



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GANESHA ECOTECH PRIVATE LIMITED Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Ganesha Ecotech Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs (financial position) of the Company as at 31st March, 2022, and its Loss, total comprehensive loss, and its cash flows and changes in equity for the year ended on that date.

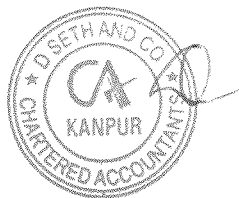
Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 34 of the financial statements, which describes that a Cyber Fraud had occurred on the company in its Escrow Bank account at HDFC Bank Limited, amounting to Rs. 245.67 Lakh. During Police Investigation, Rs. 31.89 Lakh were recovered and balance amount of Rs. 213.78 Lakh has been written off as loss. Our opinion is not modified in respect of this matter.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

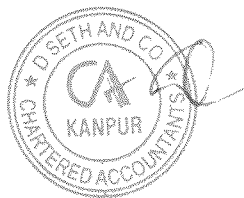
Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

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

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

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Auditor's Responsibilities for the Audit of the Financial Statements

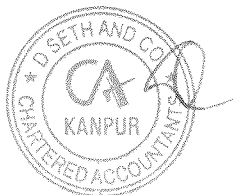
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee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

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

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

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.

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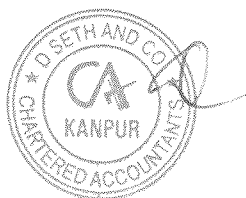
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

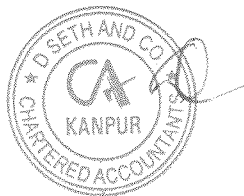
1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 we give in the Annexure-A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. Further to our comments in Annexure-A, as required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The balance sheet, the statement of profit and loss (including other comprehensive income), the cash flow statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act;
 - e. On the basis of written representations received from the directors as on 31st March, 2022, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022, from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B";
 - g. With respect to the other matters to be included in Auditor's Report in accordance with the requirements of Section 197(16) of the Act:

In our opinion and to the best of our information and according to the explanations given to us, we report that during the year remuneration has not been paid by the Company to its directors;

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- 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, in our opinion and to the best of our information and according to explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. In our opinion and as per the information and explanations provided to us, the Company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or Ind AS, for material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March 2022.
 - iv.
 - (a) The management has represented that to the best of it's knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), 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 it's knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), 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 the Ultimate Beneficiaries; and



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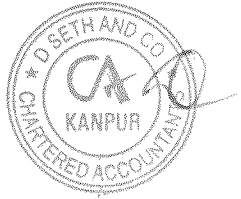
- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) & (b) above contain any material mis-statement.
- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

**FOR D SETH AND CO,
Chartered Accountants,
(Firm Registration No. 028869C)**

Place: Kanpur

Dated: 21 MAY 2022


**(Deepak Seth)
Proprietor
Membership No. 073081**



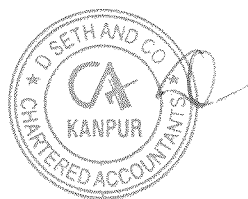
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Annexure-A to Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Ganesha Ecotech Private Limited on the financial statements as of and for the year ended 31st March 2022.

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) As explained to us, the Property, Plant and Equipment have been physically verified by the management during the year under regular program of verification, which in our opinion, is reasonable having regard to the size of the Company & nature of its assets. As informed, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us, and based on the examination of Registered Sale deed of one Land and Copy of Registered Agreement for sale of another Land provided to us, we report that the title deeds of all the immovable properties of Land disclosed in the financial statements included in Property, Plant & Equipment, are held in the name of the Company as at the balance sheet date. Based on the confirmation issued by the Lender's Custodian, we further report that the copy of Registered Agreement for Sale & Possession Certificate of one of the immovable Property of Land, held in the name of the Company, are pledged as security for loans.
- (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) To the best of our knowledge and according to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

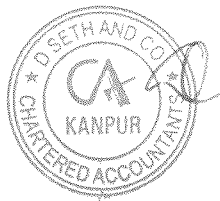


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- (ii) (a) The inventories were physically verified by the management at reasonable intervals during the year. In our opinion and based on the information and explanation given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not granted any loans or advances in the nature of loans, secured or unsecured, and also not provided any guarantee or security to Companies, firms, Limited liability partnership or any other party during the year.

We further report that the Company has made investments in Term deposits of banks and financial institutions during the year and their terms and conditions were not prejudicial to the Company's interest.

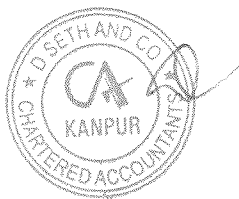
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits. Hence reporting under clause 3 (v) of the order is not applicable.
- (vi) Pursuant to the rules made by the Central Government of India, the Company is not required to maintain cost records as specified under Section 148 (1) of the Companies Act, 2013.
- (vii) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has generally been regularly depositing with the appropriate authorities undisputed statutory dues including Goods and Services Tax, provident fund,



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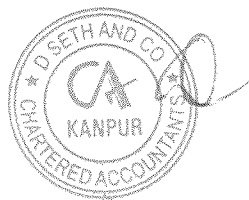
employees' state insurance, income tax, duty of customs, and other material statutory dues applicable to it. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

- (b) According to the records of the Company and as per the information and explanations given to us, there are no disputed statutory dues in respect of statutory dues as referred to in sub- clause (a).
- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961, during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained except that Rs. 1400 Lakh were temporarily invested in term deposit of Banks & financial institution but they were also ultimately utilized for the stated end use on their maturity.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) In our opinion and according to the information and explanation given to us, the Company is not having any subsidiary, associates or joint ventures, hence clause 3(ix)(e) is not applicable to it.
- (f) In our opinion and according to the information and explanation given to us, the Company is not having any subsidiary, associates or joint ventures, hence clause 3(ix)(f) is not applicable to it.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.



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- (b) During the year, the Company has not made any preferential allotment or private placement of Shares but the Company has issued and allotted 33,00,000 Unsecured Zero Coupon Compulsorily Convertible Non Marketable Debentures of the face value of Rs 100/- each by way of private placement on preferential basis and the requirements of Section 42 and Section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.
- (xi) (a) According to the information and explanation given to us and on the basis of records examined by us, we report that a Cyber Fraud had occurred on the Company in its Escrow Account maintained with HDFC Bank Limited during the year and Rs. 245.67 Lakh were fraudulently transferred to various bank accounts on the basis of RTGS and NEFT instructions given through forged letters / mail ids by fraudsters. Further, during Police Investigation, Rs. 31.89 Lakh were recovered and balance amount of Rs. 213.78 Lakh has been written off as Loss. A forensic examination was also done by an External agency and management has represented to us that the fraudsters were unknown / unrelated to Company and the matter is under Police enquiry. We further report that to the best of our knowledge, no fraud by the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub- section (12) of section 143 of the Companies Act, 2013, has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to information & explanation given to us and on the basis of records examined by us, the Company is not required to have an internal audit system during the year as per the provision of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.



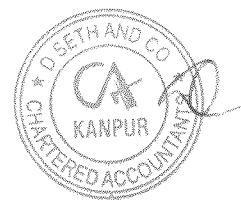
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- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence reporting under clause 3(xv) of the order is not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b), (c) & (d) of the Order is not applicable.
- (xvii) On the basis of records examined by us, we report that the Company has incurred cash Loss of Rs 239.12 Lakh for the financial year ended 31st March 2022 and cash loss of Rs 17.82 Lakh in the immediately preceding financial period ended on 31st March 2021.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of 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 the 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 was incorporated on 17th November, 2020 and has, at aggregate level, net losses since incorporation and hence it is not required to spend any money under sub-section (5) of section 135 of the Act. Accordingly, reporting under clause 3 (xx) of the Order is not applicable to the Company for the year.

**FOR D SETH AND CO,
Chartered Accountants,
(Firm Registration No. 028869C)**



**(Deepak Seth)
Proprietor
Membership No. 073081**



**Place: Kanpur
Dated: 21 MAY 2022**

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Annexure-B to Independent Auditors' Report

Referred to in Paragraph 2(f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Ganesha Ecotech Private Limited on the financial statements as of and for the year ended 31st March 2022.

