75,11,910</b>	<b>75.12</b>
Changes in equity share capital during the year:						
Issued during the year	79,18,907	79.19	-	-	13,25,631	5.30
Elimination of inter company holdings pursuant to the Composite Scheme*	-	-	(30,68,609)	(30.69)	-	-
Forfeited during the year**	-	-	(13,25,631)	(5.30)	-	-
<b>Balance at the end of the reporting year</b>	<b>1,23,62,208</b>	<b>123.62</b>	<b>44,43,301</b>	<b>44.43</b>	<b>88,37,541</b>	<b>80.42</b>
Share Forfeiture Account	-	7.86	-	5.30	-	-
Add: Forfeited shares acquired pursuant to the composite scheme of arrangement***	-	(7.86)	-	2.56	-	-
<b>Total share capital at the end of the reporting year</b>	<b>1,23,62,208</b>	<b>123.62</b>	<b>44,43,301</b>	<b>52.29</b>	<b>88,37,541</b>	<b>80.42</b>

\* Refer Note 30 h) Business Combination

\*\* The Company had allotted 6,45,454 partly paid equity shares on 10 November, 2021 and 6,80,177 partly paid equity shares on 27 December, 2021 through a rights issue to Camelia Grih Nirman Private Limited. As a result, Rs. 4 per share was paid-up at the time of share application. Later on making calls, the call money was not received from Camelia Grih Nirman Private Limited and, hence, the Company forfeited the above mentioned 13,25,631 partly paid equity shares by passing a resolution at the Board Meeting held on 28 June, 2022. On 21 December, 2023, the Board of Directors passed a resolution confirming that the Company shall not re-issue the partly paid-up equity shares which were earlier forfeited by the Company and accordingly, such partly-paid equity shares shall cease to exist with effect from the date of the resolution.

\*\*\*Shivalik Auto Engineering Private Limited (SAEPL) had allotted 6,38,042 partly paid equity shares on 10 January, 2022 through a rights issue to Camelia Grih Nirman Private Limited. As a result, Rs. 4 per share was paid-up at the time of share application. Later on making calls, the call money was not received from Camelia Grih Nirman Private Limited and, hence, the SAEPL forfeited the above mentioned 6,38,042 partly paid equity shares by passing a resolution at the Board Meeting held on 28 June, 2022.

**Rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital**

The Company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Shares in the Company held by each shareholder holding more than 5 % equity shares	As at 31 March 2024		As at 31 March 2023		As at 31 March 2022	
	No.	%	No.	%	No.	%
	Giriraj Singhania	63,64,970	51.49%	26,81,400	60.35%	26,81,400
Neelkamal Vanijya Pvt Ltd	-	0.00%	-	0.00%	28,74,930	35.75%
Samarth Investment Co. ##	9,64,200	7.80%	9,64,200	21.70%	9,64,200	11.99%
Sharda Shree Agricultural & Dev Pvt Ltd	10,11,020	8.18%	7,67,700	17.28%	7,67,700	9.55%
Raghendra Singhania #	10,16,717	8.22%	1	0.00%	1	0.00%
Shilpa Singhania	12,75,251	10.32%	-	0.00%	-	0.00%
Giriraj Singhania HUF	7,28,426	5.89%	-	0.00%	-	0.00%
Camelia Grih Nirmaan Pvt Ltd	-	0.00%	-	0.00%	13,25,631	6.59%

Particulars of promoter's holding	As at 31 March 2024			As at 31st March 2023			As at 31st March 2022		
	Number	% of total shares in the class	% Change during the year	Number	% of total shares in the class	% Change during the year	Number	% of total shares in the class	% Change during the year
Equity shares of Rs. 10 each, fully paid-up held by-									
Giriraj Singhania	63,64,970	51.49%	-8.86%	26,81,400	60.35%	27.01%	26,81,400	33.34%	-2.35%
Raghendra Singhania #	10,16,717	8.22%	8.22%	1	0.00%	0.00%	1	0.00%	0.00%



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**Note 10: EQUITY SHARE CAPITAL**

(Rupees in Million)

**Allotment of the equity shares pursuant to the Composite Scheme**

The Company had pursuant to a Composite Scheme among (i) Shivalik Auto Engineering Private Limited, (ii) Neelkamal Vanijya Private Limited, (iii) Adopt Comotrade Private Limited, (iv) Goldmoon Vinimay Private Limited (Companies at (i) to (iv) are hereinafter referred to as the "Transferor Companies") (v) Shivalik Power and Steel Limited (hereinafter referred to as the "Demerged Business") and (vi) the Company, approved by Hon'ble National Company Law Tribunal, Cuttack Bench had issued and allotted 79,18,907 equity shares of face value of Rs.10/- each to the shareholders of the Transferor Companies and the Demerged Business on 06 January 2024. Pursuant to the above mentioned Composite Scheme, 1,93,679 equity shares held by the Demerged Business and 28,74,930 equity shares held by Neelkamal Vanijya Private Limited of the Company were cancelled.

**Sub-division of the equity shares of the face value of Rs.10/- each into equity shares of the face value of Rs.5/- each**

The Board has at its meeting held on 04 June 2024 approved the sub-division of one equity share of Rs.10/- each into two equity shares of Rs.5/- each. The same was approved by the Shareholders at the Extra-Ordinary General Meeting held on 05 June 2024.

As a consequential effect of the above, the authorised share capital, issued, subscribed and paid-up equity share capital shall stand as:

Particulars	Number	Amount
Authorised Share Capital	5,72,77,000	286.39
Issued Share Capital	2,47,24,416	123.62
Subscribed Share Capital	2,47,24,416	123.62
Fully Paid-up Share Capital	2,47,24,416	123.62

**Reconciliation of the number of equity shares outstanding between 31 March, 2024 and as on 04 September 2024:**

Particulars	Number	Amount
Balance as on 31 March 2024	1,23,62,208	123.62
Sub-division of the equity shares of the face value of Rs.10/- each into equity shares of the face value of Rs.5/- each as approved by Board on 04 June 2024 and Shareholders on 05 June 2024	1,23,62,208	-
<b>Total issued, subscribed and paid-up share capital</b>	<b>2,47,24,416</b>	<b>123.62</b>

**Details of shares held by Promoters as on as on 04 September 2024:**

Particulars of promoter's holding	Number	% of total equity shares in the class
Equity shares of Rs. 5 each, fully paid-up held by- Giriraj Singhania	63,12,574	25.53%
Raghendra Singhania #	57,49,068	23.25%

**Details of equity shares held by equity shareholders holding more than 5% of the equity shares as on 04 September 2024:**

Particulars of equity shareholders holding more than 5% of the equity shares	Category	Number	% of total equity shares in the class
Giriraj Singhania	Promoter	63,12,574	25.53%
Raghendra Singhania #	Promoter	57,49,068	23.25%
Shilpa Singhania	Promoter Group	23,10,502	9.35%
Varsha Singhania	Promoter Group	22,00,000	8.90%
Sharda Shree Agriculture & Developers Private Limited	Promoter Group	20,22,040	8.18%
Samarth Investment Co. ##	Promoter Group	19,28,400	7.80%
Giriraj Singhania HUF	Promoter Group	14,56,852	5.89%

# Includes 2 equity shares (i.e., 1 equity share prior to the sub-division of the equity shares of the Company approved by the board of directors on June 4, 2024 and the shareholders on June 5, 2024. see Note 32 (b) for further details) of the Company which was inadvertently disclosed to be held by MR Singhania HUF in the Company's Statutory Consolidated Indian GAAP Financial Statements and the Special Purpose Consolidated Ind AS Financial Statements for the financial years ended March 31, 2023 and March 31, 2022. This inadvertent error has been corrected in the Consolidated Interim Financial Statements. The occurrence of this inadvertent error does not impact, and is not a material misstatement or omission in connection with, the financial condition and financial performance of the Company reflected in this Restated Consolidated Financial Information or the implementation of the composite scheme of arrangement among Shivalik Auto Engineering Private Limited, Neelkamal Vanijya Private Limited, Adopt Comotrade Private Limited, Goldmoon Vinimay Private Limited, Shivalik Power and Steel Private Limited and the Company (see Note 30 (h) for further details).

## M/s. Samarth Investment Co. ("Samarth") holds Equity Shares (the "Samarth Shares") of the Company. At the time of their dematerialisation, the Samarth Shares (in demat form) were credited to the account of Pranay Agrawal (a partner of Samarth at the time of dematerialisation) and were erroneously attributed to the PAN of Pranay Agrawal and not the PAN of Samarth. By a letter dated June 24, 2024, Pranay Agrawal has confirmed that the Samarth Shares were held in his account (and corporate actions on the Samarth Shares were received thereon from time to time) solely on behalf of Samarth. Pranay Agrawal is not a partner of Samarth since March 31, 2024 and as on the date of this Restated Consolidated Financial Information. In this regard, each of Raghendra Singhania, in his capacity as one of the current partners of Samarth and Pranay Agrawal, in both his individual capacity and as the erstwhile partner of Samarth, have notified the relevant depository participant and the Company through their respective letters, each dated June 24, 2024, requesting the Samarth Shares to be correctly attributed to the PAN of Samarth and, accordingly, credited to the demat account of Samarth.



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Note 11: OTHER EQUITY

a. Other Equity

(Rupees in Million)

Particulars	As at	As at	As at
	31 March 2024	31 March 2023	31 March 2022
Securities Premium	513.44	513.44	236.66
Retained Earnings	1,691.93	945.66	309.66
Capital Reserve	11.91	4.05	-
Equity Pending Allotment*	-	79.19	-
Remeasurements of Defined benefits plans	(6.65)	(0.44)	0.62
<b>Total</b>	<b>2,210.63</b>	<b>1,541.90</b>	<b>546.94</b>

\* Pursuant to the Composite Scheme, the company has made allotment of 79,18,907 equity shares of face value of Rs.10 each on 06th January 2024.

b. Movements in other equity

(Rupees in Million)

Particulars	Share Suspense Account (Refer Note 30)	Reserves and Surplus				TOTAL
		Capital Reserve	Securities Premium	Retained Earnings	Remeasurements of Defined benefits plans	
Balance at the end of the Year ending 31st March 2021	-	-	169.05	275.65	-	444.70
Profit for the Comparative Year ending 31st March 2022	-	-	-	34.01	-	34.01
Other Comprehensive Income for the Comparative Year ending 31st March 2022	-	-	-	-	0.62	0.62
<b>Total Comprehensive Income for the Comparative Year</b>	-	-	-	<b>34.01</b>	<b>0.62</b>	<b>34.63</b>
Add: received during the year	-	-	67.61	-	0	67.61
<b>Balance at the end of the comparative reporting Year ending 31st March 2022</b>	-	-	<b>236.66</b>	<b>309.66</b>	<b>0.62</b>	<b>546.94</b>
Profit for the Current Reporting year ending 31st March 2023	-	-	-	260.53	-	260.53
Other Comprehensive Income for the Current Reporting year ending 31st March 2023	-	-	-	-	(1.06)	(1.06)
<b>Total Comprehensive Income for the year</b>	-	-	-	<b>260.53</b>	<b>(1.06)</b>	<b>259.47</b>
Add: Surplus / (Deficit) arising pursuant to the Composite Scheme	-	4.05	-	375.47	-	379.52
Add: Securities Premium acquired pursuant to the Composite Scheme	-	-	347.72	-	-	347.72
Add: Shares to be issued pursuant to the Composite Scheme	79.19	-	-	-	-	79.19
Less: Crossholding elimination	-	-	(70.94)	-	-	(70.94)
<b>Balance at the end of the reporting year ending 31st March 2023</b>	<b>79.19</b>	<b>4.05</b>	<b>513.44</b>	<b>945.66</b>	<b>(0.44)</b>	<b>1,541.90</b>
Profit for the Current Reporting year ending 31st March 2024	-	-	-	763.87	-	763.87
Other Comprehensive Income for the Current Reporting year ending 31st March 2024	-	-	-	-	(6.21)	(6.21)
<b>Total Comprehensive Income for the period</b>	-	-	-	<b>763.87</b>	<b>(6.21)</b>	<b>757.66</b>
Add: Transfer pursuant to Annulment due to share forfeiture *	-	7.86	-	-	-	7.86
Less: IPO Expenditure	-	-	-	17.60	-	-17.60
Less: Shares issued	(79.19)	-	-	-	-	(79.19)
<b>Balance at the end of the reporting year ending 31st March 2024</b>	-	<b>11.91</b>	<b>513.44</b>	<b>1,691.93</b>	<b>(6.65)</b>	<b>2,210.63</b>

