Corporate Office
801-A & B, 802-A, B & C, 8th Floor,
Well-done Tech Park, Sohna Road,
Sec-48, Gurugram - 122018 (Haryana)
Tel / Fax : +91 124 4896700

Date: 03.09.2024

The Manager
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, C-1,
Block-G, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

NSE Symbol: **K2INFRA**
ISIN: **INE0DEZ01013**

Subject: Notice of the 9th Annual General Meeting and Annual Report for the FY 2023-24

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and further to our letter dated July 31, 2024 informing about the 9th Annual General Meeting ("AGM") of the Company scheduled to be held on Wednesday, September 25, 2024 at 11.00 A.M. (IST) through Video Conference ("VC") / Other Audio Visual Means ("OAVM") in compliance with circulars issued by the Ministry of Corporate Affairs and SEBI in this regard, we wish to inform the following:

1. The Annual Report for the financial year 2023-24 and the notice of AGM has been sent today, i.e., September 03, 2024, through electronic mode to all the members of the Company whose email addresses are registered with the Company/Depository Participant(s). These documents are also available on the Company's website at www.k2infra.com.

2. The Company is providing the facility to vote by electronic means (remote e-voting as well as e-voting at the AGM) on all the resolutions set out in the AGM notice to the members, who are holding shares on the cut-off date i.e. Wednesday, September 18, 2024. The remote e-voting will commence from Saturday, 21, 2024, at 09.00 A.M. (IST) and shall end on Tuesday, September 24, 2024, at 17.00 P.M. (IST). Detailed instructions for email address registration and voting/attendance at the AGM have been provided in the AGM Notice.

3. The Annual Report for the financial year 2023-24 and the Notice of AGM are enclosed herewith.

This is for your information and records.

Thanking You,

Yours Faithfully,
For **K2 Infragen Limited**

Jyoti Lakra
Digitally signed by Jyoti Lakra
Date: 2024.09.03 23:29:22 +05'30'

Jyoti Lakra
Company secretary & Compliance officer

Place: Gurugram
Encl: a/a

TOGETHER WE MOVE

For a Brighter Tomorrow

ANNUAL REPORT **2023-24**

ACROSS THE PAGES

Pg. 07

Pg. 02

Pg. 10

Reporting period and scope

This report covers financial and non-financial information and activities of K2 Infragen Limited ('the Company' or 'K2IL') during the period April 1, 2023, to March 31, 2024. The report's financial figures have been audited by S.N Dhawan & Co. LLP.

Materiality

We cover key material aspects that have been identified through our ongoing stakeholder engagement and are addressed by various programmes or action points set by the key management personnel.

Responsiveness

Our reporting addresses a gamut of stakeholders, each having their own needs and interests. This report is one element of our interaction and communication. It reflects how we manage our operations by accounting and responding to stakeholder concerns.

Forward-looking Statements

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This Report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

In a world that is constantly evolving, progress is no longer a solitary journey.

It's about the collective strength that emerges when we come together, sharing visions and uniting efforts.

Thus…

We believe that collaboration is the key to unlocking a future filled with possibilities.

We believe that our collective strength and unity would drive us forward.

By working together…

We can overcome challenges.

We can seize new opportunities.

We can create a brighter and sustainable future, filled with promise and potential.

Our journey towards a brighter tomorrow is not solitary; it's a collective endeavor.

This journey isn't just about reaching milestones – it's about fostering connections, nurturing partnerships, and working hand in hand to build a sustainable tomorrow for everyone.

Together, we're not just moving forward, we're moving toward a brighter and sustainable tomorrow.

THIS ANNUAL REPORT IS NOT JUST A RECORD OF OUR ANNUAL FINANCIAL AND OPERATIONAL PERFORMANCE FOR 2023-24.

It reflects our courage to think big and take bold decisions when the opportunity is ripe.

This is what we achieved over the years by translating broad strategies into action.

We implemented several innovative construction technologies to drive quality excellence.

We've broadened our reach across various segments of the infrastructure sector, aiming to capitalize on the expanding opportunities within this rapidly growing space.

We focused on building in-house capabilities to deliver a project from conceptualization to completion with faster turnaround time and focus on de-risking wherever possible.

We have evolved into a fully integrated business entity, excelling in the professional management of our value chain and creating value for stakeholders.

We focused on creating a strong portfolio of projects to gain higher market share.

These initiatives are part of our overarching agenda to build.

We are building our Company with the right strategy, technology and people to continue to exceed customer expectations and grow our presence within the industry space.

THIS IS WHAT K2 INFRAGEN LIMITED STANDS TODAY FOR...

48 PROJECTS

Number of projects successfully executed by K2IL since inception

₹ 42,606.33 LAKHS

Number of projects successfully executed by K2IL since inception

9 STATES

Number of states where K2IL has project presence

13

State-of-the-art construction equipment

25

Construction vehicles

15

Ongoing projects

₹ 43,515.03 LAKHS

Order book position in FY24

₹ 10,871.82 LAKHS

Total revenue in FY24

₹ 2,142.60 LAKHS

EBIDTA in FY24

₹ 1,250.20 LAKHS

PAT in FY24

Note: All the figures are as of 31st March 2024

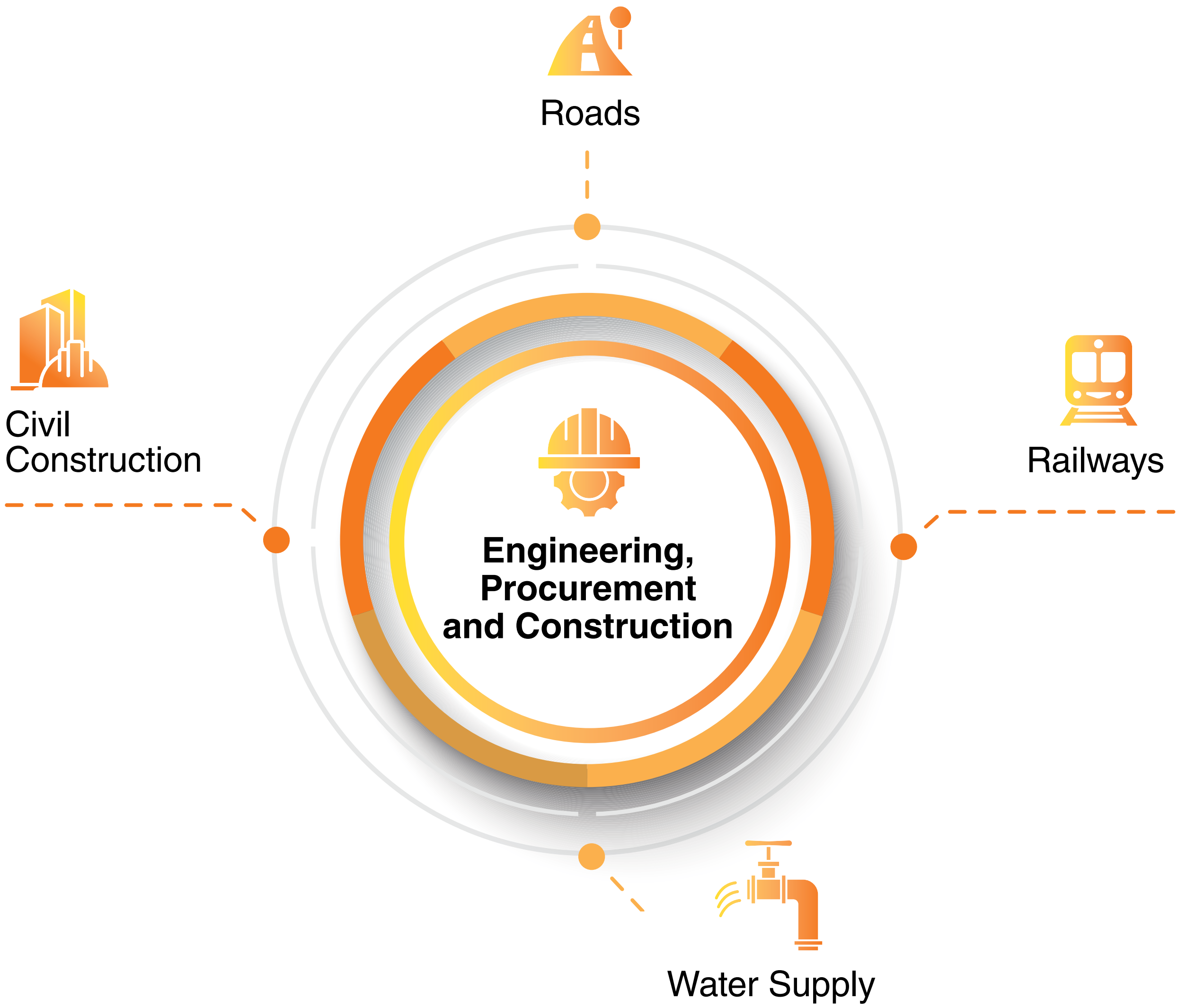
CORPORATE IDENTITY

ABOUT K2 INFRAGEN LIMITED

K2 Infragen Limited (K2IL) is one of India's emerging players providing a comprehensive range of engineering, procurement and construction (EPC) and turnkey construction services, with a focus on power engineering and project engineering.

K2IL offers end-to-end construction services and has established itself as a leading EPC contractor with extensive experience in executing projects across roads, railways, water supply, and civil construction, among other sectors. Our strength lies in our in-house capabilities, which cover everything from design, procurement, and construction supervision to subcontract and work order management, as well as post-construction activities. This holistic approach allows us to consistently deliver projects on time, supported by robust project management and internal control systems. Additionally, our seamless backward integration significantly reduces our dependence on third-party suppliers for the design and procurement of key raw materials and other essential components required for our projects.

Established in 2015, the Company thrives under the dynamic and charismatic leadership of Mr. Pankaj Sharma, the Managing Director and Founder. Our engineering skills and resilient business model have enabled us to successfully execute a range of projects involving varying degrees of complexity. Over the years, we have continued to scale up the value chain and have gradually expanded our offerings across EPC services business and trading business.



Our Vision

To enhance existing service deliverables and influence future growth & development with beneficial partnerships.

Our Mission

To be a professionally managed service company by fulfilling its Economic, Environment and Social responsibilities.

In-house integrated model

We've crafted a comprehensive, in-house EPC model tailored for our construction business. This model brings together a dedicated design team, procurement team, construction supervision team, and experts in subcontract and work order management. Alongside these teams, we also have our own construction equipment and transportation vehicles for efficient and quick raw material transportation. This integrated approach enables us to oversee projects from start to finish, ensuring efficient risk management throughout the process.

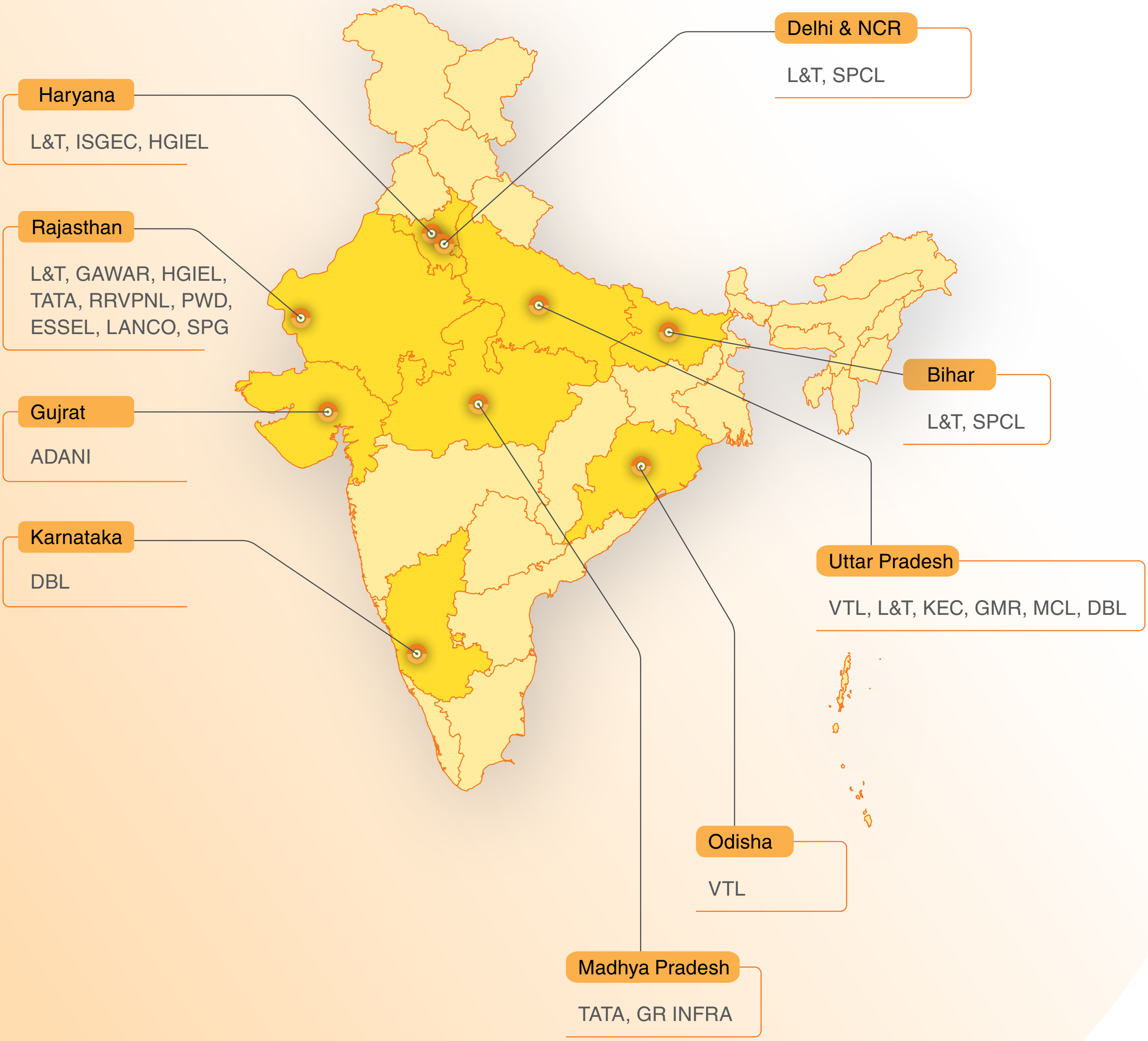
OUR STRENGTHS

- Experienced Promoters backed by the strong management team
- Focused EPC player
- Strong order book
- Established track record of timely execution

CORPORATE IDENTITY

OUR FOOTPRINT

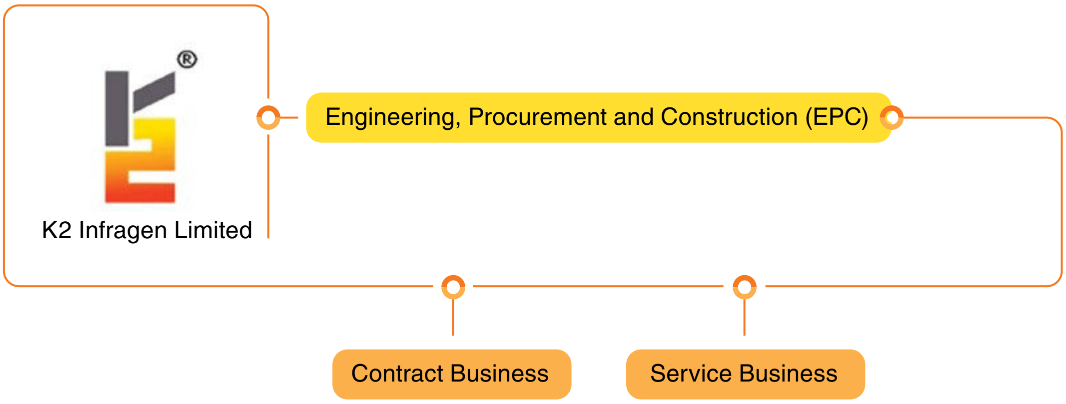
Headquartered in Gurugram, Haryana, the Company has project presence in 9 states, namely Uttar Pradesh, Rajasthan, Madhya Pradesh, Karnataka, Haryana, Gujarat, Odisha, Punjab and Delhi spread across India.