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

We have audited the internal financial controls over financial reporting of Ganesha Ecotech Private Limited ("the Company") as of 31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

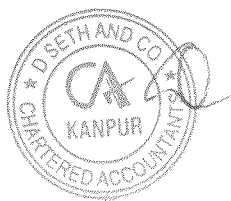
Management's Responsibility for Internal Financial Controls

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



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on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 authorisations of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

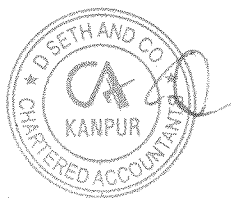
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were

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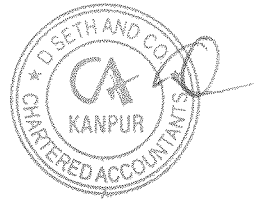
operating effectively as at 31st March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR D SETH AND CO,
Chartered Accountants,
(Firm Registration No. 028869C)**

Place: Kanpur

Dated: 21 MAY 2022


**(Deepak Seth)
Proprietor
Membership No. 073081**



UDIN 22073081AJISU06785

GANESHA ECOTECH PRIVATE LIMITED
Balance Sheet as at March 31, 2022

(Rs. in Lakh)

Particulars	Note No.	As at March 31, 2022	As at March 31, 2021
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	3.1	1,871.10	1,353.58
(b) Capital work-in-progress	3.2	14,131.87	231.27
(c) Intangible Assets	4.0	1.45	1.82
(d) Financial assets			
(i) Other financial assets	5.1	43.20	-
(e) Other non-current assets	6.0	2,493.69	129.66
(f) Deferred tax assets (Net)	7.0	44.09	-
Sub-total		18,585.40	1,716.33
(2) Current assets			
(a) Inventories	8.0	453.06	-
(b) Financial assets			
(i) Cash and cash equivalents	9.1	24.92	2.97
(ii) Other financial assets	9.2	1.27	-
(c) Other current assets	10.0	1.16	1.11
(d) Current Tax Assets (Net)	11.0	6.32	0.23
Sub-total		486.73	4.31
TOTAL ASSETS		19,072.13	1,720.64
EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	12.1	1,500.00	1,500.00
(b) Other equity	12.2	1,436.25	(17.82)
Sub-total		2,936.25	1,482.18
(2) Liabilities			
(2A) Non-current liabilities			
(a) Financial liabilities			
-Borrowings	13.0	14,252.49	223.00
(b) Government grants	14.2	641.45	-
(c) Provisions	15.1	4.27	-
Sub-total		14,898.21	223.00
(2B) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13.0	113.10	-
(ii) Trade payables	16.0	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		168.88	-
(iii) Other current financial liabilities	17.0	947.49	14.94
(b) Other current liabilities	18.0	7.51	0.52
(c) Provisions	15.2	0.69	-
Sub-total		1,237.67	15.46
TOTAL EQUITY AND LIABILITIES		19,072.13	1,720.64

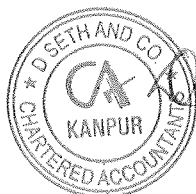
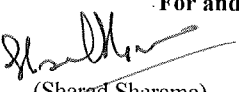
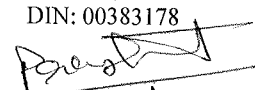
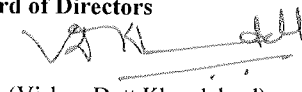
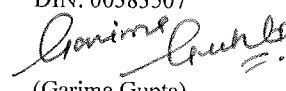
Significant accounting policies

2.0

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

For D SETH AND CO
Chartered Accountants
Firm Reg. No. 028869C

Deepak Seth
Proprietor
Membership No.: 073081
Place: Kanpur
Date: 21 MAY 2022

For and on behalf of the Board of Directors

(Sharad Sharama)
Managing Director
DIN: 00383178

(Prashaft Khandelwal)
Chief Financial Officer
FCA: 077160

(Vishnu Dutt Khandelwal)
Chairman
DIN: 00383507

(Garima Gupta)
Company Secretary
FCS: 11468

GANESHA ECOTECH PRIVATE LIMITED

Statement of profit and loss for the year ended March 31, 2022

(Rs. in Lakh)

Particulars	Note No.	For the year ended March 31, 2022	For the period ended March 31, 2021
I INCOME			
Revenue from operations		-	-
Total income		-	-
II EXPENSES			
Finance Cost	19.0	0.16	-
Other expenses	20.0	238.96	17.82
Total expenses		239.12	17.82
III (Loss) before tax (I-II)		(239.12)	(17.82)
IV Tax expense	21.0		
Current tax		0.01	-
Deferred tax credit		(44.09)	-
Total tax expense		(44.08)	-
V (Loss) for the year (III-IV)		(195.04)	(17.82)
VI Other comprehensive income		-	-
VII Total comprehensive (loss) for the year (V+VI)		(195.04)	(17.82)
VIII Earnings per share	22.0		
Basic (face value of Rs. 10/- per equity share)		(1.30)	(0.12)
Diluted (face value of Rs. 10/- per equity share)		(1.30)	(0.12)

Significant accounting policies

2.0

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached

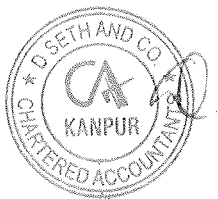
For D SETH AND CO
Chartered Accountants
Firm Reg. No. 028869C

Deepak Seth
Proprietor

Membership No.: 073081

Place: Kanpur

Date: 21 MAY 2022



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Company Secretary
FCS: 11468

GANESHA ECOTECH PRIVATE LIMITED
Cash flow statement for the year ended March 31, 2022

Particulars	(Rs. in Lakh)	
	Year ended March 31, 2022	Period ended March 31, 2021
A. Cash flow from operating activities:		
(Loss) before tax as per statement of profit and loss	(239.12)	(17.82)
Operating loss before working capital changes	(239.12)	(17.82)
Movements in working capital:		
(Increase) in other Receivables and Prepayments	(590.49)	(41.44)
(Increase) in Inventories	(453.06)	-
Increase in Trade Payables	168.88	-
Increase in Other Payables	68.66	4.70
Increase in Provisions	4.96	-
Cash generated from operations	(1,040.17)	(54.56)
Direct taxes paid (net of refunds)	(6.11)	(0.23)
Net cash flow used in operating activities (A)	(1,046.28)	(54.79)
B. Cash flow from investing activities:		
Purchase of Property, Plant and Equipment	(14,696.99)	(1,663.38)
Purchase of Intangible Assets	-	(1.86)
Fixed deposits made with Banks & Financial Institutions	(1,405.07)	-
Fixed deposits matured with Banks & Financial Institutions	1,400.00	-
Net cash flow used in investing activities (B)	(14,702.06)	(1,665.24)
C. Cash flow from financing activities:		
Proceeds from issue of Equity Shares (Related Party)	-	1,500.00
Proceeds from issue of Unsecured Zero Coupon Compulsorily Convertible Debentures (Related Party)	3,300.00	-
Proceeds from Non-Current Borrowings (other than Related Party)	13,013.29	-
Repayment of non-current borrowings (other than Related Party)	(3,300.00)	-
Proceeds from Non-Current Borrowing (Related Party)	9,280.00	223.00
Repayment of Non-Current Borrowing (Related Party)	(6,523.00)	-
Net cash flow generated from in financing activities (C)	15,770.29	1,723.00
Net increase in cash and cash equivalents (A+B+C)	21.95	2.97
Cash and cash equivalents at the beginning of the year	2.97	-
Cash and cash equivalents at the end of the year (Refer Note 9.1)	24.92	2.97

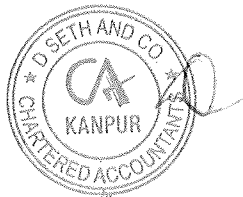
Significant accounting policies 2.0

- Notes:**
- The above cash flow statement has been prepared under the indirect method as set out in Ind AS 7, 'Statement of Cash Flows'.
 - Additions to property, plant and equipment includes movement of capital work-in-progress during the year.
 - The accompanying notes are an integral part of these financial statements.