Nature and Purpose of each component of equity	Nature and Purpose
i. Securities Premium	Amounts received in excess of par value on issue of shares is classified as Securities Premium
ii. Retained Earnings	Retained earnings are the profits that the Group has earned till date, less any dividends or other distributions paid to shareholders
iii. Capital Reserve	Capital reserve represents the accumulated excess of the value of net assets acquired under business combination over the aggregate consideration transferred



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**Note 12**

**Borrowings**

(Rupees in Million)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
<b>NON CURRENT</b>			
<u>Secured</u>			
Term loans:			
- from Banks	321.79	526.90	348.75
<u>Unsecured</u>			
- Inter corporate deposits	-	9.20	8.80
- Loan from related parties	-	0.10	-
<b>Sub - Total</b>	<b>321.79</b>	<b>536.20</b>	<b>357.55</b>
<b>CURRENT</b>			
<u>Secured</u>			
Current maturities of long-term debt	170.99	211.59	83.95
Loans repayable on demand			
- from banks	451.06	504.39	253.95
<u>Unsecured</u>			
- Loan from related parties	-	-	-
<b>Sub - Total</b>	<b>622.05</b>	<b>715.98</b>	<b>337.90</b>
<b>Total</b>	<b>943.84</b>	<b>1,252.18</b>	<b>695.45</b>

A. Nature of Borrowings & Security	Interest Rate & Terms of repayment
<b>Loan from Punjab National Bank (TL I, II, III)</b>	
The loan is secured by a pari passu charge on the factory land and building at plot no.8, Hathkhaj Industrial Area, Bhilai and plant & Machineries, Electrical Installations and other fixed assets of the unit. The loan is further secured by personal guarantee of promoter directors & Corporate Guarantee of erstwhile Shivalik Power & Steel Private Limited. (Also refer Note 30)	Term Loan against Building and Plant & Machinery (TL I, II and III) - Term loan bearing ROI of 11.95% from Punjab National Bank is repayable in equated instalments as below: 1) TL-I - IC-56- 29 installments of Rs. 2.66 Million commencing March'23 IC-65 - 25 installments of Rs. 0.93 Million commencing from March'23 2) TL-II - 61 installments of Rs. 0.57 Million commencing March'23 3) TL-III - 75 installments of Rs. 0.50 Million commencing March'23.
<b>Loan from Punjab National Bank (COVID-19 Loan and GECL)</b>	
The loans are secured by extension of charge over existing primary and collateral securities.	1) COVID-19 Emergency Credit Facility - Repayable in equated installment in 18 months commencing from Jan'21 and carries ROI of 8.25% p.a. 2) Guaranteed Emergency Credit Line (GECL) - Repayable in equated installment in 36 months commencing from January'22 and carries ROI of 8.25% p.a. 3) Guaranteed Emergency Credit Line (GECL 2.0) - Repayable in equated installment in 48 months commencing from November'23 and carries ROI of 7.60% p.a.
<b>Term Loan from Bank of India</b>	
The loan is secured by a pari passu charge on EQM of factory land & building situated at no.8, Hathkhaj Industrial Area, Bhilai and plant & Machineries, Installations and other fixed assets of the unit. The loan is further secured by personal guarantee of promoter directors & Corporate Guarantee of erstwhile Shivalik Power & Steel Private Limited. (Also refer Note 30)	Term loan bearing ROI of 10.40% from Bank of India is repayable in monthly installments as below: 1) TL-I- Payable in 25 monthly balloning installments commencing Nov'20 2) TL-II- Payable in 31 monthly balloning installments commencing Nov'20 3) TL-III- Payable in 49 equated installments commencing Nov'20 4) TL-IV- Payable in 72 equated installments commencing Nov'20.
<b>GECL from Bank of India</b>	
The loans are secured by extension of charge over existing primary and collateral securities.	1) GECL-1 - Repayable in equated installment in 36 months commencing from January'22 and carries ROI of 8.35% p.a. 2) GECL-2 - Repayable in equated installment in 48 months commencing from December'23 and carries ROI of 7.65% p.a.
<b>Loan from HDFC Bank</b>	
1) The loan is secured by hypothecation of Tractor and personal guarantee of promoter directors. 2) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors. 3) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors. 4) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors. 5) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	1) Term loan bearing ROI of 11.55% from HDFC Bank repayable in equated monthly installment of Rs.11,152/- upto May 2019. 2) Term loan bearing ROI of 9.35% from HDFC Bank repayable in equated monthly installment of Rs.1,21,805/- upto November 2021. 3) Term loan bearing ROI of 8.51% from HDFC Bank repayable in equated monthly installment of Rs.30,556/- upto November 2022. 4) Term loan bearing ROI of 9.00% from HDFC Bank repayable in equated monthly installment of Rs.28,173/- upto November 2025. 5) Term loan bearing ROI of 8.5% from HDFC Bank repayable in equated monthly installment of Rs.1,15,604/-.



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**Note 12**

A. Nature of Borrowings & Security	Interest Rate & Terms of repayment
<b>Loan from Axis Bank</b>	
1) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	1) Term loan bearing ROI of 9.46% from Axis Bank repayable in equated monthly installment of Rs.25,401/- upto November 2021.
2) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	2) Term loan bearing ROI of 9.46% from Axis Bank repayable in equated monthly installment of Rs.26,201/- upto November 2021.
3) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	3) Term loan bearing ROI of 8.95% from Axis Bank repayable in equated monthly installment of Rs.49,286/- upto October 2023.
4) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	4) Term loan bearing ROI of 8.95% from Axis Bank repayable in equated monthly installment of Rs.24,755/-
5) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	5) Term loan bearing ROI of 8.95% from Axis Bank repayable in equated monthly installment of Rs.1,31,495/-
6) The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	6) Term loan from Axis Bank is repayable in Equitable monthly balancing installments.
<b>Against Term Loan/ FITL/WCTL from State Bank of India</b>	
The loan is secured by a pari passu hypothecation charge on the entire plant and machinery and equitable mortgage of land & building at Plot No.14, 15 and 16 at Engineering Park, Heavy Industrial Area, Hathkhaj of the of the company. The loan is further secured by personal guarantee of promoter directors & Corporate guarantee of Shivalik Engineering Industries Limited and Erstwhile Shivalik Power & Steel Private Limited. (Refer Note 30)	<b>Term Loan against Building and Plant &amp; Machinery</b> - Repayable in balloon installment in 105 months commencing from October 2022 and carries ROI of 13.75% <b>FITL - I</b> - Repayable in equated installment in 24 months commencing from April 21 and carries ROI of 13.75% <b>FITL - II &amp; III</b> - Repayable in equated installment in 24 months commencing from April 2022 and carries ROI of 14.75% <b>WCTL</b> - Repayable in equated installment in 24 months commencing from June 2022 and carries ROI of 14.75%
<b>Against Guaranteed Emergency Credit Line WCTL (GECL) and GECL Extension</b>	
Extension of hypothecation charge over entire Current Assets of the Company by way of hypothecation of the stocks of raw materials, stock in process, finished goods etc. at the Company's premise/ godown, including goods in transit/ shipment, outstanding moneys, book debts, receivables, other current assets, etc., both present and future. GECL and GECL (Extension) shall rank second charge with the existing credit facilities in terms of cash flows (including repayments) and securities	<b>GECL</b> - Repayable in equated installment in 36 months commencing from October 2021 and carries ROI of 9.25% <b>GECL Extension</b> - Repayable in equated installment in 36 months commencing from November 2023 and carries ROI of 9.25%
<b>Against Loan from Punjab National Bank</b>	
The loan is secured by a pari passu charge on the entire fixed assets of the proposed foundry & engineering project for mfg. of ready to use finished components for Automobiles, Railways and Engg. components. The loan is further secured by personal guarantee of promoter directors.	a. Term loan from PNB Bank repayable in equated monthly installment commencing from Oct 21 of which rate of interest is 8.55% b. Term loan from PNB Bank repayable in equated monthly installment commencing from Nov 23 of which rate of interest is 8.55%. However these loans has been taken over by ICICI Bank Limited in July 2023.
<b>Against Loan from HDFC Bank</b>	
The loan is secured by hypothecation of Vehicle and personal guarantee of promoter directors.	a. Term loan from HDFC Bank is repayable in Equitable monthly balancing installments commencing from February 2023.
<b>Against Loan from Kotak Bank</b>	
The loan is secured by a pari passu charge on the entire fixed assets of the proposed foundry & engineering project for mfg. of ready to use finished components for Automobiles, Railways and Engg. components. The loan is further secured by personal guarantee of promoter directors.	Term loan from Kotak Bank repayable in equated monthly installment commencing from Oct 22 of which rate of interest is 9.55%
<b>Working Capital Demand Loan</b>	
The loan is secured by hypothecation of asset created out of bank loan	The loan is repayable on balloning instalments commencing from December 20 and carries ROI of 7.70%.
<b>Working Capital Demand Loan - In relation to Erstwhile Shivalik Engineering Industries Limited &amp; Erstwhile Shivalik Auto Engineering Private Limited (Refer Note 30)</b>	The working capital facility is secured hypothecation charge over entire Current Assets of the Company by way of hypothecation of the stocks of raw materials, stock in process, finished goods etc. at the Company's premise/ godown, including goods in transit/ shipment, outstanding moneys, book debts, receivables, other current assets, etc., both present and future.
<b>Working Capital Demand Loan - In relation to Erstwhile Shivalik Power &amp; Steel Private Limited (Refer Note 30)</b>	The working capital facilities from Banks are secured by pari-passu charge over entire current assets i.e. stocks of Raw Material, Finished Goods, Consumables, Semi-Finished Goods and trade receivables of the Company and second charge over the other movable assets and immovable assets of the Company.

B. The Quarterly returns/statements of current assets filed by the Company for the year ended 31st March, 2024 with the Bank are in agreement with the books of accounts.





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**Note 13**

Particulars	(Rupees in Million)					
	Non Current			Current		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Provision for Gratuity	39.38	21.81	6.83	1.29	0.82	0.23
Provision for Leave Encashment	9.06	4.91	-	0.44	0.48	-
<b>Total</b>	<b>48.44</b>	<b>26.72</b>	<b>6.83</b>	<b>1.73</b>	<b>1.30</b>	<b>0.23</b>

**Note 14**

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	Deferred Tax Liabilities (Net):		
- Arising on account of difference in carrying amount and tax base of PPE and Intangibles	135.14	160.53	81.23
Deferred Tax Asset:			
- Accrued Expenses allowable on Actual Payments	(15.89)	(9.64)	(1.78)
Add: MAT Credit Entitlement	-	-	(47.49)
<b>Total</b>	<b>119.25</b>	<b>150.89</b>	<b>31.96</b>

**Note 15**

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	Outstanding due of Micro and Small Enterprises (Refer Note 30(b))	114.68	44.98
Outstanding due of Creditors other than Micro and Small Enterprises	266.29	146.10	377.69
<b>Total</b>	<b>380.97</b>	<b>191.08</b>	<b>444.46</b>

**Trade Payables ageing schedule**

Particulars	(Rupees in Million)					Total
	Outstanding for following periods from due date of payment					
Outstanding due to Micro and Small Enterprises	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As at 31 March 2024	109.30	5.38	-	-	-	114.68
As at 31 March 2023	21.74	23.24	-	-	-	44.98
As at 31 March 2022	25.10	41.67	-	-	-	66.77

Particulars	(Rupees in Million)					Total
	Outstanding for following periods from due date of payment					
Outstanding due of Creditors other than Micro and Small Enterprises	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
As at 31 March 2024	124.42	135.56	0.70	0.08	5.53	266.29
As at 31 March 2023	74.04	69.70	0.17	-	2.19	146.10
As at 31 March 2022	172.94	183.24	4.05	15.79	1.67	377.69