OUR OFFERINGS BASKET

Primarily engaged in two business segments within the infra space, the Company offers a wide range of options in each of its segments.

Our past achievements have earned us recognition from our clients and respected organizations within the construction industry, fueling our business growth and expanding our order book.



Contract business

In the contract business space, the Company is engaged in the detailed design & engineering of the project, procurement of key materials, and project execution at the sites with overall project management up to the commissioning of the projects.

Key projects K2IL is involved in

Key projects K2IL is involved in

Jal Jeevan Mission-Water project

We provide end-to-end services for water supply projects (WSPs), covering everything from survey and design to construction, commissioning, and ongoing maintenance. Our expertise includes installing pipelines, building key infrastructure like water tanks and treatment plants, and ensuring functional household tap connections with all necessary electromechanical and geo-tagging work.

We also excel in the design, installation, and testing of both cluster and village distribution systems, as well as constructing related facilities. For projects needing it, we handle the augmentation and reorganization of WSPs, all on an EPC turnkey basis.

Railway Projects

We provide services like laying railway tracks, constructing boundary walls, building rail-over-bridges, erecting station facilities, providing staff quarters, and setting up signal and telecommunication buildings.

Key projects K2IL is involved in

Key projects K2IL is involved in

Road Projects

We are engaged in the construction and improvement of roads and highways, carried out under the EPC model. The Company is also involved in the development of minor and major bridges, road-over-bridges, road-under-bridges, and culverts.

Civil construction projects

We specialize in building and enhancing road infrastructure, taking on a wide range of projects. Our work includes constructing new roads, widening and strengthening existing ones, making improvements, and handling lane-related construction. We also focus on the maintenance and overall development of these crucial transportation networks.

Services business

Our EPC services cover end-to-end project management, from planning and manpower allocation to logistics, ensuring timely completion. We offer custom construction services, including design, procurement, and building of projects like buildings, transmission lines, and water infrastructure, tailored to your needs.

Key areas K2IL is involved in	Scope of work
Design Work	We specialize in designing structures for a variety of civil construction projects, including water systems, roads, and transmission lines.
Survey Work	Our survey services include a comprehensive analysis to assess the feasibility of water levels, mark the boundaries of designated land, evaluate potential routes between the source and load, and identify any public obstacles, land disputes, or issues involving farms, fields, or private property.
Project Management	Our project management services encompass obtaining necessary approvals and liaising with government authorities, addressing landowner concerns, and thoroughly reviewing project parameters to ensure they align with our customers' needs.
Quality Monitoring	Our quality management services involve actively monitoring and managing the agreed-upon quality standards. This includes deploying skilled personnel and preparing detailed reports to ensure everything meets the specified criteria.

Accreditations

K2IL proudly holds certifications from Globus Certifications Private Limited for ISO 14001:2015, reflecting our commitment to environmental management; ISO 45001:2018, underscoring our dedication to occupational health and safety; and ISO 9001:2015, ensuring the highest standards in quality management.

MANAGING DIRECTOR'S COMMUNIQUE

This milestone marks a significant chapter in the journey of K2 Infragen Limited, and it is a testament to our resilience, commitment, and the unwavering trust you, our valued shareholders, have placed in us.

Mr. Pankaj Sharma
Managing Director

Dear Shareholders,

It is always a matter of pride and pleasure for me to pen down my thoughts. This year, the occasion is particularly momentous, as I proudly present our first annual report following our successful listing on the stock exchange. It captures our collective achievements for the year gone by and outlines the exciting opportunities that lie ahead.

Our listing on the National Stock Exchange (NSE) has not only enhanced our visibility in the market but has also positioned us for accelerated growth and innovation. This milestone marks a significant chapter in the journey of K2 Infragen Limited, and it is a testament to our resilience, commitment, and the unwavering trust you, our valued shareholders, have placed in us. It also represents not just the culmination of years of hard work and dedication, but also the beginning of an exciting new chapter in the Company's history.

What makes K2IL's story more exciting is the India growth story, which provides a proper context to it. With the economy gradually gaining back momentum and spurring aspirations for a better life, India is on a sure pathway to progress. India's burgeoning economy, driven by a young population and government initiatives, is expected to fuel unprecedented infrastructure demand. Key sectors like automobiles, railways, and power are poised for significant growth, creating vast opportunities. These realities will translate into unprecedented investments in infrastructure and logistics, among others. By seizing these opportunities and expanding our market reach, we are well-positioned to thrive in India's dynamic industrial landscape and are also equipped to play a bigger role in India's story of transformation.

Looking back at the year gone by

The past year has been a journey of both triumphs and challenges. While we're proud to report a 63% surge in revenue, climbing from ₹6,655.41 lakhs to ₹10,871.82 lakhs, our profitability story isn't as rosy. Our bottom line expanded by a modest 11% to stand at ₹1,250.20 lakhs, falling short of our own expectations. Our geographic expansion into Uttar Pradesh and Bihar fuelled this revenue growth, as we embarked on several significant projects. This expansion also contributed to a healthy increase in both PBT and EBITDA. Our PBT and EBITDA stood at ₹1,676.31 lakhs and ₹2,142.60 lakhs, after registering a 9.69% and 10.57% y-o-y growth, respectively. Despite these achievements, we recognize that our profitability could have been stronger. This is an area where we're determined to excel in the coming year.

In FY24, while exploring new areas and technologies, we also focused on strengthening our core. We advanced our strategy by improving our business mix, enhancing our in-house capabilities, and increasing wallet share from existing clients, while also acquiring new projects in new states. We improved our technological capabilities and added new equipment to streamline processes further. Our journey in FY24 began on a high, propelled by the eagerness of the state governments to enhance their infrastructural capabilities.

To strengthen our operational foundation and drive future growth, we embarked on several strategic initiatives this past year. A cornerstone of our efforts was a significant investment in technology. By implementing a robust Enterprise Resource Planning (ERP) system, we've streamlined operations, reduced manual tasks, and enhanced efficiency across the board. This technological leap, coupled with strategic talent acquisition, positions us to be more competitive and agile in our industry. We're confident that these investments will yield substantial returns in the coming years, bolstering our bottom line, ensure cost saving and securing our position in this competitive market. Our total capex investment in FY24 stood at ₹1,200.60 lakhs.

We're confident that these investments will yield substantial returns in the coming years, bolstering our bottom line, ensure cost saving and securing our position in this competitive market.

As part of our growth strategy, we ventured beyond our core expertise in road infrastructure construction. While Uttar Pradesh remained our initial focus, we cast a wider net over the past few years. Our exploration led us to mark a presence in the states of Karnataka, Rajasthan, Madhya Pradesh, Haryana, Gujarat, Uttar Pradesh, Odisha, Bihar and Delhi, among others. This strategic expansion into new regions and market segments positions us for even greater success.

FY24 witnessed significant growth and diversification of our order book. As of March 31, 2024, it stood at a robust ₹43,515.03 lakhs, with road & highway EPC projects contributing 3.17%, design work contributing 17.26%, civil construction projects contributing 11.70%, and turnkey water supply projects contributing 67.89%. Our ongoing EPC projects are progressing well as per the plan.

Looking ahead to the year

The past year has been a period of extraordinary growth and accomplishment for K2 Infragen Limited. We've successfully ventured into new markets, expanded our project portfolio, and exceeded expectations in our operations. As we look ahead, we're excited to build on this momentum and seize the incredible opportunities that India's thriving infrastructure landscape offers.

As we navigate the dynamic business environment, we remain steadfast in our mission to deliver value to our stakeholders and contribute meaningfully to India's infrastructure growth story. We are focused on enhancing our project presence, investing in technology, and forging strategic partnerships to drive innovation and meet the evolving demands of our customers.

On behalf of every member of the K2IL family, we thank our stakeholders for the trust they have reposed on us. We are truly grateful for their sustained cooperation throughout our journey and would continue to direct our efforts to be well-positioned to capitalize on the opportunities that lie ahead. I am confident that with your continued support and our collective efforts, K2 Infragen Limited will continue to thrive and create sustainable value for all stakeholders.

Our journey has just begun, and with your continued support, we will achieve even greater heights. Together, we will achieve a better and sustainable future.

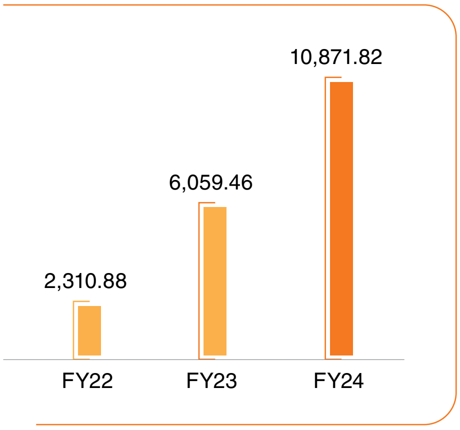
Thanks

Mr. Pankaj Sharma

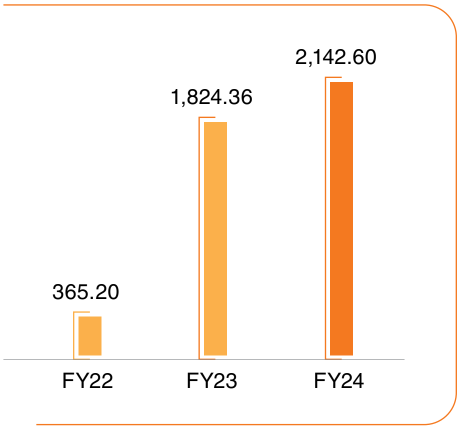
Managing Director

HOW WE GREW OVER THE YEARS

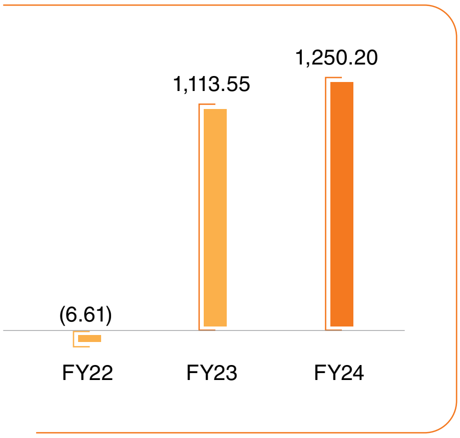
Total revenue (in ₹ lakh)



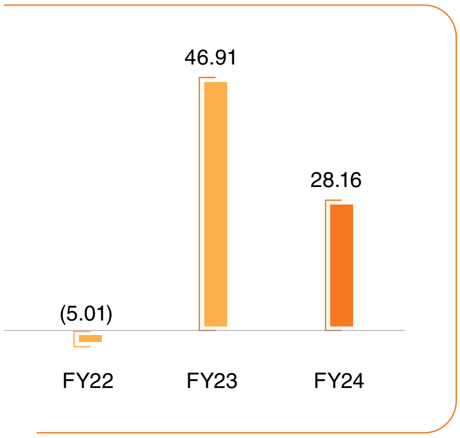
EBIDTA (in ₹ lakh)



PAT (in ₹ lakh)

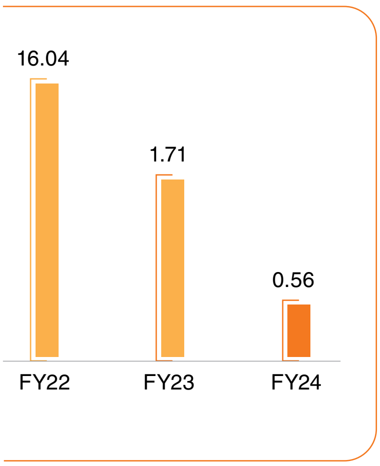


Return on Capital Employed [RoCE] (in %)*

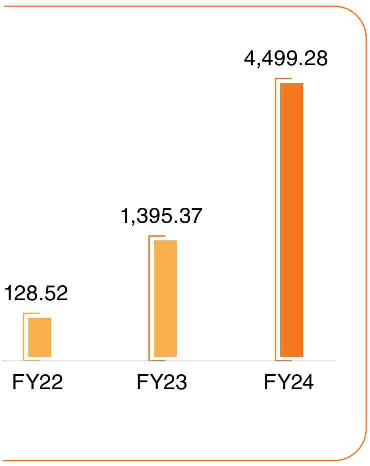


**RoCE stood at 28.16% in FY24 owing to bonus & preferential share issue.*

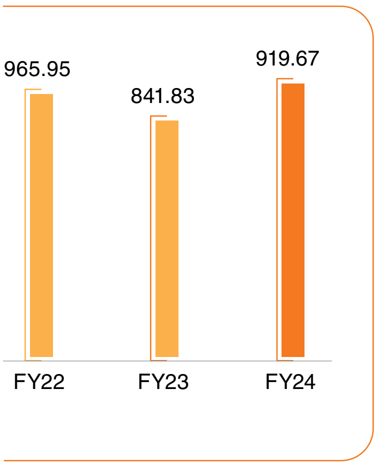
Debt-equity ratio (in times)



Net worth (in ₹ lakh)



Net fixed-assets (in ₹ lakh)



Note: All figures belong to Standalone Financial statement.