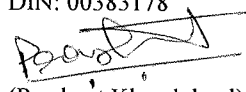
As per our report of even date attached

For D SETH AND CO
Chartered Accountants
Firm Reg. No. 028869C

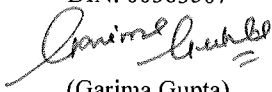

Deepak Seth
Proprietor
Membership No.: 073081
Place: Kanpur
Date: 21 MAY 2022



For and on behalf of the Board of Directors

(Sharad Sharama)
Managing Director
DIN: 00383178

(Prashant Khandelwal)
Chief Financial Officer
FCA: 077160

For and on behalf of the Board of Directors

(Vishnu Dutt Khandelwal)
Chairman
DIN: 00383507

(Garima Gupta)
Company Secretary
FCS: 11468

GANESHA ECOTECH PRIVATE LIMITED**Statement of changes in equity for the year ended March 31, 2022**

A. Equity share capital	(Rs. in Lakh)
Balance as at 17th November 2020	-
Shares issued during the period	1,500.00
As at March 31, 2021	1,500.00
Changes in equity share capital during the year	-
As at March 31, 2022	1,500.00

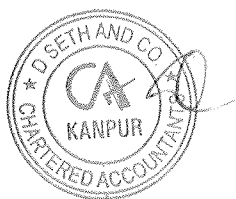
B. Other equity	(Rs. in Lakh)		
Particulars	Reserves and surplus "Retained earnings"	Equity component of compound financial instruments	Total
Balance as at 17th November, 2020	-	-	-
Loss for the period	(17.82)	-	(17.82)
Other comprehensive income for the period	-	-	-
Total comprehensive Loss for the period	(17.82)	-	(17.82)
Balance as at March 31, 2021	(17.82)	-	(17.82)
Loss for the year	(195.04)	-	(195.04)
Other comprehensive income for the year	-	-	-
Total comprehensive Loss for the year	(195.04)	-	(195.04)
Equity Component of Unsecured Zero Coupon Compulsorily Convertible Debentures received during the year	-	1,649.11	1,649.11
Balance as at March 31, 2022	(212.86)	1,649.11	1,436.25

The accompanying notes are an integral part of these financial statements.

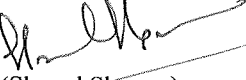
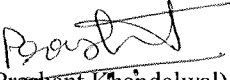
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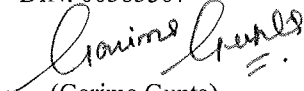
For D SETH AND CO
Chartered Accountants
Firm Reg. No. 028869C


Deepak Seth
Proprietor
Membership No.: 073081
Place: Kanpur
Date: 21 MAY 2022



For and on behalf of the Board of Directors


(Sharad Sharma)
Managing Director
DIN: 00383178

(Prashant Khandelwal)
Chief Financial Officer
FCA: 077160


(Vishnu Dutt Khandelwal)
Chairman
DIN: 00383507

(Garima Gupta)
Company Secretary
FCS: 11468

GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

1.0 Corporate information

Ganesha Ecotech Private Limited has been incorporated on 17th November, 2020 under the provisions of Companies Act, 2013 with the object of manufacturing of Recycled Pet Resin made from Pet bottle scrap, Polypropylene staple fibre and Spun yarn. The address of the registered office is 113/216 A, Ground Floor, Swaroop Nagar, Kanpur (U. P.).

2.0 Significant Accounting Policies

a) Basis of preparation

(i) Compliance with Indian Accounting Standards

These financial statements have been prepared in accordance with the Indian Accounting Standards ('IND AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The accounting policies have been applied consistently to all the periods presented in the financial statements.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis with the exception of certain assets and liabilities that are required to be carried at fair value by IND AS.

(iii) Current versus non-current classification

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criterion set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current and non-current classification of assets and liabilities.

(iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Lakhs as per the requirement of Schedule III of the Companies Act, 2013, unless otherwise stated.

b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions, based upon the best knowledge of current events and actions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the reported amounts of incomes and expenses during the reported period. Actual results may differ from those estimates. Any difference between the actual results and the estimates are recognized in the period in which the results are known/ materialised.

c) Foreign currency translation

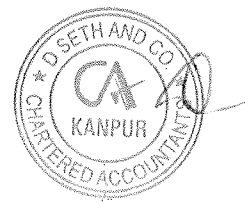
(i) Functional and presentation currency

The financial statements are presented in Indian rupee ('Rs.'), which is Company's functional and presentation currency.

(ii) Transactions and balances

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

d) Revenue recognition

The Company has not yet commenced its operations and according to its objects, it shall derive revenue primarily from sale of manufactured goods, traded goods and related services after commencement of operations.

e) Government grants

Grants from the Government are recognised at their fair value when there is reasonable assurance that the grant will be received and the Company will comply with all the attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to the statement of profit and loss on a straight line basis over the expected lives of related assets and are presented within other income. Government grants relating to an expense item is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed and are netted off from the related expense. However, where the grant pertains to expenses already incurred in earlier years, it is disclosed in other income.

Export Promotion Capital Goods ('EPCG') scheme allows import of certain capital goods at zero/concessional duty subject to an export obligation for the duty saved. The custom duty saved on capital goods under EPCG scheme is treated as a Government grant and is recognised as income spread equally over the expected useful life of the related asset.

f) Taxes

(i) Current income-tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

(ii) Deferred income-tax

Deferred income-tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income-tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income-tax assets are realised or the deferred income-tax liabilities are settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

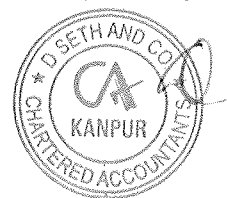
Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are off set where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

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

g) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Cost includes all expenditure necessary to bring the asset to its working condition for its intended use.



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of profit and loss during the reporting period in which they are incurred.

Property, plant and equipment which are not ready for their intended use are disclosed under capital work-in-progress. Expenditure during construction period (including borrowing cost relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects/assets, including trial run expenses (net of revenue) are treated as pre-operative expenses, pending allocation to the assets, and are included under capital work-in-progress. These expenses are apportioned to related property, plant and equipment on commencement of commercial production. Capital work-in-progress is stated at the amount expended up to the date of the balance sheet.

Depreciation on property, plant and equipment is provided on Written Down Value Method ("WDV"). The company depreciates its property, plant and equipment over the useful life in the manner prescribed in Schedule II to the Act and management believes that the useful life of the assets are same as those prescribed in the Schedule II to the Act.

Residual value of the tangible assets is considered to be not more than 5% of the cost of the asset.

h) Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment if any. Cost includes all expenditure necessary to bring the assets to its working condition for its intended use.

The company amortizes Computer Software using the straight-line method over the period of 5 years.

i) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets, which takes substantial period of time to get ready for its intended use, are capitalized. All other interest and borrowing costs are charged to the Statement of profit and loss.

j) Lease

Operating lease

As a lessee

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases. Payments under operating lease are recorded in the Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

k) Impairment of non-financial assets

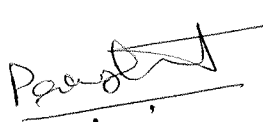
The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs of disposal and its value in use. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

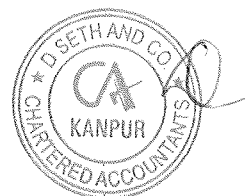
Impairment losses, if any, are recognized in the Statement of profit and loss. Non-financial assets that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

l) Provisions and contingent liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. The Company does not recognise a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resource is remote.

Provisions and contingent liabilities are reviewed at each balance sheet date.

m) Inventories

(i) Measurement of Inventory

Inventories of raw material is stated at cost or net realizable value, whichever is lower.

(ii) Cost of Inventories

The cost of purchase of inventories comprise the purchase price, import duties and other non-recoverable taxes, and transport, handling and other costs directly attributable to the acquisition of inventory items. Trade discounts, rebates and other similar items are deducted in determining the costs of purchase.

n) Employee Benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service, are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Other long-term employee benefits

The liabilities for earned leave, that are not expected to be settled wholly within 12 months, are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in the statement of profit and loss.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined benefit plans such as gratuity; and
- (b) defined contribution plans such as provident fund, family pension fund and employee's state insurance

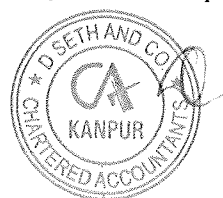
(a) Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. This cost is included in employee benefits expenses in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive

Pratibha
Ganesh



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

(b) Defined contribution plans

Defined contribution plans such as contributions to provident fund, family pension fund and employee's state insurance are made to the funds administered by the Government of India, and are recognized as an expense when employees have rendered service entitling them to the contributions.

o) Cash and cash equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash at banks and on hands, which are subject to an insignificant risk of changes in value.

p) 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.