**Note 16**

Particulars	(Rupees in Million)					
	Non Current			Current		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Carried at Amortised Cost:						
Others:						
Payable Against Capital Assets	-	-	-	15.45	9.13	3.37
Employee benefits	-	-	-	30.98	27.10	13.38
Liabilities for expenses	-	-	-	3.99	1.74	2.01
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>50.42</b>	<b>37.97</b>	<b>18.76</b>

**Note 17**

Particulars	(Rupees in Million)					
	Non Current			Current		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Contract Liabilities	-	-	-	4.58	10.32	23.33
Statutory Dues	-	-	-	54.42	86.71	33.80
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>59.00</b>	<b>97.03</b>	<b>57.13</b>

Movement of contract liabilities is as under;

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
As at beginning of the year			
Recognised as revenue from contracts with customers	10.32	23.33	16.28
Advance from customers received during the year	(12.33)	(73.23)	(185.97)
<b>Balance at the close of the year</b>	<b>4.58</b>	<b>10.32</b>	<b>23.33</b>



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**Note 18**

**Revenue from Operations**

(Rupees in Million)

Particulars	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
Sale Of Products	6,910.67	5,504.73	3,117.97
Sale Of Services; and Sale of Services	-	-	11.58
	6,910.67	5,504.73	3,129.55
Other Operating Revenues: Export Incentives	5.76	2.35	0.50
<b>Total</b>	<b>6,916.43</b>	<b>5,507.08</b>	<b>3,130.05</b>

The management determines that the segment information reported is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

Reconciliation of revenue recognised with the contracted price is as follows:

Particulars	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
Gross Sales (Contracted Price)	7,096.88	5,547.43	3,139.01
Reductions towards variable consideration (Turnover discount, Price Variation, Other Expenses)	(186.21)	(42.70)	(21.04)
<b>Revenue recognised</b>	<b>6,910.67</b>	<b>5,504.73</b>	<b>3,117.97</b>

**Note 19**

**Other Income**

(Rupees in Million)

Particulars	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
Interest Income	6.31	7.77	2.58
Gain on Foreign Exchange Translations	-	1.55	-
Other Non-Operating Income:			
Miscellaneous Income	0.99	7.03	-
<b>Total</b>	<b>7.30</b>	<b>16.35</b>	<b>2.58</b>

**Note 20**

**Cost of Materials consumed**

(Rupees in Million)

Particulars	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
Opening Stock of Raw Materials	102.06	77.67	74.67
Opening Stock of Raw Materials on the Composite Scheme	-	60.92	-
Purchases during the year	3,494.60	3,488.87	2,273.98
Closing Stock of Raw Materials	124.51	102.06	77.67
<b>Total</b>	<b>3,472.15</b>	<b>3,525.40</b>	<b>2,270.98</b>

**Note 21**

**Changes in Inventories Of Finished Goods And Work-In-Progress**

(Rupees in Million)

Particulars	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
Closing Stock:			
Finished Goods	686.49	512.15	334.58
Work-in-Progress	-	-	-
Stock-in-Trade	-	-	-
	686.49	512.15	334.58
Less: Opening Stock:			
Finished goods	512.15	334.58	195.89
Finished goods on the Composite Scheme	-	228.83	-
Work-in-Progress	-	-	-
Stock-in-Trade	-	-	-
	512.15	563.41	195.89
<b>Total</b>	<b>(174.34)</b>	<b>51.26</b>	<b>(138.69)</b>



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Note 22

Employee Benefits Expense

Particulars	(Rupees in Million)		
	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Salaries and Wages	427.51	199.71	103.61
Contribution to provident, gratuity and other funds	50.08	18.65	16.72
Staff welfare expenses	8.02	10.16	14.46
<b>Total</b>	<b>485.61</b>	<b>228.52</b>	<b>134.79</b>

Note 23

Finance Costs

Particulars	(Rupees in Million)		
	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Interest on Loans and Deposits	2.29	0.79	2.14
Interest on Term Loan	63.03	34.03	42.37
Interest on Working Capital Facilities	31.08	23.01	27.76
Bill Discounting Charges	77.24	46.35	25.17
<b>Total</b>	<b>173.64</b>	<b>104.18</b>	<b>97.44</b>

Note 24

Depreciation and Amortisation expense

Particulars	(Rupees in Million)		
	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Depreciation on Property, Plant And Equipment	171.97	88.36	68.49
Amortisation of ROU Assets	0.39	0.27	0.18
<b>Total</b>	<b>172.36</b>	<b>88.63</b>	<b>68.67</b>

Note 25

Other Expenses

Particulars	(Rupees in Million)		
	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Stores and Spares Consumed	1018.08	725.53	391.36
Power and Fuel	488.55	240.93	171.21
Advertisement Expenses	3.65	2.21	0.53
Processing Expenses	11.72	16.28	13.85
Rent	15.47	17.69	8.77
Rates and Taxes	3.67	0.32	0.37
Insurance	19.21	6.96	5.27
Printing and Stationery	1.37	0.41	0.06
Repairs and Renewals:			
Buildings	0.96	0.21	-
Plant and Machinery	31.42	21.66	4.24
Other Assets	15.07	3.63	-
Travelling and Conveyance	20.95	12.64	3.29
Communication Expenses	0.99	0.59	0.33
Foreign Exchange Translation	0.32	-	0.99
Interest on Other Statutory Dues	0.61	0.02	0.61
Legal & Professional expenses	21.00	7.38	4.40
Corporate Social Responsibility Expenses	3.83	2.50	1.59
Vehicle Expenses	0.81	0.18	-
Auditors' Remuneration:			
As Auditors:			
Audit fee	0.80	0.65	0.03
Freight and Forwarding (Net)	78.98	57.83	41.93
Bank Charges	6.12	4.68	1.99
Miscellaneous Expenses	44.60	13.05	12.34
Loss From Investment in Partnership Firm	0.00	-	-
<b>Total</b>	<b>1,788.16</b>	<b>1,135.35</b>	<b>663.16</b>



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NOTES TO STANDALONE FINANCIAL STATEMENT

**Note 26**

**A. Capital Management**

For the purpose of Company's Capital Management, capital includes Issued Equity Capital, Securities Premium, and all other Equity Reserves attributable to the Equity Holders of the Holding Company. The primary objective of the Company's Capital Management is to maximise the Share Holder Value.

The Company manages its capital structure and makes adjustments in the light of changes in economic conditions and requirements of the financial covenants and to continue as a going concern. The Company monitors using a gearing ratio which is net debts divided by total capital plus net debt. The company includes within net debt, interest bearing loans and borrowings, less cash and short term deposit.

Particulars	(Rupees in Million)		
	31st March 2024	31st March 2023	31st March 2022
Interest bearing Loans and Borrowings	943.84	1,252.18	695.45
Less: Cash and Short Term Deposits	44.72	16.69	18.09
Net Debt	899.12	1,235.49	677.36
Equity	123.62	52.29	80.42
Other Equity	2,210.63	1,541.90	546.94
Total Capital	2,334.25	1,594.20	627.36
Capital and Net Debt	3,233.37	2,829.69	1,304.72
Gearing Ratio %	27.81%	43.66%	51.92%

**B. Financial Risk Management**

The Company is exposed to market risk, credit risk and liquidity risk. The Company's board of director oversees the management of these risks. The Company's board of director is responsible to ensure that Company's financial risk activities which are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The board of directors reviews and agrees policies for managing each of these risks, which are

**i) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises interest rate risk and currency risk financial instruments affected by market risk include trade receivables, trade payables and borrowings. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing the return.

**Interest Rate Risks**

The Company borrows funds in Indian Rupees to meet both the long term and short term funding requirements. Interest rate is fixed for the tenure of the Long term loans availed by the Company. Interest on Short term borrowings is subject to floating interest rate and are repriced regularly. The sensitivity analysis detailed below have been determined based on the exposure to variable interest rates on the average outstanding amounts due to bankers over a year.

If the interest rates had been 1% higher / lower and all other variables held constant, the company's profit for the year ended 31st March, 2024, 31st March, 2023, 31st March, 2022 would have been decreased/increased by

Particulars		31st March 2024	31st March 2023	31st March 2022
Term Loans	Rs. Million	492.78	738.49	432.70
Sensitivity (+/- 1%)	Rs. Million	4.93	7.38	4.33

**Foreign Currency Risks**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. The Company does not enter into forward exchange contracts to hedge its foreign currency exposures. Foreign currency risks from financial instruments at the end of the reporting period expressed in INR :

**Unhedged Short Term Exposures :**

Particulars	Currency	As at 31st March 2024		As at 31st March 2023		As at 31st March 2022	
		Amount in Foreign Currency - In Million	Amount- In ₹ Million	Amount in Foreign Currency - In Million	Amount- In ₹ Million	Amount in Foreign Currency - In Million	Amount- In ₹ Million
Financial Assets	USD	1.49	121.19	0.43	35.60	0.34	25.63
Net exposure	USD	1.49	121.19	0.43	35.60	0.34	25.63

The company is mainly exposed to changes in US Dollar

The Sensitivity analysis is prepared on the net unhedged exposure of the company at the reporting date.

The sensitivity to a 0.25% to 1% increase or decrease in US Dollar against INR with all other variables held constant will be as follows:

Particulars	Currency	As at 31st March 2024	As at 31st March 2023	As at 31st March 2022
Sensitivity (+/- 1%)	USD	1.21	0.36	0.26

**ii) Credit Risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.



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**Note 26**

**Cash and cash equivalents and deposits with bank**

Cash and cash equivalents of the Company are held with banks which have high credit rating. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

**Trade Receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company has a policy under which each new customer is analysed individually for creditworthiness before offering credit period and delivery terms and conditions.

Based on internal assessment which is driven by the historical experience/current facts available in relation to default and delays in collection thereof, the credit risk for trade receivables is considered low. The Company estimates its allowance for trade receivable using lifetime expected credit loss. Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivable and the amount of the loss is recognized in the Statement of Profit and Loss within other expenses.

Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. The Company assesses and manages credit risk based on the Company's credit policy. The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The ageing analysis of trade receivables is disclosed in Note 7.

**Security Deposits**

Company has given security deposit to state government companies for electricity supply. Being government companies, the Company does not have exposure to any credit risk.

**iii) Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are proposed to be settled by delivering cash or other financial asset. The Company's financial planning has ensured, as far as possible, that there is sufficient liquidity to meet the liabilities whenever due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company has practiced financial diligence and syndicated adequate liquidity in all business scenarios.

**Exposure to liquidity risk:**

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements

Particulars	As at 31st March 2024			
	Less than 1 year	1-3 years	3-5 years	More Than 5 years
Borrowings	622.05	252.32	69.47	-
Trade Payable	380.97	-	-	-
Other Financial Liabilities	50.42	-	-	-

Particulars	As at 31st March 2023			
	Less than 1 year	1-3 years	3-5 years	More Than 5 years
Borrowings	716.56	274.52	131.10	130.00
Trade Payable	191.08	-	-	-
Other Financial Liabilities	37.97	-	-	-

Particulars	As at 31st March 2022			
	Less than 1 year	1-3 years	3-5 years	More Than 5 years
Borrowings	432.55	190.76	67.94	4.20
Trade Payable	444.46	-	-	-
Other Financial Liabilities	18.76	-	-	-



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**Note 27 (a)- Explanation of transition to Ind AS**

The Standalone Financial Statement for the years ended 31 March 2023, 2022 and 2021 are the Standalone Financial Statement prepared by the Company in accordance with Ind AS. For the periods upto and including the year ended 31 March 2023, 31 March 2022, and 31 March 2021, the Company prepared its Standalone Financial Statement in accordance with the Generally Accepted Accounting Principles in India (previous GAAP). Reconciliation and description of the effect of transition from previous IGAAP to Ind AS are provided below:

Accordingly, the Company has prepared Standalone Financial Statement which comply with Ind AS applicable for the year ended 31 March 2024, together with the comparative year data as at and for the years ended 31 March 2023, 31 March 2022 and 31 March 2021, as described in the summary of significant accounting policies.