OUR INVESTMENT CASE

Our unique attributes enable us to unlock the long-term potential of our projects and we have consistently delivered in line with the expectations of our valued customers, thereby ensuring sustainable growth of the Company. We are driven by our values, while our core strengths help us grow sustainably year after year.

Core strengths

Experienced management

With over a century of combined experience, our promoters and senior management have been the driving force behind K2IL's sustainable growth. Their expertise and strong client relationships have enabled successful project execution across all scales. As we move forward, their insights and skills will continue to guide K2IL in seizing market opportunities, expanding into new markets, and driving our growth.

A focused EPC player

Established in 2015, in a span of just 9 years, K2IL has been successful in establishing itself as a focused EPC player. We have successfully delivered a diverse array of projects, spanning building construction, roadworks, structural engineering, civil construction, railway infrastructure, and turnkey water supply systems. Our strong track record of on-time, high-quality execution has earned us a reputation for excellence and opened doors to new market opportunities and partnerships with leading infrastructure companies and Public Works Departments (PWDs).

A diversified geographical presence

Understanding the risk arising from concentrating on one or two geographies, we have consistently grown our market presence. By spreading our wings across different regions, we've been able to not only safeguard our business from relying too heavily on any one area, but also tap into the unique opportunities each location offers. Successful implementation of this strategic approach has allowed us to our revenue streams, weather economic storms, and stay ahead of the curve by adapting to diverse market conditions.

Strong project execution capabilities

Our success story is built on a foundation of exceptional project management, backed by an experienced management, skilled team, advanced equipment, and streamlined internal processes. From concept to completion, we are committed to delivering projects on or ahead of schedule. Our integrated approach, including robust supply chain management, ensures a seamless workflow and optimal resource utilization. By combining engineering brilliance with meticulous project oversight, we consistently exceed expectations and deliver infrastructure solutions that stand the test of time.

Financial discipline coupled with strategy to acquire assets

We're committed to a thoughtful approach to growth. This means carefully selecting projects, investing judiciously, managing costs efficiently through usage of modern equipment and centralized procurement, and expanding our reach with caution. By focusing on these principles, we aim to build a solid and sustainable business

Our strategy for sustainable growth

Focus on growth

Our growing market positions in some of the attractive and structurally growing infra space underpin a strategy that combines strong organic growth potential with disciplined strategic investment.

Focus on being relevant

Our business model is centred around building an embedded and long-term partnerships with our clients by effectively addressing their requirement. It is the cornerstone of our commercial offering, ensuring we are strategically relevant for our customers.

Focus on differentiation

By seamlessly combining our extensive project management expertise with a holistic approach, we've cultivated a unique advantage. This empowers us to capitalize on emerging opportunities and drive substantial growth.

Focus on technology

Traditionally perceived as a non-technology driven industry, we focused on building on our technological capabilities. This strategic shift underscores our belief that embracing technology isn't just about staying competitive—it's about pioneering innovation and achieving exceptional results.

HOW FAR WE'LL GO ALWAYS DEPENDS ON HOW STRONGLY WE'VE BEGUN.

Hence, since inception, at K2IL, setting up a robust foundation was one of our key priorities.

And it has indeed been a big factor behind our growing market position within the industry space today.

On the strength of that foundation, we are striding ahead towards our goal, growing and fortifying our presence within the industry space every single day.

And with that, we are creating value for our people, our industry, and our stakeholders – consistently and sustainably.

Thanks to our strong foundation, we successfully completed most of our projects in time and matching the quality standards set by our clients.

Here are some of the key projects executed by K2IL till date.

Jal Jeevan Mission

Railway Project - Morena

Rail Coach Naveenikaran, Sonipat

Power Distribution Varanasi

PWD-Rajasthan Model School Project

Bharat Mala Road Project

This is how we have delivered value for our stakeholders

For our shareholders

We are a growth-oriented construction company committed to disciplined capital allocation. This approach has enabled us to deliver fair and sustainable returns for our shareholders.

149.23%

CAGR growth in PAT in the last five years.

For our customers

Our clients are the heart of our business. We prioritize understanding their needs, carefully listening to their feedback, and developing infra projects that contribute to the region's economic growth.

33

Number of projects completed till date

For our people

Our people are key to the success of our business. We aim to provide them with a rewarding and fulfilling career. We aim to attract and retain the best talent through growth and development opportunities.

78

Man power

For our society

Our priority is to develop high quality infra projects such as roads, railway tracks and water pipeline with a strong commitment to environmental sustainability. We aim to use land efficiently, minimize waste, and reduce emissions during construction, ensuring our projects are among the best in the regions where we operate.

Invested

₹10.85 LAKS

over the last five years on social initiatives

CARING FOR COMMUNITIES.

GROWING TOGETHER.

At K2IL, community development is a central priority because we recognize the interconnectedness between our progress and the overall well-being of the communities we operate in. As a significant stakeholder, these communities grant us the social license to operate.

Through a diverse range of impactful programs, we demonstrate our unwavering commitment to community development. Our focus areas include education, financial aid, and women empowerment, among others. We aim to create, strengthen, and support communities through our regeneration and development processes, today and tomorrow. As a responsible corporate citizen, we intend to bring economic development in the region through our infrastructure projects and benefit existing local communities in the regions where we work. Our infra projects create economic benefit through their regenerative effects at both a local and regional level, supporting jobs, housing and investment.

We have a strong history of creating social value through the regeneration efforts we've led. Our developments not only foster healthier lifestyles but also contribute to sustainable growth within the communities surrounding our projects. In line with our commitment to promoting healthier lives, we have launched cancer prevention vaccine drives across various project locations in recent years.

Key CSR initiatives undertaken by K2IL

OUR VISIONARY LEADERSHIP

BOARD OF DIRECTORS

As on date of this report

Mr. Pankaj Sharma

Managing Director

Mr. Pankaj Sharma, is the Promoter and Managing Director of the Company. He holds a Bachelor's degree in Electronics Engineering from Nagpur University and a Post Graduate Diploma in Business Management from the School of Management Sciences, Varanasi.

With over 20 years of experience in the Power, Construction, and Infrastructure sectors, he has worked with leading companies like Aster Infrastructure Services, ICOMM Tele, Wireless-TT Info Services, and XCEL Telecom. At K2IL, Mr. Sharma brings his dynamic leadership and relationship management skills to guide the management team, focusing on finance, human resources, project oversight, and strategic business development.

Devender Kumar Valecha

Executive Director

Mr. DK Valecha has a bachelor's in electrical engineering from NIT Kurukshetra. He has more than 40 years of experience in the Power sector and has been associated with NTPC, Power Grid and Top Management position in MNC. he has developed a deep understanding of the complexities and dynamics of the power sector. His leadership has been instrumental in implementing cutting-edge technologies, enhancing operational efficiencies, and fostering sustainable practices.

Mr. Valecha previously served as the Executive Director of the region and at corporate engineering at Power Grid Corporation of India Limited, where he played a pivotal role in steering numerous high-impact projects and initiatives.

Naresh Kumar

Executive Director

Mr. Naresh Kumar, was appointed as Project Director w.e.f. July 21, 2023. He holds a Diploma degree in Civil Engineering from VMRF Deemed University. He is highly dynamic Civil Engineering professional with having 23 years of experience in infra domain and focused on methodologies, techniques and tools that are foundation pillars for successful planning and execution of project. He has worked with HG Infra Engineering Limited, GVR Infra Ltd, Varaha Infra Ltd, Brahmaputra Infratech Ltd. He has achieved successful and timely completion of various projects including National Highway 89 & 95 projects. He is highly skilled in acquiring manpower to facilitate smooth coordination and completion of project along with identification of vendors and logistics planning. He is entrusted with the responsibility of Project Director of company.

Ms. Priya Sharma

Promoter and Executive Director

Ms. Priya Sharma, is the Promoter and Executive Director of the company. She holds a B.Sc. from Indira Gandhi National Open University and an MBA from Uttar Pradesh Technical University. Previously, she led the education department at Hindustan Times as a Sales Executive. In her current role, Ms. Sharma oversees Human Resources and Administration, focusing on training, development, and employee engagement.

Mr. Neeraj Kumar Bansal

Non-Executive Director

Mr. Neeraj Kumar Bansal, is the Executive Director of the Company, having previously served as Chief Executive Officer since February 2022. A Mechanical Engineering graduate from IIT Kanpur, he brings over 28 years of experience in the power construction and infrastructure industry, with roles at GR Infra Projects Ltd, Era Infra Engineering Limited, and others. Mr. Bansal's expertise includes business strategy, project management, client relations, and team leadership. In his current role, he drives strategic decision-making, oversees project execution, manages risks, and ensures project quality, while maintaining strong client relationships and financial oversight.

Mr. Rajesh Tiwari

Promoter and Non-Executive Director

Mr. Rajesh Tiwari, is a Promoter and Non-Executive Director with extensive experience in the non-ferrous metal industry. He has been with the company since its inception, initially as an Executive Director. Holding a Bachelor's degree in Commerce from the University of Rajasthan, Mr. Tiwari has held key leadership roles, including a 13-year tenure at Harsh Metals and 6 years at Neelanchal Enterprises, where he managed the non-ferrous metal division. As a founding member of K2IL, he is respected for his dedication, business acumen, and ability to oversee critical business parameters.

Mr. Ajai Kumar Singh Chauhan

Independent Director

Mr. Ajai Kumar Singh Chauhan, has been an Independent Director of the Company since October 10, 2023, and is currently the President and Head of Contracts Management at GR Infra Projects Limited. He holds a Civil Engineering degree from Aligarh Muslim University and is an active member of several professional organizations. With over 38 years of experience in highway and bridge engineering, project management, and contracts management, Mr. Chauhan has held key positions at Pink City Expressway Private Limited and RITES Limited.

Ms. Shipra Sharma

Independent Director

Ms. Shipra Sharma, an Independent Director with joined the Company on October 10, 2023. She holds an MBA from Barkatullah University and a Human Resource Management Diploma from Narsee Monjee Institute. With over 13 years in HR, her career includes roles as Executive HR at Unitech Limited and Talent Acquisition Consultant at Krayman Consultants LLP. She has expertise in staffing, employee retention, salary alignment, grievance handling, and counseling, contributing significantly to the board with her strategic HR management skills.

Mr. Sagar Bhatia

Independent Director

Mr. Sagar Bhatia, is an Independent Director at the company, having joined on November 7, 2023. He holds an LLB from Swami Vivekanand Law College and is a member of The Institute of Company Secretaries of India. With over 16 years in Corporate Governance, he previously served as Senior Manager Corporate Legal at Midland Credit Management India Pvt Ltd and Company Secretary at Standard Electricals Limited, bringing extensive experience in secretarial and compliance matters.

KEY MANAGEMENT PERSONNEL AND SENIOR MANAGEMENT

Ms. Priyanka Pareek

Chief Financial Officer (CFO)

Ms. Priyanka Pareek, is a qualified Chartered Accountant & a seasoned finance professional with experience of 10+ years in the domain of Statutory Audit & Finance Management. She has worked with companies like Deloitte, Mazars prior to joining K2 Infragen Limited. Leading the finance function in company as CFO, she is entrusted with the responsibilities of overseeing the financial operations of the company, guiding its financial strategy, fund planning & utilization, ensuring compliances for all direct & Indirect tax laws. Her rich experience in auditing & financials assist the company in adhering the budgeting & future planning of fund deployment through its developed treasury segment. She collaborates with the executive management team to establish long-range goals, strategies, plans, and policies.

Ms. Jyoti Lakra

Company Secretary & Compliance Officer (CS&CO)

Ms. Jyoti Lakra has completed her Company Secretary course form Institute of Company Secretaries of India (ICSI) in November 2014. She also completed her LLB degree from Chaudhary Charn Singh University, Meerut in 2018 and also holds a Master's degree in business policy and Corporate Governance (BPCG) from Indira Gandhi National Open University. She has total experience of 9 years. She has worked with several Chartered accountancy firms and worked with companies in domain of manufacturing, trading and real-estate companies. She is a young, enthusiastic, self-motivated and dedicated person. She is entrusted with the responsibilities to report to the Board about compliance with the provisions of LODR, Companies Act, the rules made there under and other laws applicable to the company, to ensure that the company complies with the applicable secretarial standards and to discharge such other duties as may be prescribed by companies Act and the rules made there under.

Mr. Pushpendra Singh

VP-Projects

Mr. Pushpendra Singh is a highly experienced project management professional with hands-on experience of executing large scale projects in Telecom, Roads and Building projects. He has 15+ years of experience in Operations, Projects and Data Base Management. Pushpendra is a highly self-motivated professional and having worked with Organizations like ZTE, GTL, Tata & ARDOM. He has gathered immense experience of working in diverse geographies with a varied range of customers. In his role he is responsible for delivering few of the international project fetched by company recently.

STATUTORY REPORTS AND FINANCIAL STATEMENTS

Management Discussion and Analysis

Global economy overview

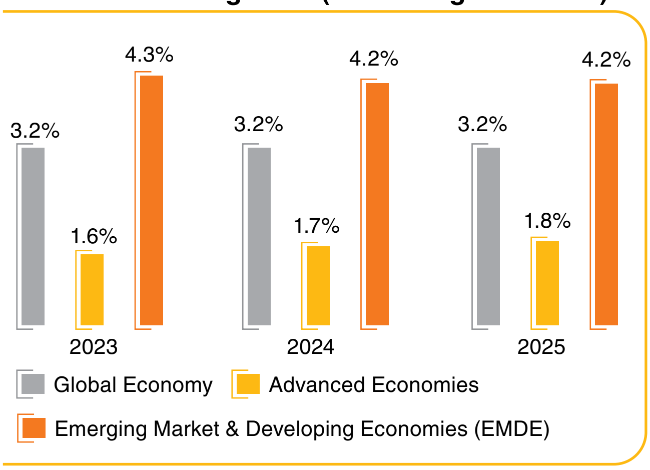
The global economy demonstrated remarkable resilience in CY 2023, growing at a rate of 3.2%, despite geopolitical headwinds and volatility in commodity prices, resulting in inflation across advanced and emerging economies. To curb inflation, the Central Banks of major economies resorted to calibrated interest rate hikes.

Inflation rates decreased rapidly than anticipated from their peak in CY 2022, resulting in gradual growth in the economic activity and employment in the US, Europe and other emerging economies. However, geopolitical tensions continued to disrupt supply chains and global trade and commerce.

The economy of China also continued to demonstrate stress during the course of 2023, which is likely to continue in 2024. China, being a large economy with huge manufacturing capacities and supply chains, may pose an underlying threat to global economic growth.