(a) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, 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 expensed to statement of profit and loss. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date on which the Company commits to purchase or sell the asset.

Subsequent measurement

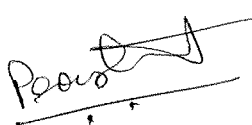
Subsequent measurement of financial assets depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. For the purposes of subsequent measurement, financial assets are classified in four categories:

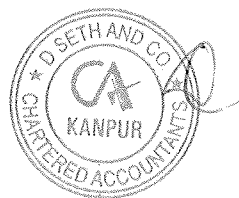
- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

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

Financial assets at FVTOCI (debt instrument)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI.

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

Financial assets designated at fair value through OCI (equity instruments)

In the case of equity instruments which are not held for trading and where the Company has taken irrevocable election to present the subsequent changes in fair value in other comprehensive income, these elected investments are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Equity instruments through other comprehensive income' under the head 'Other Equity'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. The Company makes such election on an instrument -by-instrument basis.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

A financial asset is held for trading if:

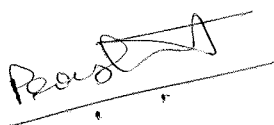
- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

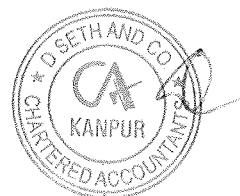
Gains and losses on these financial assets are never recycled to statement of profit and loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at FVTPL (equity instruments)

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

In case of equity instruments which are held for trading are initially measured at fair value plus transaction costs and subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in statement of profit and loss.



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, trade receivables and other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss 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 Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

For trade receivables, the Company follows "simplified approach for recognition of impairment loss. The application of simplified approach does not require the Company to track changes in credit risk.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward looking information.

(b) Financial liabilities

Initial recognition and measurement

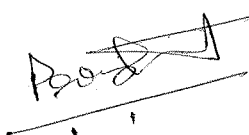
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including derivative financial instruments.

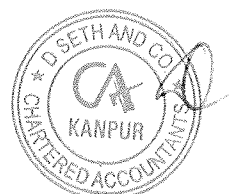
Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss (FVTPL) include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109 'Financial instruments'.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities at amortised cost (Loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss. This category generally applies to borrowings.

Derecognition

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

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.

q) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

(ii) Diluted earnings per share

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

r) Recent pronouncements

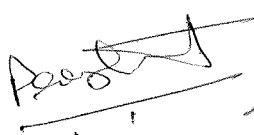
Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the said rules applicable from April 1, 2022 as below:

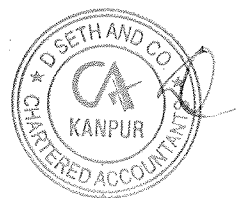
Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 16 – Proceeds before intended use

The amendments specify that the excess of net sale proceeds of items produced while the Company is preparing the asset for its intended use over its cost of testing, if any, shall not be recognized in the profit or loss but shall be deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

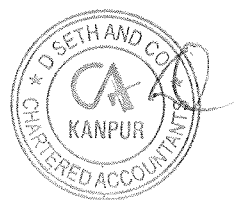
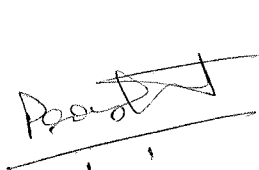
The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification, and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS (2021)

The amendment clarifies the treatment of any cost or fees incurred by an entity in the process of derecognition of financial liability in case of repurchase of the debt instrument by the issuer. The Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 106 – Annual Improvements to Ind AS (2021)

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.



3.1 Property, Plant and Equipment		(Rs. in Lakh)	
Particulars	Freehold land	Office Equipments	Total
Gross Block			
As at Nov 17, 2020	-	-	-
Additions during the period	1328.35	27.35	1355.70
Disposals during the period	-	-	-
As at March 31, 2021	1328.35	27.35	1355.70
Additions during the year	525.45	3.15	528.60
Disposals during the year	-	-	-
As at March 31, 2022	1853.80	30.50	1884.30
Accumulated depreciation			
As at Nov 17, 2020	-	-	-
Charge for the period	-	2.12	2.12
Disposals	-	-	-
As at March 31, 2021	-	2.12	2.12
Charge for the year	-	11.08	11.08
Disposals	-	-	-
As at March 31, 2022	-	13.20	13.20
Net block			
As at March 31, 2021	1328.35	25.23	1353.58
As at March 31, 2022	1853.80	17.30	1871.10

3.2 Capital work-in-progress (CWIP)		(Rs. in Lakh)			
CWIP ageing schedule		Amount of CWIP for a period of			
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2021					
Project in progress	231.27	-	-	-	231.27
As at March 31, 2022					
Projects in progress	13,900.60	231.27	-	-	14,131.87

Break-up of capital work-in-progress:		(Rs. in Lakh)	
Particulars	As at March 31, 2022	As at March 31, 2021	
3.2.1 Construction work in progress - property, plant & equipment (including unallocated capital expenditure, material at site)			
Balance at the beginning of the year	221.84	-	
Additions during the year	13,178.14	221.84	
Balance at the closing of the year	13,399.98	221.84	
3.2.2 Pre-Operative Expenses pending allocation			
Balance at the beginning of the year	9.43	-	
Additions during the year	722.46	9.43	
Balance at the closing of the year	731.89	9.43	

3.2.2(A) Pre-operative expenses (net) during the year			
Employee Benefit Expenses	48.48	-	
Finance Cost (net)*	622.08	(0.87)	
Depreciation & Amortisation	11.45	2.16	
Other Expenses	40.45	8.14	
Total	722.46	9.43	

*Finance cost includes amortization cost of Rs. 21.41 Lakh (Previous period: Nil) in respect of unsecured zero coupon compulsorily convertible debentures and it is net of interest earned of Rs. 41.40 Lakh (Previous period: Rs. 2.15 Lakh)

Parvati

Sanima

Gurdeep

CHARTERED ACCOUNTANTS
KANPUR

- 3.3 Land has been purchased from Telangana State Industrial Infrastructure Corporation Limited at Kakatiya Mega Textile Park, Shyampet, Geesugonda Mandal, Warangal Rural District, Telangana under an "Agreement for sale" executed and possession has also been taken. However, as per terms of agreement, Final Sale Deed will be executed and registered after implementation of the project and commencement of commercial Production as per terms of allotment of land.
- 3.4 All property, plant and equipment, intangible assets as well as capital work-in-progress are charged as security for the term loans from banks, to secure their respective dues (refer notes 13.0 and 23.0).
- 3.5 Refer note 25.1 for contractual commitment for the acquisition of property, plant and equipment.
- 3.6 There is no impairment loss during the year ending March 31, 2022 and March 31, 2021.
- 3.7 There is no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan.
- 3.8 There is no project which has temporarily been suspended.
- 3.9 All the title deeds of the immovable properties are held in the name of the Company.

4.0 Intangible Assets (Rs. in Lakh)		
Particulars	Software	Total
Gross Block		
As at Nov 17, 2020	-	-
Additions during the period	1.86	1.86
Disposals during the period	-	-
As at March 31, 2021	1.86	1.86
Additions during the year	-	-
Disposals during the year	-	-
As at March 31, 2022	1.86	1.86
Accumulated amortisation		
As at Nov 17, 2020	-	-
Amortization for the period	0.04	0.04
Disposals	-	-
As at March 31, 2021	0.04	0.04
Amortization for the year	0.37	0.37
Disposals	-	-
As at March 31, 2022	0.41	0.41
Net block		
As at March 31, 2021	1.82	1.82
As at March 31, 2022	1.45	1.45

- 4.1 There is no impairment loss during the year ending March 31, 2022 and March 31, 2021.
- 4.2 There is no intangible asset under development and hence, related disclosures are not applicable.