**A. Optional Exemptions availed**

**i) Deemed Cost - Previous GAAP carrying amount**

The Company has elected to continue with the carrying value of its PPE, CWIP and Intangible assets recognized as of 1st April 2020 (Transition date) measured as per previous GAAP and use that carrying value as its deemed cost as of the transition date.

**B. Applicable Mandatory Exceptions**

**i) Estimates**

Estimates in accordance with Ind AS at the transition date will be consistent with estimates made for the same date in accordance with IGAAP (after adjustments to reflect any difference in Accounting Policies) unless there is objective evidence that those estimates were in error.

**ii) Derecognition of financial assets and financial liabilities**

The Company has applied the de-recognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after April 1, 2020 (the transition date).

**iii) Classification and measurement of financial instrument**

As required under Ind AS 101 the company has assessed the classification and measurement of financial assets on the basis of facts and circumstances that exist at the date of transition to Ind AS.

**iv) Impairment of financial assets**

The Company has applied the impairment requirements of Ind AS 109 retrospectively; however, as permitted by Ind AS 101, it has used reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments were initially recognised in order to compare it with the credit risk at the transition date. Further, the Company has not undertaken an exhaustive search for information when determining, at the date of transition to Ind AS whether there have been significant increases in credit risk since initial recognition, as permitted by Ind AS 101.

**C. Transition to Ind AS - Reconciliations**

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent reconciliations from IGAAP to Ind AS.

**i. Reconciliation of balance sheet as at 31 March, 2023, 31 March, 2022, 31 March, 2021 and April 01, 2020**

**ii. Reconciliation of Total Comprehensive Income for the year ended March 31, 2023, March 31, 2022, March 31, 2021**

On account of transition to Ind AS, there is no material adjustment to the Statement of Cash Flows.

The presentation requirements under previous GAAP differs from Ind AS and hence previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The regrouped previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with Previous GAAP.



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NOTES TO STANDALONE FINANCIAL STATEMENT

(Rupees in Million)

Note 27 C (i) - Reconciliation of Equity as at 1 April 2020

Particulars	Previous GAAP*	Reclassification	Ind AS	Adjustments	Ind AS
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, Plant and Equipment	763.35	(10.12)	753.23	-	753.23
Right of use assets	-	10.13	10.13	-	10.13
- Investments	80.29	-	80.29	-	80.29
- Other financial assets	30.45	0.00	30.45	-	30.45
Other non-current assets	-	1.09	1.09	-	1.09
<b>Current Assets</b>					
Inventories	302.69	0.00	302.69	-	302.69
<b>Financial Assets:</b>					
- Trade Receivables	210.12	(0.00)	210.12	-	210.12
- Cash and cash Equivalents	15.36	(0.00)	15.36	-	15.36
- Bank balances other than cash and cash equivalents	-	3.52	3.52	-	3.52
- Loans	-	0.48	0.48	-	0.48
- Others financial assets	137.00	(134.35)	2.65	-	2.65
Current Tax Assets (Net)	-	0.34	0.34	-	0.34
Other current assets	64.36	76.47	140.83	-	140.83
<b>TOTAL ASSETS</b>	<b>1,603.62</b>	<b>(52.44)</b>	<b>1,551.18</b>	<b>-</b>	<b>1,551.18</b>
<b>Equity</b>					
Equity Share Capital	75.12	0.00	75.12	-	75.12
Other Equity	435.11	-	435.11	-	435.11
<b>Total Equity</b>	<b>510.23</b>	<b>0.00</b>	<b>510.23</b>	<b>-</b>	<b>510.23</b>
<b>LIABILITIES</b>					
<b>Non-Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	362.44	0.00	362.44	-	362.44
Deferred Tax Liabilities (Net)	82.03	(52.45)	29.58	-	29.58
Other non-current liabilities	98.14	(98.14)	-	-	-
<b>Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	267.80	75.06	342.86	-	342.86
- Trade Payables	-	-	-	-	-
(A) total outstanding dues of micro & small enterprises	-	-	-	-	-
(B) total outstanding dues other than micro & small enterprises	84.57	174.61	259.18	-	259.18
- Other Financial Liabilities	-	5.18	5.18	-	5.18
Other Current Liabilities	186.89	(156.71)	30.18	-	30.18
Provisions	11.53	0.00	11.53	-	11.53
<b>Total Liabilities</b>	<b>1,093.39</b>	<b>(52.44)</b>	<b>1,040.95</b>	<b>-</b>	<b>1,040.95</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1,603.62</b>	<b>(52.44)</b>	<b>1,551.18</b>	<b>-</b>	<b>1,551.18</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.



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Note 27 C (i) - Reconciliation of Equity as at 31st March 2021

Particulars	(Rupees in Million)				
	Previous GAAP *	Reclassification	Ind AS	Adjustments	Ind AS
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, Plant and Equipment	733.84	(21.71)	712.13	-	712.13
Right of use assets	-	21.71	21.71	-	21.71
<b>Financial Assets;</b>					
- Investments	80.29	-	80.29	-	80.29
- Other financial assets	-	34.02	34.02	-	34.02
Other non-current assets	34.02	(31.66)	2.36	-	2.36
	<b>848.15</b>	<b>2.36</b>	<b>850.51</b>	<b>-</b>	<b>850.51</b>
<b>Current Assets</b>					
Inventories	329.39	-	329.39	-	329.39
<b>Financial Assets;</b>					
- Trade Receivables	497.01	-	497.01	-	497.01
- Cash and cash Equivalents	16.51	-	16.51	-	16.51
- Bank balances other than cash and cash equivalents	-	3.52	3.52	-	3.52
- Loans	151.12	(149.83)	1.29	-	1.29
- Others financial assets	-	17.25	17.25	-	17.25
Current Tax Assets (Net)	-	3.34	3.34	-	3.34
Other current assets	78.46	71.49	149.95	-	149.95
	<b>1,072.49</b>	<b>(54.23)</b>	<b>1,018.26</b>	<b>-</b>	<b>1,018.26</b>
<b>Total assets</b>	<b>1,920.64</b>	<b>(51.87)</b>	<b>1,868.77</b>	<b>-</b>	<b>1,868.77</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Equity share capital	75.12	-	75.12	-	75.12
Other equity	444.70	-	444.70	-	444.70
<b>Equity attributable to owners</b>	<b>519.82</b>	<b>-</b>	<b>519.82</b>	<b>-</b>	<b>519.82</b>
Non Controlling Interest	-	-	-	-	-
<b>Total equity</b>	<b>519.82</b>	<b>-</b>	<b>519.82</b>	<b>-</b>	<b>519.82</b>
<b>LIABILITIES</b>					
<b>Non-current liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	446.74	-	446.74	-	446.74
Deferred Tax Liabilities (Net)	88.31	(52.67)	35.64	-	35.64
Other non-current liabilities	89.47	(89.47)	-	-	-
	<b>624.52</b>	<b>(142.14)</b>	<b>482.38</b>	<b>-</b>	<b>482.38</b>
<b>Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	244.11	88.50	332.61	-	332.61
- Trade Payables	-	-	-	-	-
(A) total outstanding dues of micro & small enterprises	-	132.73	132.73	-	132.73
(B) total outstanding dues other than micro & small enterprises	151.03	178.12	329.15	-	329.15
- Other Financial Liabilities	-	18.97	18.97	-	18.97
Other Current Liabilities	381.16	(328.05)	53.11	-	53.11
<b>Total current liabilities</b>	<b>776.30</b>	<b>90.27</b>	<b>866.57</b>	<b>-</b>	<b>866.57</b>
<b>Total liabilities</b>	<b>1,400.82</b>	<b>(51.87)</b>	<b>1,348.95</b>	<b>-</b>	<b>1,348.95</b>
<b>Total equity and liabilities</b>	<b>1,920.64</b>	<b>(51.87)</b>	<b>1,868.77</b>	<b>-</b>	<b>1,868.77</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.





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Note 27 C (i) - Reconciliation of Equity as at 31st March 2022

(Rupees in Million)

Particulars	Previous GAAP *	Reclassification	Ind AS	Adjustments	Ind AS
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, Plant and Equipment	727.02	(21.53)	705.49	-	705.49
Right of use assets	-	21.53	21.53	-	21.53
<b>Financial Assets;</b>					
- Investments	80.29	-	80.29	-	80.29
- Other financial assets	-	33.97	33.97	-	33.97
Other non-current assets	33.97	(32.95)	1.02	-	1.02
	<b>841.28</b>	<b>1.02</b>	<b>842.30</b>	<b>-</b>	<b>842.30</b>
<b>Current Assets</b>					
Inventories	466.77	-	466.77	-	466.77
<b>Financial Assets;</b>					
- Trade Receivables	433.24	-	433.24	-	433.24
- Cash and cash Equivalents	14.57	-	14.57	-	14.57
- Bank balances other than cash and cash equivalents	-	3.52	3.52	-	3.52
- Loans	109.94	(109.94)	-	-	-
- Others financial assets	-	12.60	12.60	-	12.60
Current Tax Assets (Net)	-	4.30	4.30	-	4.30
Other current assets	73.48	31.38	104.87	-	104.87
	<b>1,098.01</b>	<b>(58.14)</b>	<b>1,039.87</b>	<b>-</b>	<b>1,039.87</b>
<b>Total assets</b>	<b>1,939.29</b>	<b>(57.12)</b>	<b>1,882.17</b>	<b>-</b>	<b>1,882.17</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Equity share capital	80.42	-	80.42	-	80.42
Other equity	546.95	-	546.94	-	546.94
Equity attributable to owners	<b>627.37</b>	<b>-</b>	<b>627.36</b>	<b>-</b>	<b>627.36</b>
Non Controlling Interest	-	-	-	-	-
<b>Total equity</b>	<b>627.37</b>	<b>-</b>	<b>627.36</b>	<b>-</b>	<b>627.36</b>
<b>LIABILITIES</b>					
<b>Non-current liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	357.55	-	357.55	-	357.55
- Lease liabilities	-	-	-	-	-
Provisions	6.83	-	6.83	-	6.83
Deferred Tax Liabilities (Net)	79.45	(47.49)	31.96	-	31.96
Other non-current liabilities	45.49	(45.49)	-	-	-
	<b>489.33</b>	<b>(92.98)</b>	<b>396.34</b>	<b>-</b>	<b>396.34</b>
<b>Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	337.90	-	337.90	-	337.90
- Trade Payables	-	-	-	-	-
(A) total outstanding dues of micro & small enterprises	-	66.77	66.77	-	66.77
(B) total outstanding dues other than micro & small enterprises	118.96	258.73	377.69	-	377.69
- Other Financial Liabilities	-	18.76	18.76	-	18.76
Other Current Liabilities	365.50	(308.38)	57.12	-	57.12
Provisions	0.23	-	0.23	-	0.23
Current Tax Liabilities (Net)	-	-	-	-	-
<b>Total current liabilities</b>	<b>822.58</b>	<b>35.87</b>	<b>858.47</b>	<b>-</b>	<b>858.47</b>
<b>Total liabilities</b>	<b>1,311.91</b>	<b>(57.12)</b>	<b>1,254.81</b>	<b>-</b>	<b>1,254.81</b>
<b>Total equity and liabilities</b>	<b>1,939.29</b>	<b>(57.12)</b>	<b>1,882.17</b>	<b>-</b>	<b>1,882.17</b>

\* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.