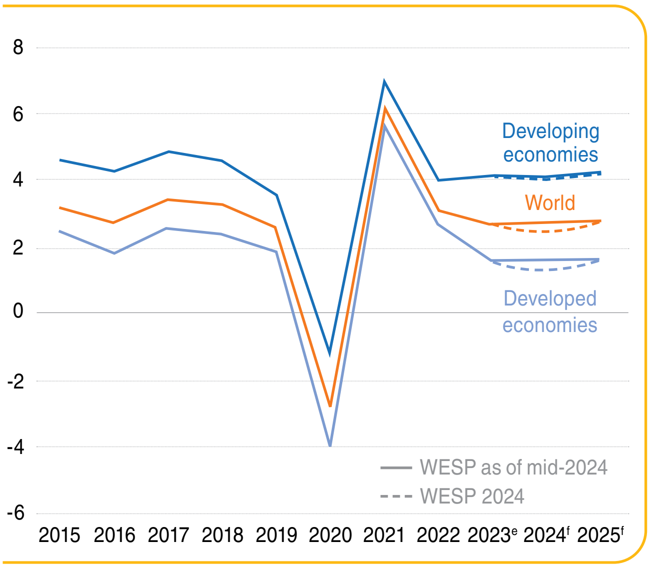
However, many emerging economies, such as India, Vietnam and Mexico, experienced robust growth, along with increased capital inflows from foreign institutional investors. It is encouraging to note that consumer price indices are improving, with the easing inflation and improving consumer confidence in the advanced economies. The transition towards electric vehicles is reshaping global manufacturing activity and trade patterns as countries aim to reduce carbon emissions from transportation. This shift has led to a surge in worldwide demand for electric vehicles and associated components such as batteries and semiconductors.

Global economic growth (real GDP growth in %)



(Source: https://www.imf.org/en/Publications/WEO/Issues/2024/04/16/world-economic-outlook-april-2024)

World economic output (in %)



(Source: United Nations, World Economic Situation and Prospects as of mid-2024, May 2024)
[e: estimated; f: forecasted]

Outlook

The global economic outlook is currently uncertain. Although there are early indications suggesting a potential for gradual recovery and stabilisation, this outlook remains cautious due to ongoing geopolitical challenges in Europe and West Asia. Inflationary pressures, while expected to ease eventually, may still cause periods of volatility in the near future. This necessitates a cautious approach, with close monitoring of both internal and external factors to effectively navigate the evolving economic landscape.

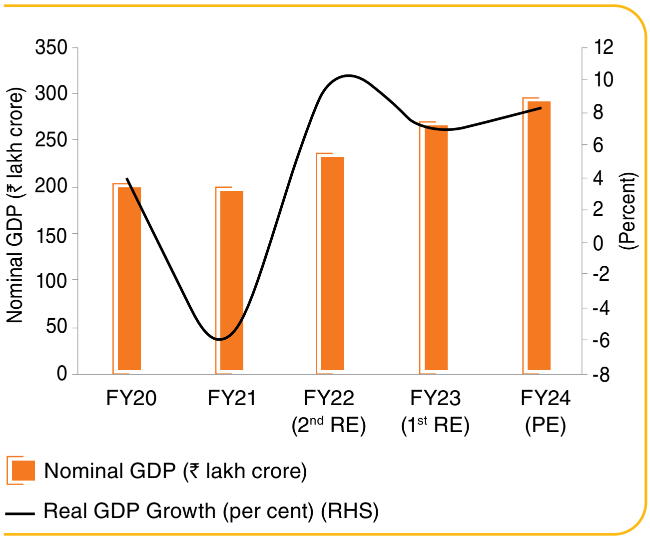
Global trade volume (goods and services) is projected to grow modestly by 3%in CY 2024 and 3.3% in CY2025, respectively (Source: IMF). The collective policy responses of governments and the resilience of economies worldwide will be instrumental in shaping a sustainable and inclusive growth trajectory in the months ahead.

Indian economy overview

During FY24, India's economic growth remained resilient amid global headwinds. The government has significantly contributed to the country's infrastructure expansion through increased capital expenditure (Capex) in railways, roadways, airports, and ports.

According to the National Statistical Office (NSO), India has registered a real GDP growth of over 8.2% during FY24. India's per capita disposable income has been rising over the years and is expected to be ₹2.14 lakh in 2023-24, driven by overall economic growth. This rebound in economic growth can be attributed to India's sound macroeconomic fundamentals, burgeoning domestic demand and prudent monetary policies implemented by the RBI.

Global economic growth (real GDP growth in %)



[Source: Statement 13: Annual and Quarterly Estimates of GDP at Constant Prices, and Annual and Quarterly Estimates of GDP at Current Prices 2011-12 Series, National Accounts Data, MoSPI];

Note: *RE – Revised Estimates | PE – Provisional Estimates*

The manufacturing sector emerged as the primary driver of industrial Gross Value Added (GVA) growth, recording a steady growth rate of 11.6% during FY24. The declining inflation and greater credit demand underpin the inherent optimism in the economy. Headline inflation, as measured by the year-on-year changes in the all-India Consumer price Index (CPI), remained stable at 5.1% in February 2024.

Moreover, easing supply-side constraints coupled with the government's consistent emphasis on capital expenditure and increased reliance on domestic demand have kept the Indian economy relatively shielded from macroeconomic shocks. The gross GST collection during April February FY24 stood at ₹18.4 lakh crore, registering an impressive11.7% increase compared to the corresponding period last year.

India has emerged as an alternative to China and is set to become the third-largest economy in 2027 in USD at the market exchange rate. Merchandise exports witnessed a seasonal peak in March 2024, coinciding with the peak in industrial production. Notably, there has been greater capacity utilisation across the manufacturing sector, fuelling economic growth. The government has also announced several measures and made substantial investments to ensure the welfare of farmers and bolster the agriculture sector.

Key highlights of Union Budget FY24

- The Indian Government increased capital investment for the third consecutive year to ₹10 lakh crore, a 33% rise from the previous year's outlay of ₹7.5 lakh crore, aiming to boost growth, jobs, private investments and counter global headwinds.
- Capital outlay of ₹2.40 lakh crores provided for railways, the highest ever, nearly nine times the 2013-14 outlay.
- Plan to set up 100 labs for 5G application development, unlocking opportunities, business models and employment potential.
- Water management: Promote water supply, sewage treatment and solid waste management projects and services for 100 large cities through bankable projects.
- Provision of ₹11,11,111 crore for infrastructure (3.4% of GDP).
- The Ministry of Road Transport and Highways has received a significant increase in funding, totalling around ₹2.78 lakh crores. Out of this, ₹1.68 lakh crores was designated specifically for the National Highways Authority of India (NHAI) for the development of national corridors.
- Phase IV of PMGSY is expected to be launched to provide all-weather connectivity to 25,000 rural habitations.
- Allocated ₹26,000 crore for road infrastructure development.

Outlook

India's economic growth outlook for FY2025 looks promising, according to the latest report from the Finance Ministry. This positive forecast is fuelled by strong growth and robust fundamentals. Economic activity will be driven by a healthy rabi harvest, sustained manufacturing profitability, resilience in the services sector, and improved household consumption and private capex cycle. Strong private consumption has contributed to the Indian economy's resilience and high growth rates in the past three years. This has led to the establishment of new plants and the acquisition of machinery to meet increasing capacity utilization.

Despite these positive trends, there are some challenges on the horizon. Geopolitical tensions, supply chain disruptions, higher logistics costs, volatility in international financial markets, and geoeconomic fragmentation are concerns that the government will need to address. Overall, the economic outlook for India in FY25 is optimistic, with strong growth prospects supported by various factors. It will be important for policymakers to navigate potential challenges effectively to ensure continued economic growth and stability.

India is fast emerging as a preferred manufacturing hub, catering to global demand for manufactured goods and the China+1 strategy of global OEMs to secure their supply chains is working in favour of India. Being a huge consumption-driven domestic economy with growing export opportunities, India is likely to surpass the rate of growth of major global economies in the years to come.

Indian infrastructure industry

To accelerate growth and achieve the ambitious $5 trillion economy target by 2025, India must prioritize more supply-side reforms. A major focus should be on developing new infrastructure and upgrading existing ones, which are essential for enhancing the country's competitiveness and reaching this goal. This effort is particularly crucial for the success of the Make in India initiative, as manufacturing competitiveness heavily relies on robust infrastructure. By investing in infrastructure, India can not only stimulate short-term GDP growth but also boost the economy's long-term potential.

Infrastructure development also plays a vital role in job creation, as it absorbs labor and generates income, which in turn increases domestic demand. Moreover, better infrastructure leads to efficiency gains by improving logistics and networks, further enhancing the economy's competitiveness. This sets the stage for a positive cycle of increased investments, economic growth, and job creation, driving India closer to its $5 trillion economy target.

With increased public investment over the last five years, India has witnessed a significant expansion in physical and digital connectivity and social infrastructure, including sanitation and water supply, helping to improve the quality of life of the people.

India's infrastructure sector is poised for strong growth, with planned investments amounting to US$1.4 trillion by 2025. The government's ambitious National Infrastructure Pipeline (NIP) program outlines the injection of massive capital into various sub-sectors, including energy, roads, railways, and urban development. This unprecedented push is expected to spawn associated industries, create jobs, and stimulate the economy. Specific focus areas are the expansion of public digital infrastructure, clean and renewable energy projects, and establishing resilient urban infrastructure. This ambitious undertaking seeks to enhance India's global competitiveness and improve the quality of life across its vast populace.

Indian construction industry

India's construction industry plays a crucial role in driving infrastructure development and generating millions of jobs, significantly contributing to the nation's GDP. With a planned capital expenditure exceeding ₹11 lakh crore, along with initiatives focusing on green projects and workforce development, the Union Budget 2024 opens up promising avenues for the sector. These advancements present a golden opportunity for both domestic and international companies to engage in India's rapidly expanding construction market.

As these initiatives take root, they are expected to lead to more job creation, increased foreign investment, technology transfer, and enhanced skills and innovation within the industry. Most importantly, these efforts will contribute to a more competitive and efficient construction sector. In recent years, India's construction industry has experienced substantial growth, now accounting for approximately 9% of the country's GDP.

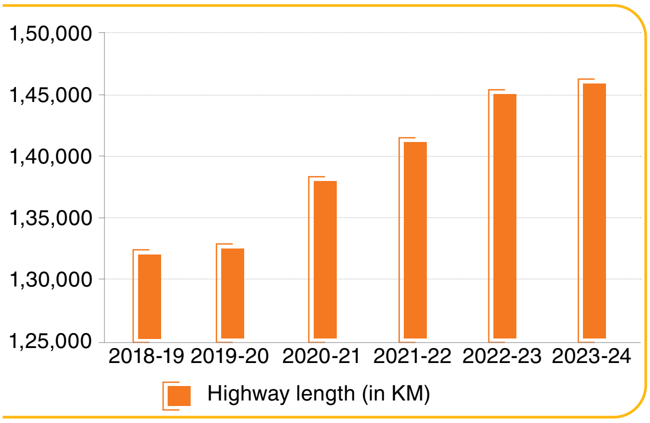
With comprehensive strategic reforms like the National Infrastructure Pipeline, National Monetisation Pipeline, and National Logistics Policy, India is well-positioned for sustained economic progress. The construction sector, with its diverse projects and rapidly growing economy, offers immense potential on both national and international fronts.

Indian road and railway infrastructure

India boasts the second-largest road network globally, stretching across approximately 6.671 million kilometers, encompassing national highways, state highways, and rural roads. This vast network plays a crucial role in driving the country's economic and social growth by facilitating efficient transportation and connecting diverse regions. Notably, while national highways account for just about 2% of the total road network, they bear the burden of over 40% of the traffic, underscoring their pivotal importance in the nation's infrastructure.

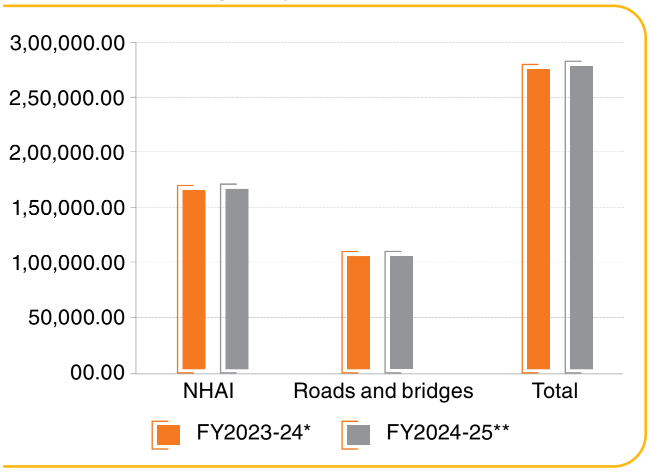
The development of national highways has picked up remarkable speed, with a substantial surge in construction activity. By the close of 2023, the National Highways Authority of India (NHAI) had expanded the national highway network by 60% compared to its size in 2014, reaching an impressive 1,46,145 kilometers. This swift growth is a crucial part of the government's larger effort to boost infrastructure, with the NHAI at the forefront, driving major projects such as the Bharat Mala Pariyojana, which aims to develop and upgrade approximately 34,800 kilometers of highways across the country. The construction pace reached an all-time high in FY24, with an estimated daily construction rate of 18.2 kilometers.

Growing National Highway network



*(Source: https://morth.nic.in/sites/default/files/AR-MoRTH_Annual%20Report_2023-24_English.pdf) [*upto November 2023]*

Budget allocation for the Ministry of Road Transport and Highways (in ₹ crore)



(Source: https://economictimes.indiatimes.com/news/economy/infrastructure/higher-outlay-for-roads-to-push-ongoing-projects-pvt-funds-to-pave-a-new-path/articleshow/107335461.cms?from=mdr)

The Gati Shakti program, introduced by the government, is designed to revolutionize connectivity and logistics across the nation. By seamlessly integrating road, rail, and waterways into a unified transportation network, this initiative is set to transform how goods and people move. It not only enhances last-mile connectivity but also significantly reduces transit times, making it easier to conduct business. Through this comprehensive approach, Gati Shakti aims to boost the capacity and efficiency of India's transportation infrastructure, playing a crucial role in the country's journey towards becoming a $5 trillion economy by the fiscal year 2026-27.

From a financial standpoint, the government has maintained its focus on enhancing road infrastructure. In the Union Budget for 2024-25, around ₹2.78 lakh crore has been allocated to the Ministry of Road Transport and Highways. A substantial share of this funding is earmarked for the National Highways Authority of India (NHAI) to further national highway developments under the Bharatmala project and other related initiatives. This budget represents a modest increase from the previous year, highlighting the government's continued commitment to strengthening and expanding India's road infrastructure to meet future needs and drive economic growth.