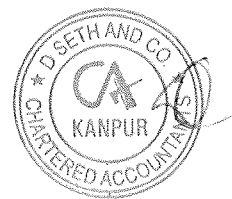
5.0 Non-current financial assets

5.1 Others (Rs. in Lakh)		
Particulars	As at March 31, 2022	As at March 31, 2021
Bank Deposit with original maturity of more than twelve months*	5.07	-
Security deposits	38.13	-
Total	43.20	-

*held as lien with bank against overdraft of Rs. 4.5 lakhs (March 31, 2021: Nil)

6.0 Other Non-current assets

(Rs. in Lakh)		
Particulars	As at March 31, 2022	As at March 31, 2021
Capital advances	1,902.30	89.33
Prepaid Expenses	0.93	25.96
Balance with Government Authorities	590.46	14.37
Total	2,493.69	129.66



Prasanth
Ganesh
Chaudhary

GANESHA ECOTECH PRIVATE LIMITED
Notes to the financial statements for the year ended March 31, 2022

7.0 Deferred tax assets (net)		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Deferred tax liability		-	-
	Sub-total	-	-
Deferred tax asset			
Unabsorbed Losses		41.27	0.21
Others		2.82	2.57
	Sub-total	44.09	2.78
Deferred tax assets (net)*	Total	44.09	N.A

*The Company has recognized net deferred tax assets considering that it is probable that future taxable profit will be available against which the unused tax losses can be utilized.

7.1 Movement of deferred tax assets (net)		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Deferred tax assets (net)			
As at the beginning of the year		-	-
Credit to statement of profit and loss		44.09	-
	Total	44.09	-

8.0 Inventories		(Rs. in Lakh)	
(At the lower of cost and net realisable value)			
Particulars		As at March 31, 2022	As at March 31, 2021
Raw materials		453.06	-
	Total	453.06	-

9.0 Current Financial Assets

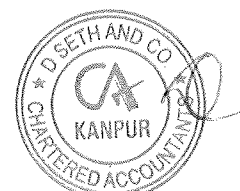
9.1 Cash and cash equivalents		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Balances with banks:			
- On current accounts		23.33	2.84
Cash on hand		1.59	0.13
	Total	24.92	2.97

9.2 Other financial assets		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Unsecured, considered good			
Interest receivable on security deposits		1.01	-
Security deposits		0.26	-
	Total	1.27	-

10.0 Other current assets		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Unsecured, considered good			
Advances to suppliers and others		-	0.02
Prepaid Expenses		1.16	1.09
	Total	1.16	1.11

11.0 Current tax assets (net)		(Rs. in Lakh)	
Particulars		As at March 31, 2022	As at March 31, 2021
Income Tax deducted/ collected at source		6.32	0.23
	Total	6.32	0.23

Prakash *Ganesh*



12.1 Share capital

(Rs. in Lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
200,00,000 (Previous period 200,00,000) Equity shares of Rs. 10 each	2,000.00	2,000.00
Total	2,000.00	2,000.00
Issued, subscribed and fully paid up		
150,00,000 (Previous period 150,00,000) Equity shares of Rs. 10 each	1,500.00	1,500.00
Total	1,500.00	1,500.00

Notes:

i) Reconciliation of number of shares outstanding at the end of the year:

Particulars	As at March 31, 2022 (Nos.)	As at March 31, 2021 (Nos.)
Equity shares		
As at the beginning of the year	15,00,000	-
Add: Shares issued during the year	-	15,00,000
As at the end of the year	15,00,000	15,00,000

ii) The rights, preferences and restrictions attached to each class of shares including restrictions on the distribution of dividends and the repayment of capital:

The Company has only one class of equity shares having par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors is subject to the approval of the shareholders in the annual general meeting except in the 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.

iii) Shares in the Company held by each shareholder holding more than five per cent:

Name of the shareholder	As at March 31, 2022		As at March 31, 2021	
	Nos.	% holding	Nos.	% holding
Equity shares of Rs. 10/- each fully paid up				
Ganesha Ecosphere Limited (Holding Company) and its nominee	15,00,000	100.00%	15,00,000	100.00%

iv) Shareholding of Promoters

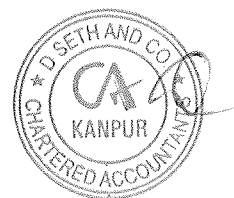
Shares held by Promoters at the end of the year

	As at March 31, 2022		As at March 31, 2021		% change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Ganesha Ecosphere Limited (Holding Company) and its nominee	15,00,000	100.00%	15,00,000	100.00%	Nil

12.2 Other Equity

(Rs. in Lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Retained earnings	(212.86)	(17.82)
Equity Component of financial liability	1,649.11	-
Total	1,436.25	(17.82)
(a) Retained earnings		
Opening balance	(17.82)	-
Adjustment during the year		
Net loss for the year	(195.04)	(17.82)
Other Comprehensive Income (net) for the year	-	-
Closing balance	(212.86)	(17.82)
(b) Equity Component of Financial Liability (Refer note 13.0 (iii))		
Opening balance	-	-
Add: Equity Component of Unsecured Zero Coupon Compulsorily Convertible Debentures (Financial liability)	1,649.11	-
Closing balance	1,649.11	-
Total	1,436.25	(17.82)



Pravesh

Ganesh

GANESHA ECOTECH PRIVATE LIMITED
Notes to the financial statements for the year ended March 31, 2022

13.0 Borrowings (Rs. in Lakh)				
Particulars	Non-current		Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Non-Current Borrowings				
(1) Term Loans (Secured):				
Term Loans from Banks	9,600.19	-	113.10	-
(2) Unsecured Loans				
(a) Loan from parent company (related party)	2,980.00	223.00	-	-
(b) Unsecured Zero Coupon Compulsorily Convertible Debentures (Financial liability) (issued to related Party) (refer note (iii) below)	1,672.30	-	-	-
	14,252.49	223.00	113.10	-
Current Borrowings				
Current maturities of long-term borrowings	113.10	-		

Notes:
(i) Nature of security and terms of repayment of term loans from banks

Term loans from Banks, balance outstanding amounting to Rs. 9,713.29 Lakh (March 31, 2021: Rs. Nil), are secured by way of first charge, on pari passu basis, on entire tangible and intangible assets (present and future) of the Company, including equitable mortgage of immovable properties of the Company's project at Warangal. The loan is further secured by way of corporate guarantee of parent company and personal guarantees of two directors of the Company. Term loans are repayable in 39 quarterly installments starting from December, 2022 and last installment falling due in June, 2032. Rate of interest ranging from 7.25-7.80% p. a. (March 31, 2021: N.A.)

(ii) Terms of repayment of unsecured loan

Unsecured loan from parent company is repayable in 20 equal quarterly installments commencing w.e.f 30/09/2023. Rate of interest 7.0% p.a. payable quarterly (March 31, 2021: 7.5%).

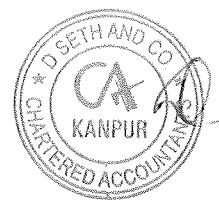
(iii) Unsecured Zero Coupon Compulsorily Convertible Debentures

33,00,000 Unsecured Zero Coupon Compulsorily Convertible Debentures (CCDs) of Rs 100/- each issued by the Company on 25th Jan. 2022 to Parent Company - Ganesha Ecosphere Limited, have tenure of ten years and these CCDs shall be compulsorily converted into Equity shares of Rs. 10/- each at the discretion of the Company within a period not later than 10 years from the date of allotment and the number of equity shares that each CCD converts into and the price per equity share upon conversion of each CCD shall be determined at the time of conversion. Unsecured Zero Coupon Compulsorily Convertible Debentures, based on their terms of conversion not being fixed, have been recognised as compounded financial instrument as per IND AS-32 and accordingly classified between Financial Liability & Other Equity.