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Note 27 C (i) - Reconciliation of Equity as at 31st March 2023

Particulars	(Rupees in Million)				
	Previous GAAP *	Reclassification	Ind AS	Adjustments	Ind AS
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Property, Plant and Equipment	1,546.97	(36.86)	1,510.11	-	1,510.11
Right of use assets	-	36.88	36.88	-	36.88
<b>Financial Assets;</b>					
- Investments	-	-	-	-	-
- Other financial assets	15.52	79.03	94.55	-	94.55
Other non-current assets	76.31	(73.35)	2.96	-	2.96
	<u>1,638.80</u>	<u>5.70</u>	<u>1,644.50</u>	<u>-</u>	<u>1,644.50</u>
<b>Current Assets</b>					
Inventories	771.46	-	771.46	-	771.46
<b>Financial Assets;</b>					
- Trade Receivables	631.10	(0.01)	631.09	-	631.09
- Cash and cash Equivalents	16.60	-	16.60	-	16.60
- Bank balances other than cash and cash equivalents	-	0.10	0.10	-	0.10
- Loans	274.22	(274.22)	-	-	-
- Others financial assets	-	6.00	6.00	-	6.00
Other current assets	24.56	262.43	286.99	-	286.99
	<u>1,717.94</u>	<u>(5.72)</u>	<u>1,712.24</u>	<u>-</u>	<u>1,712.24</u>
<b>Total assets</b>	<b>3,356.74</b>	<b>(0.02)</b>	<b>3,356.74</b>	<b>-</b>	<b>3,356.74</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Equity share capital	80.42	(28.13)	52.29	-	52.29
Other equity	1,513.78	28.12	1,541.90	-	1,541.90
Equity attributable to owners	<u>1,594.20</u>	<u>(0.01)</u>	<u>1,594.19</u>	<u>-</u>	<u>1,594.19</u>
Non Controlling Interest	-	-	-	-	-
<b>Total equity</b>	<u>1,594.20</u>	<u>(0.01)</u>	<u>1,594.19</u>	<u>-</u>	<u>1,594.19</u>
<b>LIABILITIES</b>					
<b>Non-current liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	536.20	-	536.20	-	536.20
Provisions	26.72	-	26.72	-	26.72
Deferred Tax Liabilities (Net)	150.89	-	150.89	-	150.89
Other non-current liabilities	9.13	(9.13)	-	-	-
	<u>722.94</u>	<u>(9.13)</u>	<u>-</u>	<u>-</u>	<u>713.81</u>
<b>Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	715.98	-	715.98	-	715.98
- Trade Payables	-	-	-	-	-
(A) total outstanding dues of micro & small enterprises	44.98	-	44.98	-	44.98
(B) total outstanding dues other than micro & small enterprises	146.09	-	146.10	-	146.10
- Other Financial Liabilities	-	37.97	37.97	-	37.97
Other Current Liabilities	125.87	(28.85)	97.03	-	97.03
Provisions	6.68	(5.38)	1.30	-	1.30
Current Tax Liabilities (Net)	-	5.38	5.38	-	5.38
<b>Total current liabilities</b>	<u>1,039.60</u>	<u>9.12</u>	<u>1,048.74</u>	<u>-</u>	<u>1,048.74</u>
<b>Total liabilities</b>	<u>1,762.54</u>	<u>(0.01)</u>	<u>1,762.55</u>	<u>-</u>	<u>1,762.55</u>
<b>Total equity and liabilities</b>	<b>3,356.74</b>	<b>(0.02)</b>	<b>3,356.74</b>	<b>-</b>	<b>3,356.74</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.



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Note 27C (ii) - Reconciliation of Total Comprehensive Income for the year ended 31 March 2021

(Rupees in Million)

Particulars	Foot Note	Previous GAAP *	Reclassification	Ind AS Adjustments	Adjustments	Ind AS
<b>INCOME</b>						
Revenue from Operations	i	1,886.42	0.06	1,886.48	-	1,886.48
Other Income		3.51	(1.05)	2.46	-	2.46
<b>TOTAL INCOME</b>		<b>1,889.93</b>	<b>(0.99)</b>	<b>1,888.94</b>	<b>-</b>	<b>1,888.94</b>
<b>EXPENSES</b>						
Cost of materials consumed	ii	1,465.60	(273.55)	1,192.05	-	1,192.05
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress		(27.97)	-	(27.97)	-	(27.97)
Employee Benefits expense		91.26	-	91.26	-	91.26
Finance Costs	ii	87.82	(2.31)	85.51	-	85.51
Depreciation and Amortisation expense		66.33	-	66.32	-	66.32
Other Expenses	i&ii	187.46	274.87	462.34	-	462.34
<b>TOTAL EXPENSES</b>		<b>1,870.50</b>	<b>(0.99)</b>	<b>1,869.51</b>	<b>-</b>	<b>1,869.51</b>
<b>PROFIT BEFORE TAX</b>		<b>19.43</b>	<b>(0.00)</b>	<b>19.43</b>	<b>-</b>	<b>19.43</b>
<b>TAX EXPENSE</b>						
(1) Current Tax		3.78	-	3.78	-	3.78
(2) Deferred Tax		6.27	-	6.27	-	6.27
(3) MAT Credit Utilised		0.06	(0.06)	-	-	-
(4) Earlier Years adjustments		(0.27)	0.06	(0.21)	-	(0.21)
<b>TOTAL TAX EXPENSE</b>		<b>9.84</b>	<b>-</b>	<b>9.84</b>	<b>-</b>	<b>9.84</b>
<b>PROFIT FOR THE YEAR</b>		<b>9.59</b>	<b>(0.00)</b>	<b>9.59</b>	<b>-</b>	<b>9.59</b>
<b>OTHER COMPREHENSIVE INCOME</b>						
Items that will not be reclassified to Profit or Loss						
Remeasurements of Defined benefit plans		-	-	-	-	-
Income Tax relating to items that will not be reclassified to Profit or Loss		-	-	-	-	-
<b>TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR, NI</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>9.59</b>	<b>(0.00)</b>	<b>9.59</b>	<b>-</b>	<b>9.59</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.

Notes:

**i. Revenue Recognition - Ind AS 115**

Under Indian GAAP, variable consideration i.e. discounts on Sales was recorded under Other Expenses. Under Ind-AS, revenue from operations is to be recognised net of variable considerations.

**ii. Other Expenses/Income**

Other expenses viz Stores Consumption and bank charges have reclassified to Other expenses. Export Incentives have been reclassified to Revenue from operations.



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**Note 27 C (ii) - Reconciliation of Total Comprehensive Income for the year ended 31 March 2022**

(Rupees in Million)

Particulars	Foot Note	Previous GAAP *	Reclassification	Ind AS Adjustments	Adjustments	Ind AS
<b>INCOME</b>						
Revenue from Operations	i	3,133.02	(2.97)	3,130.05	-	3,130.05
Other Income	ii	3.08	(0.50)	2.58	-	2.58
<b>TOTAL INCOME</b>		<b>3,136.10</b>	<b>(3.47)</b>	<b>3,132.63</b>	<b>-</b>	<b>3,132.63</b>
<b>EXPENSES</b>						
Cost of materials consumed	ii	2,290.98	(20.00)	2,270.98	-	2,270.98
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress		(138.69)	0.00	(138.69)	-	(138.69)
Employee Benefits expense	iii	133.90	0.89	134.79	-	134.79
Finance Costs	ii	99.95	(2.51)	97.44	-	97.44
Depreciation and Amortisation expense		68.67	-	68.67	-	68.67
Other Expenses	i&ii	644.11	19.05	663.16	-	663.16
<b>TOTAL EXPENSES</b>		<b>3,098.92</b>	<b>(2.57)</b>	<b>3,096.35</b>	<b>-</b>	<b>3,096.35</b>
<b>PROFIT BEFORE TAX</b>		<b>37.18</b>	<b>(0.90)</b>	<b>36.28</b>	<b>-</b>	<b>36.28</b>
<b>TAX EXPENSE</b>						
(1) Current Tax		6.21	-	6.21	-	6.21
(2) Deferred Tax	iii	(8.86)	(0.26)	(9.12)	-	(9.12)
(3) MAT Credit Utilised		0.01	(0.01)	-	-	-
(4) Earlier Years adjustments		5.18	0.01	5.18	-	5.18
<b>TOTAL TAX EXPENSE</b>		<b>2.53</b>	<b>(0.26)</b>	<b>2.27</b>	<b>-</b>	<b>2.27</b>
<b>PROFIT FOR THE YEAR</b>		<b>34.65</b>	<b>(0.64)</b>	<b>34.01</b>	<b>-</b>	<b>34.01</b>
<b>OTHER COMPREHENSIVE INCOME</b>						
Items that will not be reclassified to Profit or Loss						
Remeasurements of Defined benefit plans	iii	-	0.88	0.88	-	0.88
Income Tax relating to items that will not be reclassified to Profit or Loss	iii	-	(0.26)	(0.26)	-	(0.26)
<b>TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX</b>		<b>-</b>	<b>0.63</b>	<b>0.62</b>	<b>-</b>	<b>0.62</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>34.65</b>	<b>(0.02)</b>	<b>34.63</b>	<b>-</b>	<b>34.63</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.

**Notes:**

**i. Revenue Recognition - Ind AS 115**

Under Indian GAAP, variable consideration i.e. discounts on Sales was recorded under Other Expenses. Under Ind-AS, revenue from operations is to be recognised net of variable considerations.

**ii. Other Expenses/Income**

Other expenses viz Stores Consumption and bank charges have reclassified to Other expenses. Export Incentives have been reclassified to Revenue from operations.

**iii. Defined Benefit Obligation:**

Both under previous GAAP and Ind-AS, the Group recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to statement of profit and loss. Under Ind-AS, re-measurements comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions, the effect of change in asset ceiling (if applicable) and the return on plan assets (excluding net interest) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI). Thus, the employee benefit cost is reduced by Rs. 0.88 Million and deferred tax thereon of Rs. 0.26 Million for 2021-22 and re-measurement losses on defined benefit plans has been recognised in the Other Comprehensive Incomes (net of tax).



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Note 27 C (ii) - Reconciliation of Total Comprehensive Income for the year ended 31 March 2023 (Rupees in Million)

Particulars	Foot Note	Previous GAAP	Reclassification	Ind AS Adjustments	Adjustments	Ind AS
<b>INCOME</b>						
Revenue from Operations	i	5,507.08	-	5,507.08	-	5,507.08
Other Income	ii	16.35	-	16.35	-	16.35
<b>TOTAL INCOME</b>		<b>5,523.43</b>	<b>-</b>	<b>5,523.43</b>	<b>-</b>	<b>5,523.43</b>
<b>EXPENSES</b>						
Cost of materials consumed	ii	3,525.41	(0.01)	3,525.40	-	3,525.40
Changes in inventories of Finished Goods, Stock-in-Trade and Work-in-Progress		51.26	(0.00)	51.26	-	51.26
Employee Benefits expense	iii	229.65	(1.13)	228.52	-	228.52
Finance Costs	ii	104.19	(0.01)	104.18	-	104.18
Depreciation and Amortisation expense		88.63	-	88.63	-	88.63
Other Expenses	i&ii	1,135.68	(0.33)	1,135.35	-	1,135.35
<b>TOTAL EXPENSES</b>		<b>5,134.82</b>	<b>(1.48)</b>	<b>5,133.34</b>	<b>-</b>	<b>5,133.34</b>
<b>PROFIT BEFORE TAX</b>		<b>388.61</b>	<b>1.48</b>	<b>390.09</b>	<b>-</b>	<b>390.09</b>
<b>TAX EXPENSE</b>						
(1) Current Tax		71.12	47.48	118.60	-	118.60
(2) Deferred Tax	iii	10.23	0.43	10.66	-	10.66
(3) MAT Credit Utilised		0.30	(0.30)	-	-	-
(4) Earlier Years adjustments		47.49	(47.19)	0.30	-	0.30
<b>TOTAL TAX EXPENSE</b>		<b>129.14</b>	<b>0.42</b>	<b>129.56</b>	<b>-</b>	<b>129.56</b>
<b>PROFIT FOR THE YEAR</b>		<b>259.47</b>	<b>1.06</b>	<b>260.53</b>	<b>-</b>	<b>260.53</b>
<b>OTHER COMPREHENSIVE INCOME</b>						
Items that will not be reclassified to Profit or Loss						
Remeasurements of Defined benefit plans	iii	-	(1.49)	(1.49)	-	(1.49)
Income Tax relating to items that will not be reclassified to Profit or Loss	iii	-	0.43	0.43	-	0.43
<b>TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX</b>		<b>-</b>	<b>(1.06)</b>	<b>(1.06)</b>	<b>-</b>	<b>(1.06)</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>259.47</b>	<b>0.00</b>	<b>259.47</b>	<b>-</b>	<b>259.47</b>

\* The previous GAAP figures have been reclassified to confirm to Ind AS presentation requirements for the purposes of this note.