Through this comprehensive approach, Gati Shakti aims to boost the capacity and efficiency of India's transportation infrastructure, playing a crucial role in the country's journey towards becoming a $5 trillion economy by the fiscal year 2026-27.

Way forward

India's infrastructure sector is not just a pillar of economic growth but a vital driver of the nation's overall development. As India strides towards becoming a global economic powerhouse, the need for robust and dependable infrastructure has never been more pressing. Private sector collaborations have become indispensable in this journey, bringing in crucial investments, innovation, and efficiency. The synergy between government bodies and private enterprises is essential for building resilient, future-ready infrastructure that promises a prosperous and sustainable future for all Indians. In alignment with this vision, the Central Government has substantially increased its capital expenditure over the past two budgets, with allocations rising from ₹4.1 trillion in FY2021 to ₹10.0 trillion in FY2024.

Infrastructure continues to be a key focus for capital expenditure, driven largely by significant investments in roads, bridges, and the power sector. This trend highlights the government's unwavering commitment to advancing infrastructure development. Moreover, essential structural reforms such as the Goods and Services Tax (GST), the Insolvency and Bankruptcy Code (IBC), digitization initiatives, corporate tax rationalization, and labor law changes have further bolstered the investment climate.

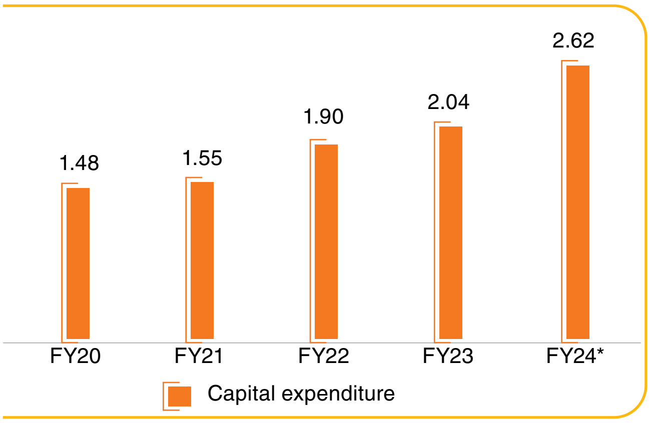
Traditionally, state governments tend to accelerate infrastructure projects and inject additional funds into the economy during election years. Consequently, the next twelve months are likely to see the announcement of numerous new infrastructure projects, alongside the completion of ongoing ones. This environment presents a substantial growth opportunity for infrastructure and construction companies operating in India.

India's railway infrastructure

India's railway system stands as a vital pillar of the nation's transportation network, marked by continuous growth and strategic improvements. As one of the world's largest rail networks, Indian Railways has made impressive strides, laying 5,100 kilometers of track during the 2023-24 fiscal year, a remarkable average of over 14 kilometers per day. This expansion is a key part of the broader initiative to modernize the railways, enhancing efficiency and connectivity across the country. By February 2024, a total of 61,813 kilometers of the Broad-Gauge network had been electrified, reflecting this ongoing commitment to progress.

The government's dedication to advancing the railway sector is evident in its significant financial investment, with a record budget allocation of ₹2.55 lakh crore for the 2024-25 fiscal year. This represents a 5.8% increase over the previous year, aimed at further developing and modernizing railway infrastructure to meet the demands of a growing economy.

Capital expenditure on railways (in ₹ lakh crore)



*(Source: https://morth.nic.in/sites/default/files/AR-MoRTH_Annual%20Report_2023-24_English.pdf) [*upto November 2023]*

Foreign Direct Investment (FDI) has played a crucial role in fuelling the growth of India's railway sector. These investments have supported a range of projects, from the introduction of high-speed trains to track modernization and enhanced safety and signalling systems. The government's decision to permit 100% FDI in the railway sector has opened doors to increased international partnerships and cutting-edge technological advancements, positioning India's railways for a dynamic future.

Way forward

India's railway infrastructure is on the cusp of a significant transformation, fuelled by visionary government initiatives and substantial investments. The future looks promising, with the National Rail Plan setting an ambitious goal to vastly expand and modernize the network by 2030. Key priorities include the development of high-speed rail corridors, widespread electrification, and the creation of dedicated freight corridors to boost logistical efficiency.

One of the standout elements of this plan is the procurement of 400 Vande Bharat trains, alongside the redevelopment of over 1,300 stations, which will greatly enhance the passenger experience. The Ministry of Railways is also focused on expanding the Vande Bharat train fleet, introducing hydrogen-powered trains, laying new tracks, and completing the much-anticipated Ahmedabad-Mumbai bullet train project.

The Vande Bharat Express remains a cornerstone of this vision, with production set to expand beyond the Perambur Integral Coach Factory to three additional sites in Sonepat (Haryana), Latur (Maharashtra), and Raebareli (Uttar Pradesh). These advancements will empower the railway sector to deliver superior passenger services and boost freight capacity, aligning with the needs of a rapidly growing economy.

The government finished work on 281 central government projects costing over ₹150 crore in FY24, compared with 329 in the previous year. However, this was the second-highest completion rate in nearly a decade.

India's port infrastructure

India's ports are rapidly expanding to keep pace with growing trade demands. Since 2014, major port capacity has nearly doubled, reflecting the nation's commitment to strengthening its maritime infrastructure. The PM Gati-Shakti National Master Plan, with its emphasis on improved connectivity and public-private partnerships, has significantly boosted India's global maritime competitiveness. As a result, India has climbed from 44th to 22nd place in the International Shipments category of the World Bank's Logistics Performance Index by 2023. Policy reforms and the adoption of new technologies have further enhanced port efficiency, leading to a 50% reduction in container turnaround time between 2014 and 2023-24. Additionally, the union's capital expenditure on the ports, shipping, and waterways sector has increased by 27% between FY23 and FY24.

Launched in 2015, the Sagarmala national programme has been a cornerstone of India's port development strategy, encompassing 839 projects worth ₹5.8 lakh crore across five critical areas: port modernization and new development, connectivity enhancement, port-led industrialization, coastal community development, and the promotion of coastal shipping and inland water transport. Of these projects, 262 worth ₹1.4 lakh crore have been completed, 217 worth ₹1.65 lakh crore are currently underway, and 360 projects worth ₹2.7 lakh crore are in the pipeline.

Key government initiatives

Bharat mala Pariyojana

The budget allocation supports the ongoing efforts of the National Infrastructure Pipeline (NIP), driving forward some of India's most significant infrastructure projects. Among these are the $130 billion Bharatmala Pariyojana, the $30 billion Narmada Valley Development, the $90 billion Delhi-Mumbai Industrial Corridor, the $2.2 billion Mumbai Trans Harbour Link, the $600 million Navi Mumbai International Airport, the $600 million Inland Development Waterways project, and the $100 million Chenab River Railway Bridge.

These initiatives focus on improving national transportation by addressing infrastructure gaps through the development of Economic Corridors, Inter Corridors, Feeder Routes, and enhancing connectivity for borders, ports, and coastal areas. Under the Bharatmala Pariyojana, 25 new high-speed corridors are planned. Phase I aims to build 34,800 km of national highways, with contracts awarded for 26,418 km and about 15,549 km already completed by December 2023.

National Rail Plan Vision 2030

India's National Rail Plan (NRP) 2030 envisions building a "future-ready" railway system by 2030. The plan's core objective is to proactively expand capacity in anticipation of future demand. It focuses on developing strategies grounded in operational capabilities and commercial policies to boost the Railways' share of freight transport to 45%. Under the National Infrastructure Pipeline (NIP), a total of ₹13.67 trillion has been allocated to railway projects from FY20 to FY25, with the goal of significantly improving the efficiency of both passenger and freight transport.

Gati Shakti Master Plan

This initiative seeks to unify the planning and execution of infrastructure projects across various sectors, such as roads, railways, airports, and ports, through a comprehensive and interconnected approach. The ultimate aim is to improve multi-modal connectivity and logistics efficiency, leading to lower costs for goods and services.

National Infrastructure Pipeline (NIP)

India's five-year NIP program aims to enhance citizens' quality of life by building world-class infrastructure with an initial ₹102 lakh crore investment. The National Infrastructure Pipeline (NIP) is key to India's goal of becoming a $5 trillion economy by 2025. A major focus is on modernizing highways, with USD 270 billion allocated over five years to manage 6,835 projects and attract ₹111 trillion in investments from FY2020-25.

The NIP provides an overview of infrastructure development, ensures government oversight for timely completion, and offers a clear investment pipeline. As of September 30, 2023, the NIP covers over 9,358 projects worth ₹158.9 trillion (USD 1910.2 billion) across 57 sub-sectors, funded by the Central and State Governments and the private sector. This infrastructure development is expected to significantly boost economic productivity in the medium term.

National Green Hydrogen Mission

This government initiative is focused on positioning India as a leading global center for the production, use, and export of green hydrogen. The mission is dedicated to building green hydrogen production capacities across the country, in line with global energy transition goals and India's commitment to achieving net-zero emissions. By fostering self-reliance through clean energy, the initiative seeks to reduce India's dependence on fossil fuel imports. The National Green Hydrogen Mission (NGHM) aspires to achieve an annual production capacity of 5 million metric tonnes of green hydrogen by 2030, alongside adding 125 GW of renewable energy capacity.

Major plans of Indian Infrastructure:

Roads: The Bharatmala Pariyojana is progressing with Phase I focusing on developing 34,800 km of National Highways. It emphasizes corridor-based development and is set to conclude by 2027-2028, covering 31 States/UTs and over 550 districts. Additionally, the government targets building 22 new greenfield expressways, signalling significant advancements in India's transportation infrastructure.

Airports: The Ministry of Civil Aviation's UDAN scheme, launched in 2016, aims to improve air travel accessibility in smaller towns by enhancing regional airports. In its first five years, UDAN served over 10 million passengers, adding 425 new routes and 58 airports. The 2023–24 budget for UDAN was doubled to ₹1,244.07 crore to revive 22 airports, with additional plans to rejuvenate 50 more airports, heliports, water aerodromes, and landing grounds.

Railways: India's railway sector is advancing with projects like the Mumbai-Ahmedabad Speed Rail Corridor and the Chenab Bridge, the world's highest railway bridge. By December 2023, the electrified Broad-Gauge network reached 61,508 kilometers, with 35 Vande Bharat Express trains in operation and six more soon to launch, covering 247 districts. Indian Railways aims to achieve Net Zero Carbon Emissions by 2030, having commissioned 211 MW of solar and 103 MW of wind power by October 2023, with 2,150 MW of renewable capacity planned.

Ports: Indian ports have achieved a "Turn Around Time" of 0.9 days, outperforming the USA (1.5 days), Australia (1.7 days), and Singapore (1.0 days), according to the World Bank's 2023 Logistics Performance Index. Under the Sagarmala scheme, India is leveraging its 7,500 km coastline and 14,500 km of navigable waterways to drive port-led development. The Union Minister for Ports, Shipping, and Waterways announced plans to expand port capacity from 2,600 MTPA to over 10,000 MTPA by 2047. Additionally, cargo movement via waterways rose by 7.49% from April to November 2023, with the goal to operationalize 23 waterways by 2030.

Renewable energy: India reaffirmed its commitment to combating climate change by submitting updated nationally determined contributions to the United Nations Framework Convention on Climate Change on August 26, 2022. As part of this commitment, the country has pledged to achieve approximately 50% of its cumulative electric power installed capacity from non-fossil fuel sources by 2030. The Ministry of New and Renewable Energy is leading the charge, aiming to reach an ambitious target of 500 gigawatts (GW) of installed electricity capacity from non-fossil sources by 2030. As of March 31, 2024, India has already installed 190.57 GW of renewable energy capacity, with renewable energy now accounting for 43.12% of the nation's total installed generation capacity. Between 2014 and 2023, India's clean energy sector attracted fresh investments totalling ₹8.5 lakh crore (USD 102.4 billion). Looking ahead, it's anticipated that the renewable energy sector will draw around ₹30.5 lakh crore in investments from 2024 to 2030. This influx of capital is set to generate substantial economic opportunities throughout the industry. Additionally, from April 2000 to March 2024, the sector received roughly USD 17.88 billion in foreign direct investment.

Housing for All: Since its 2015 launch, the Pradhan Mantri Awas Yojana-Urban (PMAY-U) has aimed to provide durable, well-equipped homes to urban beneficiaries. A survey shows over 1.18 crore homes sanctioned, with around 1.14 crore under construction and more than 84 lakh completed. The scheme, extended to December 31, 2024, has a total estimated investment of ₹8.07 lakh crore, with ₹1.64 lakh crore already disbursed in Central assistance. Additionally, the Affordable Rental Housing Complexes (ARHCs) initiative is being introduced to improve living conditions for low-income urban migrants. Model 1 has 5,648 units operational and 7,413 in development. Model 2 includes 82,273 new units approved in seven states, with a Technology Innovation Grant (TIG) of ₹173.89 crore. Construction has started for 44,116 units, with 3,969 completed in Sriperumbudur.

Company overview

K2 Infragen Limited (K2IL) is an emerging player in India's infrastructure construction sector, offering a wide range of services nationwide across two verticals – contract and services business. Founded in 2015, the Company has established itself as an emerging player in the development of water supply projects, roads, highways, bridges, and civil construction projects.

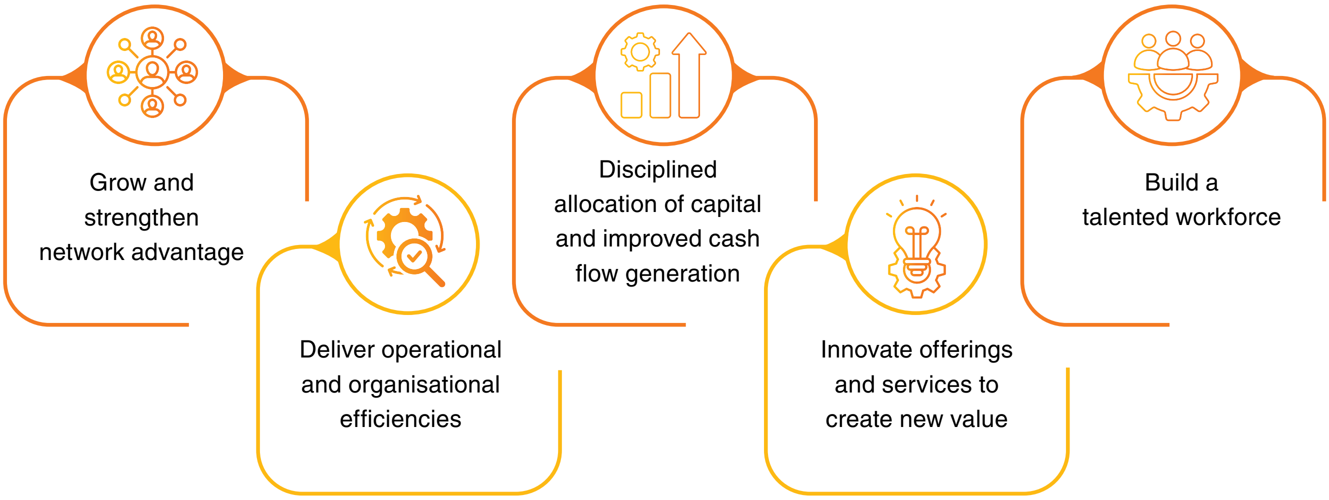
With an enriching industry experience of nearly 9 years, we offer a comprehensive range of services spanning the entire value chain. From design and procurement to construction supervision, subcontract management, work order management, and post-construction support, we are dedicated to meeting the diverse needs of our clients. Our commitment to excellence is underscored by our certifications in ISO 14001:2015 (Environmental Management System), 45001:2018 (Occupational Health & Safety Management System), and 9001:2015 (Quality Management System), all accredited by Globus Certifications Private Limited.