(iv) Refer note 31.0 for liquidity risk.
(v) The carrying amount of financial and non financial assets as security for secured borrowings is disclosed in note 23.0.
(vi) The Company has not defaulted on any loans payable during the year and has satisfied all debt covenants prescribed in terms of the loans.
(vii) Net debt reconciliation

Particulars	As at March 31, 2022	As at March 31, 2021
Current and non-current borrowings	14,365.59	223.00
Less: Cash and cash equivalents	(24.92)	(2.97)
Interest payable	40.78	1.18
Net debt	14,381.45	221.21

Particulars	Cash and cash equivalents	Current & Non- current borrowings	Interest payable	Total
Net debt as at November 17, 2020	-	-	-	-
Cash flows	(2.97)	223.00	-	220.03
Other non-cash movements	-	-	-	-
- fair value adjustments	-	-	-	-
Interest expense(borrowing cost capitalized)	-	-	1.28	1.28
Interest paid	-	-	(0.10)	(0.10)
Net debt as at March 31, 2021	(2.97)	223.00	1.18	221.21
Cash flows	(21.95)	15,770.29	-	15,748.34
Other non-cash movements	-	21.41	-	21.41
- fair value adjustments	-	(1,649.11)	-	(1,649.11)
- Equity component of financial liability	-	-	-	-
Interest expense(borrowing cost capitalized)	-	-	584.63	584.63
Interest paid	-	-	(545.03)	(545.03)
Net debt as at March 31, 2022	(24.92)	14,365.59	40.78	14,381.45



Accountant
Ganesh Ecosphere

14.0 Government grants			(Rs. in Lakh)
Particulars	As at March 31, 2022	As at March 31, 2021	
At the beginning of the year	-	-	
Received during the year *	641.45	-	
Released to the statement of profit and loss	-	-	
At the end of the year	641.45	-	
14.1 Current	-	-	
14.2 Non-current	641.45	-	

*There are unfulfilled export commitments of Rs. 13,310.99 Lakhs (Previous period Nil) as at the balance sheet date related to Government grant received under the EPCG Scheme.

15.0 Provisions			(Rs. in Lakh)
Particulars	As at March 31, 2022	As at March 31, 2021	
Employee benefits			
15.1 Non-current			
Leave obligations	1.48	-	
Gratuity (refer note 24.1)	2.79	-	
Total	4.27	-	
15.2 Current			
Leave obligations	0.48	-	
Gratuity (refer note 24.1)	0.21	-	
Total	0.69	-	

16.0 Trade payables			(Rs. in Lakh)
Particulars	As at March 31, 2022	As at March 31, 2021	
Trade payables			
- Total Outstanding dues of micro enterprises and small enterprises	-	-	
- Total outstanding dues of creditors other than micro enterprises and small enterprises	168.88	-	
Total	168.88	-	

16.1 Trade payables ageing schedule

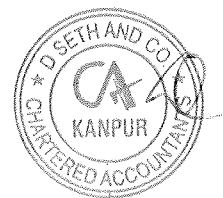
a) As at 31.03.2022						(Rs. in Lakh)
Outstanding for following periods from due date of payment						
Particulars	Less than one year	1-2 years	2-3 years	More than 3 years	Total	
i) MSME	-	-	-	-	-	
ii) Other than MSME	168.88	-	-	-	168.88	
iii) Disputed dues - MSME	-	-	-	-	-	
iv) Disputed dues - other than MSME	-	-	-	-	-	
Total	168.88	-	-	-	168.88	

b) As at 31.03.2021						(Rs. in Lakh)
Outstanding for following periods from due date of payment						
Particulars	Less than one year	1-2 years	2-3 years	More than 3 years	Total	
i) MSME	-	-	-	-	-	
ii) Other than MSME	-	-	-	-	-	
iii) Disputed dues - MSME	-	-	-	-	-	
iv) Disputed dues - other than MSME	-	-	-	-	-	
Total	-	-	-	-	-	

Note: Refer note 31.0 for information about liquidity risk and market risk of trade payables.

17.0 Other current financial liabilities			(Rs. in Lakh)
Particulars	As at March 31, 2022	As at March 31, 2021	
Creditors for capital expenditure	881.64	10.76	
Interest accrued	40.78	-	
Other Payables	25.07	4.18	
Total	947.49	14.94	

18.0 Other Current Liabilities			(Rs. in Lakh)
Particulars	As at March 31, 2022	As at March 31, 2021	
Statutory Dues Payables	7.51	0.52	
Total	7.51	0.52	



Prasanth
Prasanth

Notes to the financial statements for the year ended March 31, 2022

19.0 Finance Costs

(Rs. in Lakh)

Particulars	For the year ended March 31, 2022	For the period ended March 31, 2021
Bank Charges	0.16	-
Total	0.16	-

20.0 Other Expenses

(Rs. in Lakh)

Particulars	For the year ended March 31, 2022	For the period ended March 31, 2021
Administrative Expenses		
Rent (office)	2.20	0.76
Printing and Stationery	-	0.03
Interest on others	4.43	-
Legal and Professional Fee	15.01	16.46
Payment to auditor (refer details below)	2.12	0.51
Money lost in Cyber Fraud from escrow bank account (refer note 34.0)	213.78	-
Miscellaneous Expenses	1.42	0.06
Total	238.96	17.82
Break up of payment to auditor:		
As auditor:		
- Audit fee	2.00	0.50
- Limited review fee	0.12	0.01
Total	2.12	0.51

21.0 Tax expense

The major components of income-tax expense are as under:

(Rs. in Lakh)

Particulars	For the year ended March 31, 2022	For the period ended March 31, 2021
Profit and loss section		
Current tax		
In respect of current year	-	-
In respect of earlier years	0.01	-
Sub-total	0.01	-
Deferred tax Credit		
Relating to origination and reversal of temporary differences	(44.09)	-
Sub-total	(44.09)	-
Income tax expense reported in the statement of profit and loss	Total	(44.08)

Reconciliation of tax expense and the accounting profit multiplied by applying the statutory income-tax rate to the profit before tax is as under:

(Rs. in Lakh)

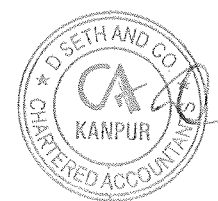
Particulars	For the year ended March 31, 2022	For the period ended March 31, 2021
Accounting loss before income-tax	(239.12)	(17.82)
Enacted income-tax rate applicable to the Company*	17.160%	17.160%
Current tax expense on profit before tax at the enacted income-tax rate	-	-
Adjustments in respect of current income-tax of earlier years	0.01	-
Recognition of net deferred tax assets	(44.09)	-
Total income-tax expense	(44.08)	-

Because of losses in current and earlier years, there is no tax liability and hence effective tax rate is Nil.

* Company has opted alternate tax regime as per the provisions of Section 115BAB of Income Tax Act, 1961 and accordingly concessional tax rate is applicable.

22.0 Earnings per share

Particulars	For the year ended March 31, 2022	For the period ended March 31, 2021
Earning per share has been computed as under:		
Loss for the year (Rs. in Lakh)	(195.04)	(17.82)
Weighted average number of equity shares outstanding (Numbers)	15000000	15000000
Earnings per share (Rs.) - Basic (face value of Rs. 10 per share)	(1.30)	(0.12)
Earnings per share (Rs.) - Diluted (face value of Rs. 10 per share)	(1.30)	(0.12)



GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

23.0 Assets pledged as security

The carrying amount of assets pledged as security for current and non-current borrowings are:

Particulars	(Rs. in Lakh)	
	As at March 31, 2022	As at March 31, 2021
First charge		
Non-current assets		
Property, plant and equipment	1,365.89	-
Capital work-in-progress	13,867.83	-
Intangible assets	1.45	-
Other financial assets	42.57	-
Other non-current assets	885.27	-
Total non-current assets pledged as security	16,163.01	-
Current assets		
Financial assets		
Cash and cash equivalents	24.74	-
Others	8.75	-
Total current assets pledged as security	33.49	-
Total assets pledged as security	16,196.50	-

24.0 Gratuity and other post-employment benefit plans
24.1 Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the numbers of years of services. The gratuity plan is an unfunded plan.