Notes:

**i. Revenue Recognition - Ind AS 115**

Under Indian GAAP, variable consideration i.e. discounts on Sales was recorded under Other Expenses. Under Ind-AS, revenue from operations is to be recognised net of variable considerations.

**ii. Other Expenses/Income**

Other expenses viz Stores Consumption and bank charges have reclassified to Other expenses. Export Incentives have been reclassified to Revenue from operations.

**iii. Defined Benefit Obligation:**

Both under previous GAAP and Ind-AS, the Group recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to statement of profit and loss. Under Ind-AS, re-measurements comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions, the effect of change in asset ceiling (if applicable) and the return on plan assets (excluding net interest) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income (OCI). Thus, the employee benefit cost is reduced by Rs. 1.49 Million and deferred tax thereon of Rs. 0.43 Million for 2022-23 and re-measurement losses on defined benefit plans has been recognised in the Other Comprehensive Incomes (net of tax).



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**Note 28**

**Fair Values and Hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are a) recognised and measured at fair value and b) measured at amortised cost and for which fair values are disclosed in the Standalone Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed in the Indian Accounting Standard.

**Financial assets and liabilities measured at amortised cost**

(Rupees in Million)

Particulars	As at	As at	As at
	31 March 2024	31 March 2023	31 March 2022
	Carrying Value		
<b>Financial Assets - Non current</b>			
Loans	-	-	-
Security Deposits	83.55	76.30	33.97
Bank deposits	17.71	18.25	-
Other Assets	-	-	-
<b>Total Financial Assets</b>	<b>101.26</b>	<b>94.55</b>	<b>33.97</b>
<b>Financial Liabilities - Non current</b>			
Borrowings	321.79	536.20	357.55
<b>Total Financial Liabilities</b>	<b>321.79</b>	<b>536.20</b>	<b>357.55</b>

The management assessed that fair value of trade receivables, cash and cash equivalents, security deposits, recoverable from customers, other short-term financial assets, short term borrowings, trade payables and other short-term financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

\*The following methods and assumptions were used to estimate the fair values:

- a. Term deposits- The fair value of term deposits is equal to carrying value since they are carrying market interest rates as per the banks.
- b. Non-current borrowings - The fair value of non-current borrowings is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The carrying value and fair value of the borrowings has been considered the same since the existing interest rate approximates its fair value.
- c. Others- For other financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values



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**Note 29**

**Income and deferred taxes**

**a) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate** (Rupees in Million)

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Accounting Profit before Income Tax	1,006.15	390.09	36.28
At India's statutory income tax rate of	25.17%	29.12%	29.12%
Income Tax at Statutory Rate	253.25	113.60	10.56
Additional deduction on Expenses	(39.79)	(18.13)	(1.54)
Effect of exempt / Lower Tax non-operating income	-	(1.31)	(5.18)
Effect of non-deductible expenses	51.94	24.45	2.36
<b>Total</b>	<b>265.39</b>	<b>118.60</b>	<b>6.20</b>

**(b) Movement in deferred tax assets / liabilities**

(Rupees in Million)

Particulars	Opening Balance	Addition on Business Combination	Recognised in P&L	Recognised in OCI	Closing Balance
<b>Year Ended 31 March 2024</b>					
Deferred Tax Liabilities;					
- Arising on account of difference in carrying amount and tax base of PPE and Intangibles	160.53	-	(25.39)	-	135.14
Deferred Tax Asset:					
- Accrued Expenses allowable on Actual Payments	(9.64)	-	(4.16)	(2.09)	(15.89)
	<b>150.89</b>	<b>-</b>	<b>(29.55)</b>	<b>(2.09)</b>	<b>119.25</b>
<b>Year Ended 31 March 2023</b>					
Deferred Tax Liabilities;					
- Arising on account of difference in carrying amount and tax base of PPE and Intangibles	81.23	61.99	17.31	-	160.53
Deferred Tax Asset:					
- Accrued Expenses allowable on Actual Payments	(1.78)	(1.64)	(6.65)	0.43	(9.64)
	<b>79.45</b>	<b>60.35</b>	<b>10.66</b>	<b>0.43</b>	<b>150.89</b>
<b>Year Ended 31 March 2022</b>					
Deferred Tax Liabilities;					
- Arising on account of difference in carrying amount and tax base of PPE and Intangibles	88.31	-	(7.08)	-	81.23
Deferred Tax Asset:					
- Accrued Expenses allowable on Actual Payments	-	-	(2.04)	0.26	(1.78)
	<b>88.31</b>	<b>-</b>	<b>(9.12)</b>	<b>0.26</b>	<b>79.45</b>



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**Note 30**

**Additional/ Explanatory Information**

**a) Earnings Per Share**

Particulars	For the year ended		For the year ended	
	31 March 2024	31 March 2023	31 March 2023	31 March 2022
Profit after taxation	Rs. Million	763.87	260.53	34.01
Weighted Average Number of equity shares (Face Value Rs. 10/-)*	Nos.	1,23,62,208	88,53,779	76,83,166
Basic Earnings per share	Rs	61.79	29.43	4.43
Diluted Number of shares outstanding		1,23,62,208	88,53,779	76,83,166
Diluted earnings per share		61.79	29.43	4.43

\* The Board, in its meeting held on June 4, 2024, approved the sub-division of one equity share of Rs. 10 each into two equity shares of Rs. 5 each. This decision was subsequently approved by the shareholders at the Extraordinary General Meeting held on June 5, 2024. Accordingly, the authorised share capital of the company was sub-divided from 2,86,38,500 equity shares of Rs. 10 each into 5,72,77,000 equity shares of Rs. 5 each. Additionally, the issued, subscribed, and paid-up capital of the company was sub-divided from 1,23,62,208 equity shares with a face value of Rs. 10 each into 2,47,24,416 equity shares with a face value of Rs. 5 each.

**Weighted average number of Equity Shares**

Particulars	For the year ended		For the year ended	
	31 March 2024	31-March-2023	31-March-2023	31-March-2022
Number of shares outstanding as at beginning of the year	75,11,910	75,11,910	75,11,910	75,11,910
Issue of Partly Paid shares **	-	-	-	1,71,256
Add: Shares to be issued pursuant to the Composite Scheme *	79,18,907	19,79,727	-	-
Forfeiture of Partly paid shares **	-	1,29,294	-	-
Cancellation of Shares pursuant to the Composite Scheme *	(30,68,609)	(7,67,152)	-	-
Number of shares considered as weighted average shares for basic and diluted	1,23,62,208	88,53,779	76,83,166	76,83,166

\* Calculated based on the period of holding for the shares issued and cancelled pursuant to the Composite Scheme.

\*\* Calculated based on partly paid up value and period of holding.

**b) Disclosures under The Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED');**

The details of liabilities to Micro and Small Enterprises, to the extent information available with the Company are given under and have been relied upon by the auditors :

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Principal amounts remaining unpaid to suppliers as at the end of the accounting year			
-Principal amount due to micro and small enterprises (Not overdue)	109.30	44.98	66.77
-Principal amount due to micro and small enterprises (Overdue)	5.38	-	-
-Interest due on above	-	-	-
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.10	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-

Note: For 31 March 2023, 31 March 2022 & 31 March 2021, other information/ disclosures relating to payments made beyond appointed date, interest accrued and paid and cumulative interest are not derived, hence not available.

**c) As required by section 135 of Companies Act, 2013 and Rules therein, a Corporate social responsibility committee has been formed by the Company. The Company has spent the following amount during the year towards corporate social responsibility (CSR) for activities listed under schedule VII of the Companies Act, 2013:**

Particulars	(Rupees in Million)		
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
Gross amount required to be spent by the Company	3.83	0.54	1.59
Amount spent by the Company during the period/ year on purpose other than construction/ acquisition of assets	0.50	2.50	1.59
Shortfall at the end of the period	3.33	(1.96)	-
Total of previous year short fall	(1.93)	0.03	0.03
Reason for shortfall			
Nature of CSR Activities		Pertains to ongoing Projects Donation to charitable & educational institutions	





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Note 30

Additional / Explanatory Information

d) Disclosures under Ind AS 108 - "Operating Segment"

(i) Entity wide disclosure required by Ind AS 108 are as detailed below:

Particulars	(Rupees in Million)		
	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022
Sale of products	6,910.67	5,504.73	3,117.97
Sale of Services	-	-	11.58
Other Operating Revenues	5.76	2.35	0.50

(ii) Geographic information

The table below presents disaggregated revenues from operations with customers and non current assets by geography:

Particulars	(Rupees in Million)		
	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>Revenue from Operations</b>			
Country of Domicile	6,407.67	5,379.93	2,999.25
Foreign Countries	508.76	127.15	130.80
<b>Non current Assets</b>			
Located at Country of Domicile	1,681.12	1,549.95	728.05
Located at Foreign Countries	-	-	-

(iii) There was two customers which represents 10% or more of the Company's total revenue amounting to Rs. 2,795.30 Million (40.42%) for the period ended 31 March 2024.

There was two customers which represents 10% or more of the Company's total revenue amounting to Rs. 2,551.14 Million (46.34%) for the period ended 31 March 2023.

There were three customers which represents 10% or more of the Company's total revenue amounting to Rs. 1,855.23 Million (59.28%) for the period ended 31 March 2022.

There were four customers which represents 10% or more of the Company's total revenue amounting to Rs. 1,245.88 Million (66.08%) for the period ended 31 March 2021.

Note

The Company is predominantly a supplier of precision engineering components for commercial vehicles, tractors and off-highway vehicles, pipe fittings and rail components. These in the context of Ind AS 108 "Operating Segment" is considered to constitute one single primary segment.

In view of the above, primary and secondary reporting disclosures for business segment are not applicable.



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Note 30

Additional/ Explanatory Information

e) Ratio

Particulars	Numerator	Denominator	As at 31st March 2024	As at 31st March 2023	Variance (in %)	Explanation for change of 25% or more
a) Current ratio	Current assets	Current liabilities	1.93	1.63	18.41%	
b) Debt equity ratio	Long Term Borrowings	shareholders' equity	0.40	0.79	-48.52%	Decrease in Long term borrowing due to repayments
c) Debt service coverage ratio	Earnings available for debt service	Debt service = Interest + Principal repayments of Long Term Borrowings	3.42	1.57	118.70%	Increase due to higher earnings and gradual reduction in debt obligation
d) Return on equity %	Net profits after taxes	Average shareholder's equity	38.89%	23.46%	65.80%	Increased due to higher earnings
e) Inventory Turnover Ratio	Sales	Average inventory	7.39	8.90	-16.92%	Increase in inventory is comparatively higher than increase in sales.
f) Trade receivables turnover ratio	Revenue from operations	Average trade receivables	9.55	10.35	-7.73%	Increase in trade receivable is comparatively higher than increase in sales.
g) Trade payables turnover ratio	Purchases	Average trade payables	12.22	10.98	11.28%	
h) Net capital turnover ratio	Revenue from operations	Working capital	6.65	8.30	-19.86%	Increase in working capital is comparatively higher than increase in sales.
i) Net profit %	Net Profit After Taxes	Revenue from operations	11.04%	4.73%	133.45%	Increased due to higher earnings
j) Return on capital employed %	Earnings before interest and taxes	Capital employed	41.78%	21.42%	95.10%	Increased due to higher earnings

Particulars	Numerator	Denominator	As at and for the year ended 31 March 2022	As at and for the year ended 31 March 2023	Variance (in %)	Explanation for change of 25% or more
a) Current ratio	Current assets	Current liabilities	1.63	1.21	34.78%	Impact of Business Combination
b) Debt equity ratio	Long Term Borrowings	shareholders' equity	0.79	1.11	-29.14%	Increase in other equity due to Business Combination w.e.f 01 January 2023
c) Debt service coverage ratio	Earnings available for debt service	Debt service = Interest + Principal repayments of Long Term Borrowings	1.57	0.74	112.33%	Increase in profit due to Business Combination w.e.f 01 January 2023
d) Return on equity %	Net profits after taxes	Average shareholder's equity	23.46%	5.93%	295.56%	Impact of Business Combination
e) Inventory Turnover Ratio	Sales	Average inventory	8.90	7.86	13.13%	
f) Trade receivables turnover ratio	Revenue from operations	Average trade receivables	10.35	6.73	53.78%	Impact of Business Combination
g) Trade payables turnover ratio	Purchases	Average trade payables	10.98	5.02	118.80%	Impact of Business Combination
h) Net capital turnover ratio	Revenue from operations	Working capital	8.30	17.25	-51.90%	Impact of Business Combination
i) Net profit %	Net Profit After Taxes	Revenue from operations	4.73%	1.09%	335.37%	Increase in profit due to Business Combination w.e.f 01 January 2023
j) Return on capital employed %	Earnings before interest and taxes	Capital employed	21.42%	13.06%	63.95%	Increase in profit due to Business Combination w.e.f 01 January 2023