K2IL has broadened its horizons to offer a full suite of Engineering, Procurement, and Construction (EPC) services on a turnkey basis, specializing in power and project engineering. With a deep-rooted expertise in design and construction, K2IL is committed to delivering excellence, safety, and reliability at every step. Leveraging its vast in-house equipment and a highly skilled workforce, K2IL efficiently brings projects to life across 8 states in India, ensuring that every undertaking meets the highest industry standards.

In our service business, our EPC services encompass a comprehensive approach, including project structuring, scheduling, manpower planning, and logistics management to ensure projects are executed and completed on time. Our construction services cover everything from design and procurement to the construction of various projects. We offer build-to-order and build-operate-lease options for a wide range of projects, including buildings, boundary walls, transmission lines, and water infrastructure.

K2IL's business model emphasises diversification across multiple infrastructure projects such as roads, highways, railway, water & civil construction projects.

Key strategic priorities for the Company



Finance review

P&L analysis

	FY 24 (In Lakh)	FY 23 (In Lakh)	Growth (%age Change)
Revenue from operations	10871.82	6655.41	63.35%
Construction cost	7425.54	3249.01	128.55%
Employee Benefits Expense	460.41	277.08	66.17%
Interest cost	269.69	229.38	17.57%
EBITDA	2,142.60	1,937.80	10.57%
PBT	1676.31	1528.26	9.69%
PAT	1250.2	1128.03	10.83%
EPS* Basic (in ₹)	13.81	17.94	-23.02%
EPS* Diluted (in ₹)	13.81	15.31	-9.80%

** Due to issue of Bonus and Preferential share*

Our revenues for FY24 stood at ₹10,871.82 lakhs compared to ₹6655.41 lakhs in FY23, an increase of 63.35%.

Our operational cost for the year stood at ₹7,425.54 lakhs compared to ₹3,249.01 lakhs in FY23, an increase of 128.55%.

Employee benefit expenses increased 66.17% from ₹277.08 lakhs in FY23 to ₹460.41 lakhs in FY24.

Our EBIDTA in FY24 stood at ₹2,142.60 lakhs compared to ₹1,937.80 lakhs in FY23, an increase of 10.57%. Profit After Tax (PAT) increased from ₹1,128.03 lakhs in FY23 to ₹1,250.2 lakhs in FY24.

The Company has a healthy consolidated order book of more than ₹43515.03 lakhs as on 31st March, 2024, providing clear visibility of earnings for the coming years.

Analysis of Balance Sheet

Particular	FY 24 (In Lakh)	FY 23 (In Lakh)	Growth (%age Change)
Total equity	4,499.28	1,395.37	222%
Long-term borrowings	301.02	338.96	-11%
Short-term borrowings	2,227.97	2,046.71	9%
Total non-current assets	1,235.59	1,293.22	-4%
Trade receivables	6,074.52	3,652.97	66%
Cash and cash equivalents	40.9	44.36	-8%
Property, Plant & Equipment	919.67	841.83	9%

As on 31st March, 2024, the Company's Equity Capital stood at ₹4,499.28 lakhs compared to ₹1,395.37 lakhs as of 31st March, 2023.

Total long-term borrowings of K2IL as of 31st March, 2024 stood at ₹301.02 lakhs vis-à-vis ₹338.96 lakhs as on 31st March, 2023.

Our Property, Plant & Equipment as of 31st March, 2024 stood at ₹919.67 lakhs vis-à-vis ₹841.83 lakhs as on 31st March, 2023, an increase by 9%.

Key financial ratios

Particular	FY 24	FY 23	% Change	Reason for change
Trade Receivables Turnover	2.24	2.89	-22.57%	-
Inventory Turnover Ratio	-	7.25	-100%	No Inventory as on March 31, 2024
Interest Coverage Ratio	0.57	0.56	1.36%	-
Current Ratio	1.67	1.11	50.10%	The increase is primarily due to increase in Trade receivables as compared to FY 2022-23. The cash conversion cycle has been increased due to increase in service portion in revenue as compared to FY 22-23.
Debt-Equity Ratio	0.56	1.71	-67.12%	The decrease in ratios is due to increase in shareholders capital & Equity whereas the Borrowings has been reduced
Operating Profit Margin (%)	17.90%	26.41%	-32.22%	The ratio has decreased as the increase in Operating Profit is not increased in proportion to increase in revenue from operations.
Net Profit Ratio	11.50%	16.95%	-32.15%	The ratio has decreased as the increase in net profit after taxes is not increased in proportion to increase in revenue from operations.
Return on Equity Ratio	42.42%	148.05%	-71.35%	Due to increase in share capital

Risk management

A thorough risk-management framework allows us to pre-emptively monitor risks emanating from the internal and external environment. As a result, we have been able to consistently create value for all our stakeholders, despite industry cycles and economic headwinds.

Our risk mitigation plan

The Board takes the following steps as a part of its risk management and mitigation plan:

- Participates in major decisions affecting the organization's risk profile
- Integrates risk-management reporting with the Board's overall reporting framework

The Company functions under a well-defined organization structure. Flow of information is well defined to avoid any conflict or communication gap between two or more departments. Second-level positions are created in each department to continue the work without any interruption in case of nonavailability of functional heads. There are risk control matrix across all functions like purchase, inventory, banking, payments, expenses to aling the resources towards planned project stage. Effective steps are being taken to reduce the cost of production on a continuing basis, taking various changing scenarios in the market.

Risks	Mitigation measures	Effect of risk mitigation measures
Economic risk The Country's or industry's economic health may affect the Company's performance, demand for products and overall growth prospects	K2IL has strategically diversified its business portfolio by entering sub-sectors within the infrastructure segment, like water, railways, roadways, and CIVIL construction, among others. This diversification ensures a broader revenue base that can withstand slowdowns in any specific sector.	We focus on reducing our dependency on any one single industry, mitigating the adverse impact of an economic downturn by expanding into multiple sectors and maintaining a healthy order book.
Competition risk Intense competition in the market could reduce the Company's ability to win contracts and secure new projects.	K2IL focused on positioning itself as a complete solution provider with a presence across the value chain and a proven track record of efficiently executing challenging infra projects and fostering strong client relationships. Furthermore, ongoing R&D initiatives is expected to drive innovation, enhancing the Company's competitiveness.	The Company's growing market presence and project execution capabilities has helped us garner customer confidence, translating into a higher rate of order acquisition and overall business growth.
Risk of delay in order completion Failure to complete orders in a time bound manner can lead to penalties and damage to the Company's reputation.	K2IL employs robust operational policies supported by a skilled team of professionals. The Company adopts project management frameworks and imbibed the latest technologies within its daily operation for efficient project monitoring and execution, ensuring timely delivery.	K2IL's strict adherence to operational policies and project management practices minimizes project delays, averting penalties and maintaining positive customer relationships.
Technology risk Rapid technological advancements may render certain products or solutions obsolete, affecting the Company's competitiveness.	K2IL is committed to driving continuous innovation and investing in research and development (R&D). The company actively upgrades its technologies to remain ahead of market trends, ensuring it stays at the cutting edge.	The Company's commitment to innovation and technological advancement empowers it to deliver projects in time, ensuring it stays competitive and relevant in a fast-changing market.
Government policy risk Changes in government policies, regulations, or priorities may disrupt business operations and impact growth prospects.	K2IL benefits from the current government's pro-reform policies, which are designed to make doing business easier. The company stays vigilant in tracking policy changes and adapts its strategies to stay ahead.	The Company's adaptability to changing Government policies ensures business continuity and minimises the potential disruption caused by policy changes.

Internal control system and adequacy

The Company has in place strong internal control procedures commensurate with its size and operations. The Company believes that safeguarding of assets and business efficiency can be prolonged by exercising adequate internal controls and standardizing operational processes. The internal control and risk management system is structured and applied in accordance with the principles and criteria established in the corporate governance code of the organisation. It is an integral part of the general organizational structure of the Company and Group and involves a range of personnel who act in a coordinated manner while executing their respective responsibilities. The Board of Directors offers its guidance and strategic supervision to the Executive Directors and management, monitoring and support committees.

The Company is under the implementation of SAP for accounting & Procure to pay cycle. Complinity software is also under implementation for ensuring compliances accorss all the functions of the Company.

Human resource

At K2IL, a core part of the business strategy is to provide an environment where all employees feel enabled, empowered and committed. The Company's HR practices and policies are aligned with the industry best practices and have created a talent base, which has helped it to grow. These practices enable it to seamlessly integrate professionals from different socio-economic backgrounds, states and cultures and invest in their formal and informal training.

K2IL's reputation of providing a congenial work environment that respects individuality and encourages professional growth, innovation and performance, acts as a strong pull to attract new industry talent. Human resources continue to be one of the core focus areas. Open work culture, effective communications, fair and equitable treatment and welfare of employees are significant value propositions, which help K2IL to retain its highly engaged talent pool and generate trust among its employees. At K2IL, our focus is to emerge as the 'employer of choice' with one of the lowest attrition rates within our industry space.

Health and safety measures

Ensuring the safety of our personnel is of the highest importance. The factory heads take the lead on our safety focus, carrying out regular reviews across the factory regarding health, safety, and the environment (HSE). Through their invaluable help, we have taken multiple steps to increase the health and safety of our personnel. In addition, we have organized small teams at every one of our manufacturing sites to rapidly detect and effectively manage safety matters. Our Company maintains an extensive range of health and safety protocols that must be strictly adhered to at all sites and by all personnel.

The focus on health and safety protocols was further stepped up during the year in response to the pandemic. Apart from following the government guidelines, we carried out regular sanitization and ensured adequate physical distancing. We also swiftly introduced measures to periodically test employees and regulated entry through the oximeter and thermal screening. We also launched wellness programmes for employees and their families to help build resilience, manage change, and enhance their wellbeing during this challenging period.

Cautionary statement

The statements made in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statements" within the meaning of applicable securities laws & regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand-supply and price conditions in the domestic & overseas markets in which the Company operates, changes in the government regulations, tax laws & other statutes & other incidental factors.

Notice of 9th Annual General Meeting

Notice is hereby given that the **9th Annual General Meeting ("AGM")** of the Shareholders of **K2 Infragen Limited ("the Company")** will be held on **Wednesday, September 25, 2024 at 11.00 a.m.** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**

a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2024 and the reports of the Board of Directors and Auditor thereon;

b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2024and the report of the Auditor thereon.

2. To appoint a director in place of Mr. Rajesh Tiwari (DIN: 06947965) who retires by rotation and being eligible offers himself for re- appointment.

3. To appoint a director in place of Ms. Priya Sharma (DIN: 02743915) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr. Ajai Kumar Singh Chauhan (DIN: 08863524) as an Independent Director of the Company**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with schedule IV to the Act [including any statutory modification(s) or re-enactment(s) thereof], and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Ajai Kumar Singh Chauhan (DIN: 08863524) who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors w.e.f. 10th October, 2023, and who being eligible for appointment as an Independent Director has given his consent along with a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f. 10th October, 2023 upto 09th October 2028 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof], Mr. Ajai Kumar Singh Chauhan be paid such sitting fees as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed by the Company from time to time."

5. **Appointment of Ms. Shipra Sharma (DIN: 08926052) as an Independent Director of the Company**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with schedule IV to the Act [including any statutory modification(s) or re-enactment(s) thereof], and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Shipra Sharma (DIN: 08926052) who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors w.e.f. 10th October, 2023, and who being eligible for appointment as an Independent Director has given his consent along with a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules made thereunder and Regulation 16(1)

(b) of the LODR Regulations and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f. 10th October, 2023 upto 09th October 2028 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof], Ms. Shipra Sharma be paid such sitting fees as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed by the Company from time to time."

6. **Appointment of Mr. Sagar Bhatia (DIN: 10366005) as an Independent Director of the Company**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with schedule IV to the Act [including any statutory modification(s) or re-enactment(s) thereof], and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Sagar Bhatia (DIN: 10366005) who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors w.e.f. 07th November, 2023, and who being eligible for appointment as an Independent Director has given his consent along with a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of an Independent Director, not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years on the Board of the Company w.e.f 07th November, 2023 upto 06th November, 2028 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof], Mr. Sagar Bhatia be paid such sitting fees as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed by the Company from time to time."

7. **Appointment of Mr. Devender Kumar Valecha (DIN: 06847789) as a Director:**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and the Article of Association of the Company and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Devender Kumar Valecha (DIN: 06847789) who was appointed as an Additional Director in the capacity of Executive Director of the Company by the Board of Directors w.e.f. 23rd August , 2024 holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, w.e.f. 23rd August, 2024."

8. **Appointment of Mr. Devender Kumar Valecha (DIN: 06847789) as an Executive Director:**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197,198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to such other statutory / regulatory approvals, permissions and sanctions, if required and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, consent of the members be and hereby accorded for appointment of Mr. Devender Kumar Valecha (DIN: 06847789) as Executive Director of the Company for a period of five years w.e.f. 23rd August, 2024 to 22nd August, 2029 at an annual remuneration not exceeding ₹50,00,000/-per annum by way of salary, perquisites and commission, with liberty to the Board of Directors (hereinafter referred as the Board which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and condition of the said appointment and /or remuneration as may deem fit".

RESOLVED FURTHER THAT Mr. Devender Kumar Valecha, Executive Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.

RESOLVED FURTHER THAT Mr. Pankaj Sharma (Managing Director) be and is hereby severally authorized on behalf of the Company, to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution."