Movement in the present value of the defined benefit obligation for gratuity are as follows:

Particulars	(Rs. in Lakh)	
	For the year ended March 31, 2022	For the period ended March 31, 2021
Opening defined benefit obligation	-	-
Liability transferred from parent company	0.99	-
Current service cost	3.00	-
Interest expense	0.03	-
Benefits paid	-	-
Actuarial (gains) / losses arising from changes in demographic assumptions	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	-	-
Actuarial (gains) / losses arising from experience adjustments	(1.02)	-
Closing defined benefit obligation	3.00	-

Net liability recognized in balance sheet:

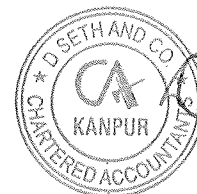
Particulars	(Rs. in Lakh)	
	As at March 31, 2022	As at March 31, 2021
Present value of defined benefit obligation	3.00	-
Fair value of plan assets	-	-
Funded status (deficit)	(3.00)	-
Net liability recognized in balance sheet	3.00	-
Break-up of defined benefit obligation		
Current liability	0.21	-
Non-current liability	2.79	-
Total	3.00	-

Net defined benefit expense recognized as employee benefit expenses in pre-operative expenses pending allocation:

Particulars	(Rs. in Lakh)	
	For the year ended March 31, 2022	For the period ended March 31, 2021
Current service cost	3.00	-
Net interest cost	0.03	-
Total	3.03	-

Remeasurement (gain) / loss recognized as pre-operative expenses pending allocation:

Particulars	(Rs. in Lakh)	
	For the year ended March 31, 2022	For the period ended March 31, 2021
Actuarial (gains) / losses arising from changes in demographic assumptions	-	-
Actuarial (gains) / losses arising from changes in financial assumptions	-	-
Actuarial (gains) / losses arising from experience adjustments	(1.02)	-
Total	(1.02)	-



Prasanna

Ganesh Kumar

The principal assumptions used in determining gratuity as shown below:

Particulars	As at March 31, 2022	As at March 31, 2021
Discount rate	6.70%	N.A.
Salary escalation rate	7.00%	N.A.
Withdrawal rate	15.00%	N.A.
Mortality	Published rates under the Indian Assured Lives Mortality (2012-14) Ultimate table	N.A.

Sensitivity analysis**The sensitivity of the defined benefit obligation to changes in the key assumptions is as under:**

(Rs. in Lakh)

Particulars	Year	Change in assumption	Change due to increase in assumption	Change due to decrease in assumption
Discount rate	March 31, 2022 March 31, 2021	0.50% N.A.	(0.10) N.A.	0.11 N.A.
Salary escalation rate	March 31, 2022 March 31, 2021	0.50% N.A.	0.11 N.A.	(0.10) N.A.
Withdrawal rate	March 31, 2022 March 31, 2021	0.50% N.A.	Negligible N.A.	Negligible N.A.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period. There is no change in the method of valuation for the prior periods.

Maturity profile of demand of defined benefit obligation is as under:

(Rs. in Lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
Within 1 year	0.28	-
1 - 2 Year	0.17	-
2 - 3 Year	0.18	-
3 - 4 Year	0.15	-
4 - 5 Year	0.34	-
Above 5 years	1.95	-
Total	3.00	-

Fair value and changes in fair value of plan assets during the year ended March 31, 2022:

Gratuity obligations are not funded.

The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors.

24.2 Defined contribution plans

The Company also has certain defined contribution plans, such as provident fund, family pension fund and employee's state insurance for benefit of employees. Contributions are made to funds administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognized during the year towards contribution to defined contribution plans is Rs. 0.12 Lakh (March 31, 2021: Nil) included under pre-operative expenses pending allocation.

24.3 Leave obligation

The Company provides for leave obligations based on actuarial valuation carried at the year end using the projected unit credit method.

25.0 Commitments and contingencies (to the extent not provided for)

(Rs. in Lakh)

Particulars	As at March 31, 2022	As at March 31, 2021
25.1 Commitments		
a) Estimated amount of contracts remaining to be executed on capital account (net of advances)	8,863.61	831.09
b) Undertaking given by the Company to fulfil quantified exports in respect of capital goods imported under the Export Promotion Capital Goods Scheme of the Government of India.	13,310.99	-

25.2 Contingent liabilities**26.0 Leases - short term leases**

The Company has certain operating leases primarily consisting of leases for office premise and staff guest house having different lease terms. Such leases are generally with the option of renewal against increased rent and premature termination clause. Rental expense recorded for short-term leases and low value asset leases is Rs. 2.51 Lakh for the year ended March 31, 2022 (March 31, 2021: Rs. 0.76 Lakh).

The Company does not have any lease liability and thus there are no liquidity risks.

27.0 Details of corporate social responsibility (CSR) expenditure

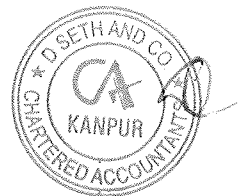
Provisions of Section 135 of the Companies Act, 2013 are not applicable in view of losses since inception of the Company.

28.0 Segment information**28.1 Primary segment (by business segment):**

Ind AS 108 establishes standards for the way that the Company report information about operating segments and related disclosures about products and services, geographic areas and major customers. The Company has yet to commence its operations hence disclosure regarding primary business segment is not required under IND AS-108 on "Operating Segments".

28.2 Secondary segment (by geographical demarcation):

Since the company has not yet started its operations and in absence of revenues, it is not applicable.



(Signature)

GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

29.0 Related party disclosures

29.1 Name of related parties and description of relationship:

A. Key management personnel

Shri Vishnu Dutt Khandelwal	Chairman
Shri Sharad Sharma	Managing Director
Shri Rajesh Sharma	Director
Shri Prashant Khandelwal	Chief Financial Officer (CFO)
Ms. Garima Gupta	Company Secretary (appointed w.e.f. May 21, 2021)

B. Parent Company

Ganesha Ecosphere Limited

29.2 Summary of transactions:

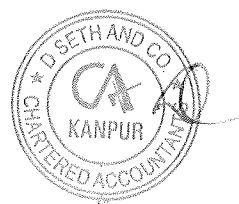
(Rs. in Lakh)

Particulars	Period ended	Key management personnel	Parent Company
Transaction during the year			
Salary (Pre-operative Expenses)	March 31, 2022	1.63	-
	March 31, 2021	-	-
Reimbursement of capital & other expenditure (net)	March 31, 2022	-	2.83
	March 31, 2021	-	17.71
Transfer of employees' super annuation benefits on transfer/ deputation from parent company	March 31, 2022	-	1.24
	March 31, 2021	-	-
Interest paid (borrowing cost)	March 31, 2022	-	184.11
	March 31, 2021	-	1.28
Payment for management services (Pre-operative expenses)	March 31, 2022	-	24.75
	March 31, 2021	-	-
Receipt towards equity share capital subscription	March 31, 2022	-	-
	March 31, 2021	-	1,500.00
Unsecured loan accepted	March 31, 2022	-	9,280.00
	March 31, 2021	-	223.00
Unsecured loan repaid	March 31, 2022	-	6,523.00
	March 31, 2021	-	-
Unsecured Zero Coupon Compulsorily convertible Debentures	March 31, 2022	-	3,300.00
	March 31, 2021	-	-
Amount outstanding at balance sheet date			
Unsecured Zero Coupon Compulsorily convertible Debentures	March 31, 2022	-	3,300.00
	March 31, 2021	-	-
Unsecured loan outstanding	March 31, 2022	-	2,980.00
	March 31, 2021	-	223.00
Interest payable	March 31, 2022	-	40.78
	March 31, 2021	-	1.75
Amounts payable	March 31, 2022	0.14	-
	March 31, 2021	-	-

29.3 The Company has not given/ provided any guarantee/ collaterals for and on behalf of the aforementioned related parties.

29.4 No amount has been written off or written back during the year in respect of debts due from or to related parties.

Prashant Khandelwal
Garima Gupta



Notes to the financial statements for the year ended March 31, 2022

30.0 Financial instruments

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

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

A. The fair values of derivatives such as forward/ derivative contracts are on mark to market basis as per bank.

B. The Company has adopted effective interest rate for calculating interest expense. Processing fees and transaction costs relating to each loan has been considered for calculating effective interest rate. The fair values of non-current borrowings are classified as level 3 in the fair value hierarchy due to the use of unobservable inputs including own credit risk.