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f) Disclosures as per IND AS - 19 - Employee Benefits

During the year, the company has recognised the following amounts in the Statement of Profit and Loss:

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
i) Employer's contribution to Provident Fund and Family Pension Fund* *Included in "Contribution to Provident and other Funds" (Note 22).	50.08	18.65	16.72

iii) Defined benefit obligation:

a) Leave Encashment - Unfunded

b) The valuation results for the defined benefit gratuity plan are produced in the tables below:

i) Changes in the Present Value of Obligation

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
<b>Present Value of Obligation as at the beginning</b>	<b>22.63</b>	<b>18.01</b>	<b>5.86</b>
Current Service Cost	9.13	2.47	1.70
Past Service Cost	-	-	-
Interest Expense or Cost	0.72	0.63	0.40
<b>Re-measurement (or Actuarial) (gain) / loss arising from:</b>	<b>8.19</b>	<b>1.49</b>	<b>-</b>
- change in financial assumptions	16.32	-	(0.48)
- experience variance (i.e. Actual experience vs assumptions)	-8.13	-	(0.40)
Benefits Paid	-	-	-
<b>Present Value of Obligation as at the end</b>	<b>40.67</b>	<b>22.63</b>	<b>7.08</b>

ii) Expenses Recognised in the Income Statement

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Current Service Cost	9.13	2.47	1.70
Past Service Cost	-	-	-
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	0.72	0.63	0.40
<b>Expenses Recognised in the Income Statement</b>	<b>9.85</b>	<b>3.10</b>	<b>2.10</b>

iii) Other Comprehensive Income

Particulars	Year Ended 31 March 2024	Year Ended 31 March 2023	Year Ended 31 March 2022
Actuarial (gains) / losses	-	-	-
- change in financial assumptions	16.32	1.49	(0.48)
- experience variance (i.e. Actual experience vs assumptions)	(8.13)	-	(0.40)
Return on Plan Assets excluding interest income	-	-	-
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>8.19</b>	<b>1.49</b>	<b>(0.88)</b>

iv) Actuarial Assumptions

a. Financial Assumptions

The principal financial assumptions used in the valuation are shown in the table below:

Particulars	As on		
	31-Mar-24	31-Mar-23	31-Mar-22
Discount rate (per annum)	7.23%	7.48%	7.29%
Salary growth rate (per annum)	10.00%	10.00%	10.00%



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f) Disclosures as per IND AS - 19 - Employee Benefits

b. Demographic Assumptions

Particulars	As on		
	31-Mar-24	31-Mar-23	31-Mar-22
Mortality Rate (% of IALM 12-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)
Withdrawal rates, based on age: (per annum)			
Up to 40 years	5.00%	5.00%	5.00%

v) Amount, Timing and Uncertainty of Future Cash Flows

a. Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	As on		As on		As on	
	31 March 2024		31 March 2023		31 March 2022	
Defined Benefit Obligation (Base)	40.67		22.63		7.07	

Particulars	31-Mar-24		31-Mar-23		31-Mar-22	
	Decrease	Increase	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 0.50%)	2.51	2.77	1.34	1.47	0.46	0.50
(% change compared to base due to sensitivity)	-6.78%	6.81%	-5.92%	6.50%	-6.51%	7.08%
Salary Growth Rate (- / + 1%)	4.68	5.47	2.52	2.96	0.86	1.02
(% change compared to base due to sensitivity)	-11.52%	13.44%	-11.14%	13.08%	-12.17%	14.44%
Withdrawal Rate (- / + 5%)	5.50	11.26	2.56	5.19	1.00	2.07
(% change compared to base due to sensitivity)	-13.52%	27.68%	-11.31%	22.93%	-14.15%	29.30%

Please note that the sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

b. Asset Liability Matching Strategies

The scheme is unfunded

c. Effect of Plan on Entity's Future Cash Flows

	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
- Expected Contribution during the next annual reporting period			
The Company's best estimate of Contribution during the next year	12.99	2.14	2.38
- Maturity Profile of Defined Benefit Obligation			
Weighted average duration (based on discounted cash flows)	12 Years	15 Years	15 Years
- Expected cash flows over the next (valued on undiscounted basis):	Year Ended	Year Ended	Year Ended
	31 March 2024	31 March 2023	31 March 2022
1 year	1.30	0.45	0.23
2 to 5 years	6.58	5.97	1.18
6 to 10 years	125.14	29.12	23.01

vi) Other Long Term Employee Benefits:

Particulars	As on	As on	As on
	31 March 2024	31 March 2023	31 March 2022
Present value of obligation as at 31st March			
Leave Encashment	9.50	5.39	0.00



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**g) Related party disclosures (As per Ind AS 24 - Related Party Disclosures):**

(a) Names of related parties and nature of relationship where control exists are as under:

**Key Management Personnel:**

Name	Designation
Giriraj Singhania	Managing Director
Raghvendra Singhania	Joint Managing Director
Vinay Agrawal	Whole-time Director
Rina Sharma	Director
Rajesh Tuteja	Director
Ajay Kumar Parasmal Pancholi	Director from 19th March 2024
Vishal Sharma	Director upto 21st December 2023, retired thereafter
Mithlesh Kumar	Director upto 19th March 2024, retired thereafter
Sanjay Goenka	Director upto 19th March 2024, retired thereafter
Manoj Patni	Chief Financial Officer wef March 19, 2024
Hardeep Choudhary	Company Secretary wef November 28, 2023

(b) Names of other related parties and nature of relationship:

**Other Related Party:**

Name	Relationship
Erstwhile Shivalik Auto Engineering Pvt Ltd *	Associate Enterprise
Sharda Shree Agriculture (Partnership Firm)	Enterprise owned or significantly influenced by any key management personnel or their relatives
Sharda Shree Agriculture And Developers Pvt Ltd	Enterprise owned or significantly influenced by any key management personnel or their relatives
Shivalik Power & Steel Pvt Ltd*	Enterprise owned or significantly influenced by any key management personnel or their relatives
Shivalik Green Farms	Reporting Entity holds non-controlling ownership of 10% in the Enterprise
Shilpa Singhania	Relative of Key Management Personnel
Varsha Singhania	Relative of Key Management Personnel

\* The Board of Directors of the Company at their meeting held on 31st January, 2023 approved the Composite Scheme ("Composite Scheme") for the amalgamation of Shivalik Auto Engineering Private Limited ("SAEPL"), Neelkamal Vanija Private Limited ("NVPL"), Adopt Commotrade Private Limited ("ACPL") and Goldmoon Vinimay Private Limited ("GVPL") (collectively referred to as the "Transferor Companies") with Shivalik Engineering Industries Limited ("SEIL" or "Transferee/Resulting Company") and demerger of the Castings Division undertaking of Shivalik Power and Steel Private Limited ("SPSPL" or "Demerged Company") and vesting of the same into SEIL and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws. An application was filed with the National Company Law Tribunal, Cuttack Bench (NCLT) on 18th March 2023. The Composite Scheme was sanctioned by the National Company Law Tribunal, Cuttack Bench, on 3rd November, 2023, and the order was filed with the Registrar of Companies on 30th November 2023. The effective date of the Composite Scheme was 1st January 2023.

(c) Transactions with related parties

**Nature of Transactions**

(Rupees in Million)

Particulars	31st March 2024		31st March 2023		31st March 2022	
	Transactions for the period	Closing Balance	Transactions for the period	Closing Balance	Transactions for the period	Closing Balance
<b>Revenue from Operations</b>						
Erstwhile Shivalik Auto Engineering Pvt Ltd	-	-	196.48	-	69.87	-
Shivalik Power & Steel Pvt Ltd	208.15	3.57	751.69	-	598.29	-
<b>Job Work Income</b>						
Erstwhile Shivalik Auto Engineering Pvt Ltd	-	-	1.13	-	-	-
<b>Purchases</b>						
Erstwhile Shivalik Auto Engineering Pvt Ltd	-	-	1,215.35	-	1,050.70	(190.43)
Shivalik Power & Steel Pvt Ltd	16.02	-	135.23	-	164.51	(57.84)
<b>Commission Expense</b>						
Sharda Shree Agriculture	75.90	-	43.56	33.63	16.57	3.46
<b>Job Work Expense</b>						
Shivalik Power & Steel Pvt Ltd	-	-	12.85	-	-	-
<b>Rent Expense</b>						
Giriraj Singhania	1.45	0.01	1.32	(0.09)	1.20	(0.37)
Raghvendra Singhania	1.45	0.01	1.32	(0.07)	1.20	(2.21)
Shilpa Singhania	1.96	-	1.60	0.14	1.32	(0.05)
Sharda Shree Agriculture And Developers Pvt Ltd	-	-	-	-	1.29	-
<b>Remuneration</b>						
Giriraj Singhania	58.00	-	26.30	3.19	4.42	(0.69)
Vinay Agrawal	7.80	(0.40)	6.90	(0.09)	6.60	1.77
Raghvendra Singhania	58.00	-	26.30	1.15	4.42	6.12
Vishal Sharma	1.95	-	0.68	(0.32)	-	-
Hardeep Choudhary	0.83	(0.08)	-	-	-	-
Manoj Patni	0.14	-	-	-	-	-



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Particulars	31st March 2024		31st March 2023		31st March 2022	
	Transactions for the period	Closing Balance	Transactions for the period	Closing Balance	Transactions for the period	Closing Balance
<b>Loan To</b>						
Giriraj Singhania						
Loan Taken	-	-	-	-	-	-
Interest Expense on Loan	-	-	-	1.50	-	-
Loan Repayment	1.50	-	(0.32)	-	-	-
Shilpa Singhania						
Loan Taken	-	-	-	-	28.65	-
Interest Expense on Loan	-	-	-	0.14	1.35	-
Loan Repayment	0.14	-	-	-	(30.00)	-
<b>Loan From</b>						
Raghvendra Singhania						
Loan Taken	-	-	-	-	-	-
Interest Expense on Loan	-	-	-	-	-	-
Loan Repayment	-	-	-	-	(13.70)	-
Varsha Singhania						
Loan Taken	-	-	-	-	-	-
Interest Expense on Loan	-	0	-	-	-	-
Loan Repayment	-	0	-	-	(7.50)	-
Vishal Sharma						
Loan Taken	-	-	-	(0.10)	-	-
Interest Expense on Loan	(0.10)	-	-	-	-	-
Loan Repayment	-	-	-	-	-	-
<b>Investment in Partnership Firm</b>						
Shivalik Green Farms	1.60	1.60	-	-	-	-

\* Remuneration does not include provisions made for Gratuity as it is determined on an actuarial basis for the Company as a whole.

d) Terms and conditions of transactions with related parties;

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2024, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2023, 31 March 2022 & 31 March 2021: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.



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h) Business Combination

The Board of Directors of the Company at their meeting held on 31st January, 2023 approved the Composite Scheme ("Composite Scheme") for the amalgamation of Shivalik Auto Engineering Private Limited ("SAEPL"), Neelkamal Vanijya Private Limited ("NVPL"), Adopt Commotrade Private Limited ("ACPL") and Goldmoon Vinimay Private Limited ("GVPL") (collectively referred to as the "Transferor Companies") with Shivalik Engineering Industries Limited ("SEIL" or "Transferee/Resulting Company") and demerger of the Castings Division undertaking of Shivalik Power and Steel Private Limited ("SPSPL" or "Demerged Company") and vesting of the same into SEIL and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013 and other applicable laws. An application has been filed with the National Company Law Tribunal, Cuttack Bench (NCLT) on 18th March 2023.