9. Appointment of Mr. Naresh Kumar (DIN: 09163376) as Director:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time and the Article of Association of the Company and as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Naresh Kumar (DIN: 09163376) who was appointed as an Additional Director in the capacity of Executive Director of the Company by the Board of Directors w.e.f. 23rd August, 2024 holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, w.e.f. 23rd August, 2024."

10. Appointment of Mr. Naresh Kumar (DIN: 09163376) as an Executive Director:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197,198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to such other statutory / regulatory approvals, permissions and sanctions, if required and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, consent of the members be and hereby accorded for appointment of Mr. Naresh Kumar (DIN: 09163376) as Executive Director of the Company for a period of five years w.e.f. 23rd August, 2024 to 22nd August, 2029 at an annual remuneration not exceeding ₹40,00,000/-per annum by way of salary, perquisites and commission, with liberty to the Board of Directors (hereinafter referred as the Board which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and condition of the said appointment and /or remuneration as may deem fit".

RESOLVED FURTHER THAT Mr. Naresh Kumar, Executive Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.

RESOLVED FURTHER THAT Mr. Pankaj Sharma (Managing Director) be and is hereby severally authorized on behalf of the Company, to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution."

By Order of the Board of Directors
For K2 Infragen Limited

Jyoti Lakra
Company Secretary and Compliance Officer
M. No. A37300

Date: September 03, 2024
Place: Gurugram

NOTES:

1. An Explanatory Statement pursuant to the provisions of Section 102 of the Act, read with the relevant Rules made thereunder setting out the material facts and reasons, in respect of item no. 4 to 10, is annexed hereto and forms part of this Notice.

2. The Ministry of Corporate Affairs (**"MCA"**), vide its General Circular No. 09/2023 dated 25 September 2023 read with the circulars issued earlier on the subject (collectively referred to as **'MCA Circulars'**) and SEBI vide its Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 06 October 2023 read with the circulars issued earlier on the subject (collectively referred to as **"SEBI Circulars"**), have permitted holding Annual General Meeting (**"AGM"**) through VC/ OAVM, without physical presence of the Members at a common venue.

   In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Companies Act, 2013 (**"the Act"**) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**), the 9th Annual General Meeting (**"AGM" / "Meeting"**) of the Company is being held through VC/ OAVM on Wednesday, September 25, 2024 at 11.00 A.M. (IST) herein after called as (**"e-AGM"**). In view of the same, the registered office of the Company shall be deemed to be the venue of the AGM.

   The Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the 9th Annual General Meeting and the attendant enablers for conducting of the e-AGM.

   The Notice of AGM along with the Annual Report for FY24 is being sent by electronic mode to those members whose e-mail address is registered with the Company/ Depositories, unless a member has requested a physical copy of the same. Members may note that the Notice of AGM and Annual Report for FY24 will also be available on the Company's website www.k2infra.com, website of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com, and on the website of KFin Technologies Limited at the website address https://evoting.kfintech.com.

3. Since the AGM is being held through VC/OAVM, a route map to the venue is not required and therefore, the same is not annexed to this Notice.

4. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013.

5. Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

6. Appointment of Proxy and Attendance Slip: Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014 provides for appointment of proxy to attend and vote at a general meeting on behalf of the member who is not able to physically attend the AGM. Since the 9th AGM is being held through VC/OAVM and in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 9th AGM and therefore proxy form and attendance slip are not annexed to this Notice.

7. Pursuant to the provisions of Section 113 of the Act, Corporate shareholders/institutional shareholders intending to send their authorised representative(s) to attend and vote at the 09th AGM are requested to send from their registered e-mail address, scanned certified true copy (PDF Format) of the latest Board Resolution/ Authority Letter, etc. authorizing their representative(s) to vote, to the Scrutinizer on his e-mail ID at dsuhag@smdandco.in with a copy marked to cs@k2infra.in.

8. Members who have not yet registered their e-mail addresses, bank account details and mobile number are requested to register the same with their Depository Participants ("DP") since the shares are held by them in electronic Form.

9. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable provisions of the Companies Act, 2013 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/ re-appointment at this AGM are also annexed to this Notice.

10. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, there are no unclaimed dividend amounts pending for transfer.

11. The Register of Members and Share Transfer Books of the Company will remain closed from **September 19, 2024 to September 25, 2024** (both days inclusive).

12. Mr. Devender Suhag, (Membership No. F9545 & COP No. 26611) of M/s. SMD & CO., Practicing Company

Secretaries (FRN: P2023HR955600), has been appointed as the Scrutinizer to scrutinize the remote e-voting process and casting of vote through the e-voting system during the AGM in a fair and transparent manner.

13. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him/her in writing, who shall countersign the same.

14. Investor Grievance Portal maintained by Registrar and Transfer Agent (RTA).

Members are hereby notified that our RTA, KFin Technologies Limited, based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated June 08, 2023, have created an online application which can be accessed at https://ris.kfintech.com/default.aspx>Investor Services>Investor Support.

Members are required to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, eMeeting and eVoting Details.

Quick link to access the signup page: https://kprism.kfintech.com/signup

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INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE E-AGM THROUGH VIDEO CONFERENCE / OTHER AUDIO-VISUAL MODE:

i. Attending the e-AGM: Members will be able to attend the AGM through VC/ OAVM or view the live webcast of AGM at https://emeetings.kfintech.com/ by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

ii. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

iii. Further Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.

iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. Facility of joining the AGM through VC/OAVM shall be open 15 minutes before the time scheduled for the AGM.

vi. Those Members who register themselves as speaker will only be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

vii. Submission of Questions/queries prior to e-AGM:

Members desiring any additional information with regard to Accounts/ Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's investor email-id i.e., cs@k2infra.com at least 2 days before the date of the e-AGM, so as to enable the Management to keep the information ready. Please note that, member's questions will be answered only if they continue to hold the shares as of cut-off date.

Alternatively, shareholders holding shares as on cut-off date may also visit https://evoting.kfintech.com/ and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID, mobile number. The window shall be activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.

viii. Speaker Registration before e-AGM: Shareholders who wish to register as speakers at the AGM are requested to visit https://emeetings.kfintech.com register themselves between 21 September 2024 (09.00 Hours IST) and 23 September 2024 (17.00 Hours IST).

ix. Facility of joining the AGM through VC/OAVM shall be available for 1000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, Institutional Investors, directors, key managerial personnel, chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination, Remuneration and compensation Committee and Auditors are not restricted on first come first serve basis.

x. Members who need technical assistance before or during the AGM, can contact KFintech at https://evoting.kfintech.com/.

xi. Corporate members intending to send their authorised representatives to attend the Annual General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the relevant Board Resolution to the Company.

INSTRUCTIONS FOR E-VOTING:

Procedure for remote e-voting:

i. In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09 December 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09 December 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The remote e-Voting period commences from 09.00 Hours (IST) on 21 September 2024 to 17.00 Hours (IST) on September 24, 2024.

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on September 18, 2024, the cut-off date.

vi. Any person holding shares in demat/physical form and nonindividual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com.

However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: I. Visit URL: https://eservices.nsdl.com/ II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services I. To register click on link: https://eservices.nsdl.com/ II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in point no.1 3. Alternatively by directly accessing the e-Voting website of NSDL I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e., KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing user who have opted for Easi / Easiest I. Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. 2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 3. Alternatively, by directly accessing the e-Voting website of CDSL I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://emeetings.kfintech.com/

ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVENT" i.e., 'K2 Infragen Limited' - Annual General Meeting" and click on "Submit"

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email dsuhag@smdandco.in with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "K2 Infragen Limited"

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/ OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/ KFintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open at least 15 minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number and email id.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only a single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for at least 1000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS:

I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com/ and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be open from September 21, 2024 (09.00 Hours IST) to September 23, 2024 (17.00 Hours IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com/ . Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be open from September 21, 2024 (09.00 Hours IST) to September 23, 2024 (17.00 Hours IST).

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact evoting@kfintech.com/ einward.ris@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on September 18, 2024 (End of Day), being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.

i. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com/ einward.ris@kfintech.com.

VI. The results of the electronic voting shall be submitted to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

GENERAL INFORMATION:

1. The Company's equity shares are Listed at National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, Bandra (East), Mumbai – 400051, Maharashtra, India and the Company has paid the Annual Listing Fees to the said Stock Exchanges for the year 2024-2025.

2. Members are requested to send all communication relating to shares to the Company's Registrar and Share Transfer Agent at KFIN Technologies Limited (Unit: K2 Infragen Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, Telangana State, India.

3. Register of Directors and Key Managerial Personnel (KMP) and their shareholding under Section 170 of the Companies Act, 2013 and the rules made thereunder and Register of Contracts maintained under Section 189 of Companies Act, 2013 and the rules made thereunder are available for inspection at the registered office of the Company.

4. As required under Listing Regulations and Secretarial Standard - 2 on General Meetings details in respect of Directors seeking appointment/ re-appointment at the Annual General Meeting, is separately annexed hereto. Directors seeking appointment/ re- appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

GENERAL INSTRUCTIONS:

(i) Members holding shares either in demat or physical mode who are in receipt of Notice, may cast their votes through e-voting.

(ii) Members opting for e-voting, for which the USER ID and initial password are provided in a separate sheet. Please follow steps under heading 'INSTRUCTIONS FOR E-VOTING' above to vote through e-voting platform.

(iii) The e-voting period commences from 9.00 A.M. (IST) on 21st September 2024 to 5.00 P.M. (IST) on September 24, 2024. During this period, the members of the Company, holding shares in demat, as on the cut-off date of September 18, 2024 may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(iv) The Company has appointed M/s. SMD & Co., Company Secretaries represented by Mr. Devender Suhag, Practising Company Secretary (Membership No. F9545 and CP No. 26611) as the Scrutiniser to conduct the voting process (e-voting and poll) in a fair and transparent manner.

(v) The Scrutinizer shall, within a period not exceeding 2 working days from the conclusion of the Annual General Meeting unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report containing the details with respect to votes cast in favour, against, neutral/abstained, shall submit the Report to the Chairman of the Company.

(vi) Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 9th Annual General Meeting of the Company scheduled to be held on Wednesday, September 25, 2024, the results declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.k2infra.com/ and on the website of KFintech, https://evoting.kfintech.com/, within 2 working days of conclusion of the Annual General Meeting.

By Order of the Board of Directors
For K2 Infragen Limited

Jyoti Lakra
Company Secretary and Compliance Officer
M. No. A37300

Date: September 03, 2024
Place: Gurugram

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under Section 102(1) and other applicable provisions of the Companies Act, 2013, this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider for approval of the Resolution Nos. 4 to 10.

Item no. 4

The Board of Directors of the Company had appointed Mr. Ajai Kumar Singh Chauhan (DIN: 08863524) as an Additional Director of the Company, in the category of Non-Executive Independent Director, with effect from 10th October, 2023. As per the provisions of Section 161 of the Companies Act, 2013, he holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company and is eligible for appointment as Director.

The Company has also received consent in writing from Mr. Ajai Kumar Singh Chauhan, to act as Director in Form DIR-2 and intimation in Form DIR-8 to the effect that he is not disqualified u/s 164(2) to act as Director.

Mr. Ajai Kumar Singh Chauhan, Independent Director of the Company, has also given a declaration to the Board that he meets the criteria of independence as prescribed u/s 149(6) of the Companies Act, 2013.

In the opinion of the Board, Mr. Ajai Kumar Singh Chauhan (DIN: 08863524) fulfils the conditions specified in the Act and rules made thereunder and the Equity Listing Agreement, for his appointment as an Independent Director of the Company. Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the Registered Office of the Company during normal business hours on any working day and a copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is also available on the website of the Company www.k2infra.com.

In compliance with provision of Section 149 read with Schedule IV of the Act, the appointment of Mr. Ajai Kumar Singh Chauhan (DIN: 08863524) as independent director is now being placed before the Members for their approval. A brief profile of the Independent Director to be appointed is given below:

Mr. Ajai Kumar Singh Chauhan has experience of over 38 years in the field of detailed engineering of highway and bridge projects, project management and contracts management. Prior to joining our Company, he was associated with Pink City Expressway Private Limited and RITES Limited as assistant vice president (design and construction) and joint general manger, respectively.

The Board considers that the Company would be benefited by his experience and guidance. Pursuant to Section 149 of the Companies Act, 2013 Mr. Ajai Kumar Singh Chauhan (DIN: 08863524), shall hold office of a Director for a period as mentioned in the accompanying resolution and shall not be liable to retire by rotation.

None of the Directors or Key Managerial Personnel and their relatives, except Mr. Ajai Kumar Singh Chauhan, being an appointee, is concerned or interested (financially or otherwise) in this Resolution.

The Board commends the ordinary resolution set out at item no. 4 for the approval of the Members.

Item no. 5

The Board of Directors of the Company had appointed Ms. Shipra Sharma (DIN: 08926052) as an Additional Director of the company, in the category of Non-Executive Independent Director, with effect from 10th October, 2023. As per the provisions of Section 161 of the Companies Act, 2013, she holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company and is eligible for appointment as Director.

The Company has also received consent in writing from Ms. Shipra Sharma, to act as Director in Form DIR-2 and intimation in Form DIR-8 to the effect that he is not disqualified u/s 164(2) to act as Director.

Ms. Shipra Sharma, Independent Director of the Company, have also given a declaration to the Board that he meets the criteria of independence as prescribed u/s 149(6) of the Companies Act, 2013.

In the opinion of the Board, Ms. Shipra Sharma (DIN: 08926052) fulfils the conditions specified in the Act and rules made thereunder and the Equity Listing Agreement, for his appointment as an Independent Director of the Company. Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the Registered Office of the Company during normal business hours on any working day and a copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is also available on the website of the Company www.k2infra.com.

In compliance with provision of Section 149 read with Schedule IV of the Act, the appointment of Ms. Shipra Sharma (DIN: 08926052) as independent director is now being placed before the Members for their approval. A brief profile of the Independent Director to be appointed is given below:

Ms. Shipra Sharma has over 13 years of experience in the Human Resource field, she is experienced in encompassed determining current staffing needs, forecasting future requirements, sourcing to fill open positions and contributing to employee retention and development. She excelled in benchmarking salaries against industry standards, recommending adjustments as needed, conducting various surveys, overseeing the separation process, and leading grievance handling and counseling initiatives. She brings a wealth of expertise to the board, particularly in the strategic management of human resources.

The Board considers that the Company would be benefited by her experience and guidance. Pursuant to Section 149 of the Companies Act, 2013 Ms. Shipra Sharma (DIN: 08926052), shall hold office of a Director for a period as mentioned in the accompanying resolution and shall not be liable to retire by rotation.

None of the Directors or Key Managerial Personnel and their relatives, except Ms. Shipra Sharma, being an appointee, is concerned or interested (financially or otherwise) in this Resolution.