C. Loans, investments and other non-current financial assets are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. The fair value of loans, investments and other non-current financial assets has been considered as equal to their carrying amount. These fair values are classified as level 3 in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

D. Fair values of cash and cash equivalents, bank balances, current loans, other current financial assets, other current financial liabilities are considered to be the same as their carrying amount due to short-term maturities of these instruments.

Fair value hierarchy

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Financial assets			(Rs. in Lakh)			
Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2022		As at March 31, 2021	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial assets designated at fair value through profit and loss (FVTPL)			-	-	-	-
2. Financial assets designated at fair value through other comprehensive income (FVTOCI)			-	-	-	-
3. Financial assets designated at amortized cost						
a) Cash and cash equivalents	D	Level 3	24.92	24.92	2.97	2.97
b) Other financial assets	C, D	Level 3	44.47	44.47	-	-
Total			69.39	69.39	2.97	2.97

Financial liabilities			(Rs. in Lakh)			
Particulars	Note reference as mentioned above	Fair value hierarchy	As at March 31, 2022		As at March 31, 2021	
			Carrying amount	Fair value	Carrying amount	Fair value
1. Financial liabilities designated at fair value through pre-operative expenses pending allocation	B	Level 3	1,672.30	1,672.30	-	-
2. Financial liabilities designated at fair value through other comprehensive income			-	-	-	-
3. Financial liabilities designated at amortized cost						
a) Borrowings	B, D	Level 3	12,693.29	12,693.29	223.00	223.00
b) Trade payables	D	Level 3	168.88	168.88	-	-
c) Other financial liabilities	D	Level 3	947.49	947.49	14.94	14.94
Total			15,481.96	15,481.96	237.94	237.94

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to their fair values.



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GANESHA ECOTECH PRIVATE LIMITED

Notes to the financial statements for the year ended March 31, 2022

31.0 Financial risk management

The Company realizes that risks are inherent and integral aspect of any business. The primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's senior management oversees the management of these risks.

The Company has exposure to the following risks (arising from financial instruments):

- Credit risk
- Liquidity risk
- Market risk

A. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. The Company is exposed to credit risk mainly from other financial assets.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition. The maximum exposure to credit risk at the reporting date is the carrying value of other financial assets.

Other financial assets are considered to be of good quality and there is no significant credit risk.

B. Liquidity risk

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

a) Financing arrangements

The Company is in the phase of implementing its manufacturing units and full tie up for entire project cost is in place in the form of term loans from banks and promoters' contribution from its parent company. Company believes that it has sufficient liquidity to meet its current requirements. Accordingly, no liquidity risk is perceived.

b) Contractual maturities of financial liabilities

(Rs. in Lakh)

As at March 31, 2022	0-1 years	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings	113.10	680.12	2,825.38	10,746.99	14,365.59
(including current maturities)					
Trade payables	168.88	-	-	-	168.88
Other financial liabilities	947.49	-	-	-	947.49
Total	1,229.47	680.12	2,825.38	10,746.99	15,481.96
As at March 31, 2021	0-1 years	1-2 years	2-5 years	More than 5 years	Total
Non-current borrowings	-	33.45	133.80	55.75	223.00
(including current maturities)					
Other financial liabilities	14.94	-	-	-	14.94
Total	14.94	33.45	133.80	55.75	237.94

C. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of fluctuation in market prices. These comprise three types of risk i.e., currency rate, interest rate and other price related risks. Financial instruments affected by market risk include borrowings, loans given, deposits, foreign currency receivables and payables and derivative financial instruments such as forward contracts. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Regular interaction with bankers, intermediaries and the market participants help us to mitigate such risk.

i) Foreign currency risk

Company does not have any exposure to foreign currency for borrowings and hence not exposed to this risk.

ii) Interest rate risk

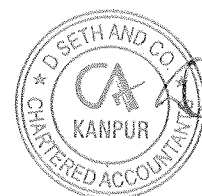
The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligation at floating interest rates.

Exposure to interest rate risk:

Particulars	As at March 31, 2022		As at March 31, 2021	
	(Rs. in Lakh)	% of total	(Rs. in Lakh)	% of total
Fixed rate borrowings	4,652.30	32.39%	223.00	100.00%
Variable rate borrowings	9,713.29	67.61%	-	0.00%
Total	14,365.59	100.00%	223.00	100.00%

Note: The above amounts include current maturities of non-current borrowings

Booth
Ganesh



Interest rate sensitivity on variable rate borrowings

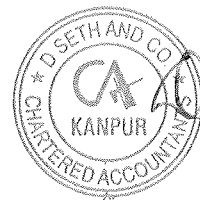
As the project is under implementation and borrowing cost is being capitalized, interest rate sensitivity is not making any effect on statement of profit and loss.

32.0 Capital risk management

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. The Company considers the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor's, creditor's and market's confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure in consonance with its long term strategic plans.

33.0 The Company has no overdues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act').**34.0 Money lost in cyber fraud**

During the year, Company has suffered a Cyber fraud of Rs. 245.67 lakh in escrow account with HDFC Bank Ltd. by way of unauthorised electronic transfers through forged letters/ mails. Company lodged the police complaint and some of the accused were arrested and police recovered Rs. 31.89 lakh from them. Though the police investigation is still continuing, chances of recovery seems dismal and therefore, Company has written off the balance amount of Rs. 213.78 lakh as loss in the books of accounts. Company has also lodged the legal case against the Bank for recovery of money lost in cyber fraud.



Notes to the financial statements for the year ended March 31, 2022

35.0 Analytical ratios

Ratios	Numerator	Denominator	FY 2021-22	FY 2020-21	% variance	Reason for variance
a. Current ratio #						
b. Debt-equity ratio*	Total debt (borrowings)	Total Equity	2.75	0.15	1731%	\$
c. Debt-service coverage ratio #						
d. Return on equity #						
e. Inventory turnover ratio #						
f. Trade receivables turnover ratio #						
g. Trade payables turnover ratio #						
h. Net capital turnover ratio #						
i. Net profit ratio #						
j. Return on capital employed #						
k. Return on investment #						

* Unsecured Zero coupon compulsorily convertible debentures, allotted to parent company and classified as compounded financial instrument as per Ind AS 32 to the extent of Rs. 1,672.30, have been excluded from borrowings and added to total equity for calculation of debt-equity ratio.

Company's projects at Warangal and Temra (Bilaspur) is at implementation stage and presently no revenue generating activities are there. These ratios, being measurement of operational and profitability efficiencies are, therefore, not applicable.

\$ Capex at the beginning of the project in previous year were mostly funded from equity contributed by parent company and external debts have been tied up during current financial year.

36.0 Other statutory information

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and the Rules made thereunder.
- The Company does not have any transactions with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.
- The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.
- The Company has not advanced or loaned or invested 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:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or
 - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- The Company does not have any transactions which are not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income tax Act, 1961).
- The Company is regular in paying its dues and has not been declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- The Company has not entered into any scheme of arrangement, during the year, which has any impact on financial results or position of the company.
- The Company has not revalued any of its property, plant and equipment or intangible assets during the year.
- The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and related parties (as defined under Companies Act, 2013) either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.
- The Company has used the borrowings from banks for the purpose for which it was taken.

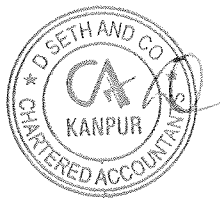
37.0 Previous year figures have been regrouped/ rearranged, wherever considered necessary to conform to current year's classification.

As per our report of even date attached

For D SETH AND CO
Chartered Accountants
Firm Reg. No. 028869C



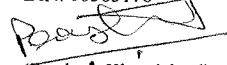
Deepak Seth
Proprietor
Membership No.: 073081
Place: Kanpur
Date: 21 MAY 2022

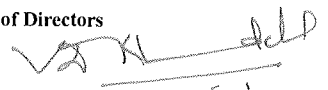


For and on behalf of the Board of Directors

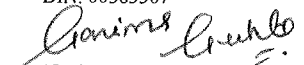


(Sharad Sharama)
Managing Director
DIN: 00383178


(Prashant Khandelwal)
Chief Financial Officer
FCA: 077160



(Vishnu Dutt Khandelwal)
Chairman
DIN: 00383507


(Garima Gupta)
Company Secretary
FCS: 11468