The Composite Scheme was sanctioned by the National Company Law Tribunal, Cuttack Bench, on 3rd November, 2023, and the order was filed with the Registrar of Companies on 30th November 2023. The effective date of the Composite Scheme was 1st January 2023.

The financial statements for the year ended 31st March 2023 have been prepared in accordance with the Composite Scheme and reflect the amalgamation and demerger as if they occurred on the appointed date of 1st January 2023.

In compliance to the requirements of Appendix C of the Ind AS 103, Since Transferor and Transferee Companies are under the common control of the shareholders, the Composite Scheme has been accounted for in the books of the Company using Pooling of Interest method and all assets, liabilities and reserves of the Transferor Company and the Demerged Company has been transferred to the Company at their respective carrying value from the appointed date ["Business combinations of entities under common control"].

The details of the business combinations, the carrying value of the assets, liabilities and reserves acquired and harmonized as per the revised accounting policies, and the resultant capital reserve are given below.

Nature of business combination	Transferee	Transferor	Date
Demerger	Shivalik Engineering Industries Limited	Shivalik Power & Steel Private Limited	1st Jan 2023
Acquisition of associate and other companies through inter-se transfer	Shivalik Engineering Industries Limited	Shivalik Auto Engineering Private Limited	1st Jan 2023
	Shivalik Engineering Industries Limited	Neelkamal Vanijya Private Limited	1st Jan 2023
	Shivalik Engineering Industries Limited	Goldmoon Vinimay Private Limited	1st Jan 2023
	Shivalik Engineering Industries Limited	Adopt Commotrade Private Limited	1st Jan 2023

Identifiable assets acquired and liabilities assumed and capital reserve arising on demerger and acquisition of subsidiary

Particulars	Shivalik Auto Engineering Private Limited	Shivalik Power & Steel Private Limited	Neelkamal Vanijya Private Limited	Goldmoon Vinimay Private Limited	Adopt Commotrade Private Limited
<b>Assets</b>					
<b>Non-Current Assets</b>					
Property, Plant and Equipment	601.09	218.29	-	-	-
Right of use assets	15.62	-	-	-	-
<b>Financial Assets:</b>					
- Investments	-	8.64	93.44	1.23	1.22
- Loans	-	89.54	-	-	-
- Other financial assets	41.25	0.64	-	-	-
Other non-current assets	-	18.29	-	-	-
	657.96	335.40	93.44	1.23	1.22
<b>Current Assets</b>					
Inventories	191.58	174.23	-	-	-
<b>Financial Assets:</b>					
- Trade Receivables	136.08	218.01	-	-	-
- Cash and cash Equivalents	0.75	2.38	0.52	0.18	0.17
- Bank balances other than cash and cash equivalents	-	-	-	-	-
- Loans	0.65	9.87	-	-	-
- Others financial assets	-	-	36.31	-	-
Current Tax Assets (Net)	5.41	-	0.01	-	-
Other current assets	100.34	112.43	-	-	-
	434.81	516.93	36.84	0.18	0.17
<b>Total Assets</b>	<b>1,092.76</b>	<b>852.32</b>	<b>130.28</b>	<b>1.41</b>	<b>1.39</b>



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Particulars	Shivalik Auto Engineering Private Limited	Shivalik Power & Steel Private Limited	Neelkamal Vanijya Private Limited	Goldmoon Vinimay Private Limited	Adopt Commotrade Private Limited
<b>Equity and Liabilities</b>					
Equity					
Equity Share Capital	123.78	49.38	2.66	0.16	0.16
Other Equity	159.57	434.59	127.07	1.22	1.21
<b>Total Equity</b>	<b>283.35</b>	<b>483.97</b>	<b>129.73</b>	<b>1.38</b>	<b>1.37</b>
<b>Liabilities</b>					
<b>Non-Current Liabilities</b>					
<b>Financial Liabilities</b>					
- Borrowings	479.58	35.56	-	-	-
- Other Financial Liabilities	6.00	-	-	-	-
Provisions	5.10	8.38	-	-	-
Deferred Tax Liabilities (Net)	35.01	26.20	-	-	-
Other non-current liabilities	-	-	-	-	-
<b>Current Liabilities</b>	<b>525.69</b>	<b>70.14</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Financial Liabilities</b>					
- Borrowings	138.42	145.10	-	-	-
- Trade Payables	117.11	119.60	-	-	-
- Other Financial Liabilities	7.83	5.61	0.50	-	-
Other Current Liabilities	20.24	26.75	0.05	0.02	0.02
Provisions	0.12	0.53	-	-	-
Current Tax Liabilities (Net)	-	0.61	-	-	-
<b>Total Liabilities</b>	<b>809.41</b>	<b>368.35</b>	<b>0.55</b>	<b>0.02</b>	<b>0.02</b>
<b>Total Equity and Liabilities</b>	<b>1,092.76</b>	<b>852.32</b>	<b>130.28</b>	<b>1.41</b>	<b>1.39</b>

**Calculation of Capital Reserve as on 31st March 2023**

Net assets and reserves transferred	121.23	49.38	2.66	0.16	0.16
Purchase consideration payable in Cash	26.27	21.73	0.04	15.57	15.58
Capital Reserve as on 31st December 2022	94.96	27.65	2.62	-15.41	-15.42
Add : Differences on account of net assets and reserves not transferred (net of deferred tax)	80.29	7.63	-2.44	-	-
<b>Capital Reserve as on 31st March 2023</b>	<b>14.68</b>	<b>20.02</b>	<b>0.18</b>	<b>-15.41</b>	<b>-15.42</b>

**Details of purchase consideration payable at the end of each reporting period:**

Particulars	Shivalik Auto Engineering Private Limited	Shivalik Power & Steel Private Limited	Neelkamal Vanijya Private Limited	Goldmoon Vinimay Private Limited	Adopt Commotrade Private Limited
Purchase consideration payable as at December 31, 2022	26.27	21.73	0.04	15.57	15.58
Paid during the year	-	-	-	-	-
Purchase consideration payable as at March 31, 2023	26.27	21.73	0.04	15.57	15.58

**Notes:**

Pursuant to the Scheme becoming effective, it is proposed that SEIL will issue equity shares to the shareholders of the Transferor Companies and the Demerged Company as follows:

- 40 (Forty) equity shares of face value of INR 10/- each of SEIL, for every 100 (One Hundred) equity shares of face value of INR 10/- each held in SAEPL.
- 1172 (One Thousand One Hundred Seventy Two) equity shares of face value of INR 10/- each of SEIL, for every 100 (One Hundred) equity shares of face value of INR 10/- each held in NVPL.
- 9687 (Nine Thousand Six Hundred Eighty Seven) equity shares of face value of INR 10/- each of SEIL, for every 100 (One Hundred) equity shares of face value of INR 10/- each held in ACPL.
- 9679 (Nine Thousand Six Hundred Seventy Nine) equity shares of face value of INR 10/- each of SEIL, for every 100 (One Hundred) equity shares of face value of INR 10/- each held in CVPL.
- 44 (Forty Four) equity shares of face value of INR 10/- each of SEIL, for every 100 (One Hundred) equity shares of face value of INR 10/- each held in SPSPL.

The shares held by the Transferor Companies, the Demerged Company and the Transferee/Resulting Company inter-se got cancelled.





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Particulars	(Rupees in Million)		
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2022
i) Capital Commitment			
(i) Estimated amount of contracts remaining to be executed on Capital Account, net of advances and not provided for	314.96	4.43	-
j) Contingent Liabilities not provided for:			
(a) Bank guarantees	2.16	824.02	824.02

k) Disclosures of Leases

The Company has applied para 6 of Ind AS 116 for accounting the short-term leases and leases of low-value assets and recognised the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

The expenses relating to short-term leases and low-value assets accounted for applying paragraph 6 of Ind AS 116 during the year ended are as below:

Particulars	(Rupees in Million)		
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2022
Expenses related to Short Term Lease & Low Asset Value Lease	15.47	17.69	8.77
Total Expenses	15.47	17.69	8.77

Annual maintenance costs associated with the leasehold land are not included in the ROU asset or lease liability since they are classified as ancillary and non-recoverable expenses, rather than part of the lease consideration. Therefore, these annual maintenance costs are recognized as expenses in the profit and loss statement in the period they are incurred.

l) Additional regulatory information required by Schedule III

- i) No proceedings have been initiated or pending against the Group under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- ii) The Group is not declared wilful defaulter by any bank or financial Institution or government or any government authority.
- iii) The Group has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- iv) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules 2017.
- v) The Group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
  - (a) 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
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- viii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- ix) The Group has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) or intangible assets or both during the current or previous year.
- x) There are no charges or satisfaction which are yet to be registered with ROC.



**SHIVALIK ENGINEERING INDUSTRIES LIMITED**  
CIN - U27107CT2011PLC022353  
**NOTES TO STANDALONE FINANCIAL STATEMENT**

**Note 31:**

**Subsequent Events**

- (a) Sub-division of the equity shares of the face value of Rs.10/- each into equity shares of the face value of Rs.5/- each (Refer Note 10)  
The Board, in its meeting held on June 4, 2024, approved the sub-division of one equity share of Rs. 10 each into two equity shares of Rs. 5 each. This decision was subsequently approved by the shareholders at the Extraordinary General Meeting held on June 5, 2024. Accordingly, the authorised share capital of the Company was sub-divided from 2,86,38,500 equity shares of Rs. 10 each into 5,72,77,000 equity shares of Rs. 5 each. Additionally, the issued, subscribed, and paid-up capital of the Company was sub-divided from 1,23,62,208 equity shares with a face value of Rs. 10 each into 2,47,24,416 equity shares with a face value of Rs. 5 each.
- (b) The Company has accepted (vide Board Resolution dated 10th June, 2024) a fresh sanction of credit facilities in the form of Cash Credit and Term Loan from HDFC Bank Limited totaling INR 980 million, as per the sanction letter dated 10th June, 2024.  
These facilities are secured by :
- (i) a primary pari passu charge on the Company's entire current assets, present and future, under a multiple banking arrangement with Axis Bank and ICICI Bank.
- (ii) exclusive charge on Factory Land and Building:  
- situated at plot no 14 & 15 Engineering park, heavy Industrial area, Bhilai Industrial in the name of lessee Shivalik Auto Engg. Pvt Ltd.  
- situated at plot no 16, Engineering park, heavy Industrial area, Bhilai Industrial in the name of lessee Shivalik Auto Engg. Pvt Ltd.  
- land at Kh No 159,163/1, 167, 170, 367 PHN 78/11, Mandir Hausad, Raipur in the name of Mr. Vishal Sharma.  
- Plot No. 02A, 03, 04, Total Area 19791 Sq. Mt. or 1.9791 Hect., on Land Part of Khasra No. 345/2, 341/1, 342/1, 343/1, Property Situated at Mouja- Hathkhoj, Engineering Park, Heavy Industrial Area Hathkhoj Bhilai, P.H.No. 18/03, R.I.C.- Jamul, Tahsil- Bhilai-3, Dist- Durg (C.G.) in the name of lessee M/s Shivalik Engg Industries Limited.
- (iii) additionally secured by Personal Guarantee of Mr. Giriraj Singhania, Mr. Raghendra Singhania and Mr. Vishal Sharma (property owner).

For **RAJENDRA PRASAD**  
CHARTERED ACCOUNTANTS  
Firm Registration No.: 001203C

**Praveen Kumar Goyal**  
Partner  
Membership No.: 426500  
Raipur

Date of Signing: 04/09/2024  
UDIN: 24426500BKGVGE8270

For and on behalf of the Board of Directors of  
**SHIVALIK ENGINEERING INDUSTRIES LIMITED**

**Raghendra Singhania**  
Joint Managing Director  
DIN-00327732  
Raipur

Date of Signing:  
04/09/2024

**Vinay Agrawal**  
Whole-time Director  
DIN-06954626  
Raipur

Date of Signing:  
04/09/2024

**Manoj Patni**  
Chief Financial Officer  
PAN- AFXPP1495C  
Raipur

Date of Signing:  
04/09/2024

**Hardeep Choudhary**  
Company Secretary  
PAN- BSLPC2669B  
Membership No. A58595  
Raipur

Date of Signing:  
04/09/2024