The Board commends the ordinary resolution set out at item no. 5 for the approval of the Members.

Item no. 6

The Board of Directors of the Company had appointed Mr. Sagar Bhatia (DIN: 10366005) as an Additional Director of the company, in the category of Non-Executive Independent Director, with effect from November 07, 2023. As per the provisions of Section 161 of the Companies Act, 2013, he holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company and is eligible for appointment as Director.

The Company has also received consent in writing from Mr. Sagar Bhatia, to act as Director in Form DIR-2 and intimation in Form DIR-8 to the effect that he is not disqualified u/s 164(2) to act as Director.

Mr. Sagar Bhatia, Independent Director of the Company, have also given a declaration to the Board that he meets the criteria of independence as prescribed u/s 149(6) of the Companies Act, 2013.

In the opinion of the Board, Mr. Sagar Bhatia fulfils the conditions specified in the Act and rules made thereunder and the Equity Listing Agreement, for his appointment as an Independent Director of the Company. Copy of documents referred in the proposed resolution shall remain open for inspection by the members at the Registered Office of the Company during normal business hours on any working day and a copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is also available on the website of the Company www.k2infra.com.

In compliance with provision of Section 149 read with Schedule IV of the Act, the appointment of Mr. Sagar Bhatia (DIN: 10366005) as independent director is now being placed before the Members for their approval. A brief profile of the Independent Director to be appointed is given below:

Mr. Sagar Bhatia has over 16 years of extensive experience in Corporate Governance, he was appointed as an Independent Director with effect from November 7, 2023. His experience included managing secretarial matters related to compliance for both public listed and unlisted public and private limited companies.

The Board considers that the Company would be benefited by his experience and guidance. Pursuant to Section 149 of the Companies Act, 2013 Mr. Sagar Bhatia (DIN: 10366005), shall hold office of a Director for a period as mentioned in the accompanying resolution and shall not be liable to retire by rotation.

None of the Directors or Key Managerial Personnel and their relatives, except Mr. Sagar Bhatia, being an appointee, is concerned or interested (financially or otherwise) in this Resolution.

The Board commends the ordinary resolution set out at item no. 6 for the approval of the Members.

Item no. 7 & 8

Mr. Devender Kumar Valecha (DIN: 06847789) was appointed as the Additional Director (Executive Director) of the Company with effect from 23rd August, 2024 by the Board of Directors under Section 161 of the Act and as per the Articles of Association of the Company. In terms of Section 161(1) of the Act. He holds office only upto the date of forthcoming Annual General Meeting but is eligible for appointment as Director. A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose Mr. Devender Kumar Valecha as Director.

Mr. Devender Kumar Valecha (DIN: 06847789) was designated as Executive Director of the Company with effect from 23rd

August, 2024 by the Board of Directors for a term of five years starting 23rd August, 2024 on terms and conditions as set out in resolution above and that Mr. Devender Kumar Valecha be paid the remuneration for the period of five years i.e., from 23rd August, 2024 to 22nd August, 2029 with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Section 197 of the Companies Act, 2013 or any amendments thereto or any re-enactment thereof subject to review by the Nomination & Remuneration Committee and as may be mutually agreed subject to the approval of the members of the Company in the General Meeting.

None of the Directors except Mr. Devender Kumar Valecha, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Item No. 7 and 8 of this Notice.

The Board of Directors thus recommends the Resolution at Item No. 7 and 8 of this Notice for your approval.

Item no. 9 & 10

Mr. Naresh Kumar (DIN: 09163376) was appointed as the Additional Director (Executive Director) of the Company with effect from 23rd August, 2024 by the Board of Directors under Section 161 of the Act and as per the Articles of Association of the Company. In terms of Section 161(1) of the Act. He holds office only upto the date of forthcoming Annual General Meeting but is eligible for appointment as Director. A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose Mr. Naresh Kumar as Director.

Mr. Naresh Kumar (DIN: 09163376) was designated as Executive Director of the Company with effect from 23rd August, 2024 by the Board of Directors for a term of five years starting 23rd August, 2024 on terms and conditions as set out in resolution above and that Mr. Naresh Kumar be paid the remuneration for the period of five years i.e., from 23rd August, 2024 to 22nd August, 2029 with liberty and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Section 197 of the Companies Act, 2013 or any amendments thereto or any re-enactment thereof subject to review by the Nomination & Remuneration Committee and as may be mutually agreed subject to the approval of the members of the Company in the General Meeting.

None of the Directors except Mr. Naresh Kumar, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Item No. 9and 10 of this Notice.

The Board of Directors thus recommends the Resolution at Item No. 9 and 10 of this Notice for your approval as ordinary resolution.

By Order of the Board of Directors
For K2 Infragen Limited

Jyoti Lakra
Company Secretary and Compliance Officer
M. No. A37300

Date: September 03, 2024
Place: Gurugram

INFORMATION AS REQUIRED UNDER REGULATION 36(3) SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS-2 SECRETARIAL STANDARD ON GENERAL MEETINGS IN RESPECT OF DIRECTOR(S) BEING REAPPOINTED:

Name of Director	Mr. Rajesh Tiwari	Ms. Priya Sharma	Mr. Ajai Kumar Singh Chauhan	Ms. Shipra Sharma	Mr. Sagar Bhatia	Mr. Devender Kumar Valecha	Mr. Naresh Kumar
Date of birth	14/03/1977	22/06/1982	01/09/1960	15/04/1980	30/01/1980	16/04/1958	04/12/1974
Age	47	42	64	44	44	66	49
Date of appointment	05/03/2015	27/10/2016	10/10/2023	10/10/2023	07/11/2023	23/08/2024	23/08/2024
Educational qualification	Bachelor of Commerce (B. Com).	Master of Business Administration	Bachelor of Science (Civil Engineering)	Master of Business Administration	Company Secretary and Master of Commerce	Bachelor's in Electrical Engineering	Diploma degree in Civil Engineering
Expertise in specific functional areas – job profile and suitability	He has extensive experience in the Non-ferrous metal industry, possesses a strong business acumen that is invaluable for startups.	She is entrusted with the responsibilities of Human Resource and Administration, conducting training and development programs to improving the effectiveness of organizations.	He has also been appointed as an arbitrator on the panel of arbitrators of the Construction Industry Arbitration Council. He has experience of over 38 years in the field of detailed engineering of highway and bridge projects, project management and contracts management.	She excelled in benchmarking salaries against industry standards, recommending adjustments as needed, conducting various surveys, overseeing the separation process, and leading grievance handling and counselling initiatives.	His experience included managing secretarial matters related to compliance for both public listed and unlisted public and private limited companies.	Mr. Valecha previously served as the Executive Director of the region and at corporate engineering at Power Grid Corporation of India Limited, where he played a pivotal role in steering numerous high-impact projects and initiatives. His tenure at Power Grid was marked by his strategic vision, commitment to excellence, and a proven track record of driving growth and innovation.	He is highly dynamic Civil Engineering professional with having 23 years of experience in infra domain and focused on methodologies, techniques and tools that are foundation pillars for successful planning and execution of project.
Directorship held in other Companies (excluding foreign companies, Section 8 companies and Struck off companies and our Company)	.1. K2 Recyclers Private Limited	1. Ardom Holdings Private Limited	Nil	1.Mins Exports Private Limited 2. Naviking Shipping Private Limited	Nil	Nil	Nil

Name of Director	Mr. Rajesh Tiwari	Ms. Priya Sharma	Mr. Ajai Kumar Singh Chauhan	Ms. Shipra Sharma	Mr. Sagar Bhatia	Mr. Devender Kumar Valecha	Mr. Naresh Kumar
Name of Listed Companies in which the Director has resigned in the past three years	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Memberships/ Chairmanships of committees of other public companies (including listed company)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Shareholding in the Company (as on March 31, 2024)	685460 shares (7.44%)	910108 shares (9.88%)	Nil	Nil	Nil	Nil	39000 shares (0.42%)
Inter-se relationship with other directors	Brother-in-law of Mr. Pankaj Sharma, who is the Promoter and Managing Director of Company	Wife of Mr. Pankaj Sharma who is the Promoter and Managing Director of Company	NA	NA	NA	NA	NA
No. of meetings of the board attended during the year ended on March 31, 2024	9	13	1	0	3	0	0

Directors' Report

To the Members of
K2 Infragen Limited
(Previously known as K2 Infragen Private Limited)

The directors are pleased to present the 9th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the Financial Year ended March 31, 2024.

1. FINANCIAL RESULTS

(Amount in Lakhs)

	Standalone		Consolidated	
	Year ended 31-03-2024	Year ended 31-03-2023	Year ended 31-03-2024	Year ended 31-03-2023
Total Revenue	10,871.82	6,655.41	10871.82	7479.08
Total Expenditure	9,248.59	5,138.15	9,248.59	5,966.11
Share of profit / (loss) of an associate	-	-	(4.80)	8.58
Profit /(Loss) Before Tax	1,676.31	1,528.26	1,671.51	1,532.55
Less: Current Tax	545.13	462.30	545.13	462.30
Deferred Tax	(119.02)	(62.07)	(119.02)	(62.07)
Profit /(Loss) after Taxation	1,250.20	1,128.03	1,245.40	1,132.32
Earnings per Equity Share				
Basic	13.81	17.94	13.76	18.04
Diluted	13.81	15.31	13.76	15.40

The Standalone Revenue from the operations (net) for the Financial Year 2023-24 was ₹10,871.82 Lakhs (Previous year ₹6,655.41 Lakhs). The company earned Net Profit of ₹1,250.20 Lakhs (Previous Year ₹1,128.03 Lakhs). The Earning per share was ₹13.81.

The Consolidated Revenue from the operations (net) for the Financial Year 2023-24 was ₹10,871.82 Lakhs (Previous Year ₹7,479.08 Lakhs). The company earned Consolidated Net Profit ₹1,245.40 Lakhs (Previous Year ₹1,132.32 Lakhs). The Consolidated Earning per share was ₹13.76.

There was no change in the nature of business of the company during the year.

The previous year figures have been restated, rearranged, regrouped and consolidated, to enable comparability of the current year figures of accounts with the relative previous year's figures.

During the year under review company has adopted Indian Accounting Standards (Ind AS).

2. THE STATE OF THE COMPANY'S AFFAIRS:

The total income during the year has ₹10,924.90 Lakhs and Total expenditure of the Company is ₹9,248.59 Lakhs. The Profit before provision of Tax is ₹1,676.31 Lakhs. The Company Current Income Tax during the year is ₹545.13 Lakhs. Deferred tax (including Tax related to earlier years) for the year under review is ₹119.02 Lakhs. The net profit of the Company is ₹1,250.20 Lakhs for the year under review. Your directors will assure to put their efforts for growth of the company.

3. SHARE CAPITAL AND OTHER CHANGES

During the Financial Year 2023-24, the capital structure of the company is: -

Authorized Share Capital

The present Authorised Capital of the Company is ₹14,00,00,000/- divided into 1,40,00,000 Equity Shares of ₹10/- each.

The Authorised Share Capital of the Company have been increased from ₹4,00,00,000 (Rupees Four Crore

Only) consisting of 5,85,444 Preference Shares of ₹10/- (Rupees Ten Only) each and 34,14,556 Equity Shares of ₹10/- (Rupees Ten Only) each to ₹14,00,00,000 (Rupees Forteen Crore Only) consisting of 5,85,444 Preference Shares of ₹10/- (Rupees Ten Only) each and 1,34,14,556 Equity Shares of ₹10/- (Rupees Ten Only) each during the year.

But, in Extra-ordinary General meeting held on 28th September 2023, the preference shares were again reclassified as equity shares as there were no subsisting preference share in the company.

Issued, Subscribed & Paid-up Capital

The present Issued, Subscribed and Paid-up Capital of the Company is ₹12,61,83,940/- divided into 1,26,18,394 Equity Shares of ₹10/- each.

As on March 31, 2024 issued Paid up capital is ₹12,61,83,940 consisting of 1,26,18,394 Equity shares of ₹10 each. Further the Subscribed and Paid-up Capital of the Company is ₹9,21,15,940 consisting of ₹10 each share.

The Company had come up with the Initial Public Offering (the "IPO") of ₹40,54,09,200/- comprising of 34,06,800 shares @ ₹119/- per share having Face Value ₹10/- per share and Securities Premium of ₹109/- per share on the Emerge Platform of the National Stock Exchange of India Limited ("the NSE") on April 4, 2024. Prior to the IPO, the company had made a preferential allotment date August 07, 2023 of 4,58,715 (Four Lakhs Fifty Eight Thousand Seven Hundred Fifteen) equity shares of ₹10 each @ premium of ₹109/-.

During the year under review the Company had also issued Equity Shares by way of Bonus Issue to the existing shareholders in the ratio of 1:2.90 comprising of 65,08,551 (Sixty-Five Lakhs Eight Thousand Five Hundred Fifty One) number of Equity Shares.

M/s Kfin Technologies Limited, duly registered under the Securities and Exchange Board of India, has been appointed as the Registrar and Share Transfer Agent to an Issue of the Company in accordance with the Regulation 7 of the Securities Exchange Board of India (Listing and Obligations of Disclosure Requirements) Regulations, 2015.

ALTERATION OF MEMORANDUM OF ASSOCIATION:

Due to change share capital and change in name (from Private Limited to Public Limited) the Company had with the approval of the members adopted a new set of Memorandum of Association. The Company has received approval of the Ministry of Corporate Affairs to the said alterations.

ALTERATION OF ARTICLES OF ASSOCIATION:

Due to changes in the share capital and change in name (from Private Limited to Public Limited) the Company had with the approval of the members adopted a new set of Articles of Association. The Company has received approval of the Ministry of Corporate Affairs to the said alterations.

A) ISSUE OF EQUITY SHARE WITH DIFFERENTIAL RIGHTS

The Company has not issued any Equity Shares with differential rights during the year under review.

B) SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

C) BONUS SHARES

During the year under review the Company had also issued Equity Shares by way of Bonus Issue to the existing shareholders in the ratio of 1:2.90 comprising of 65,08,551 (Sixty-Five Lakhs Eight Thousand Five Hundred Fifty One) number of Equity Shares.

D) EMPLOYEE STOCK OPTION

During the year under review there is no employee stock option scheme approved.

E) DEBENTURES / BONDS / WARRANTS OR ANY NONCONVERTIBLE SECURITIES:

During the year under review, the Company has not issued any debentures, bonds, warrants or any nonconvertible securities. As on date, the Company does not have any outstanding debentures, bonds, warrants or any nonconvertible securities.

4. CONVERSION FROM PRIVATE LIMITED TO PUBLIC LIMITED COMPANY

During the year, the Company has converted from Private Limited Company to Public Limited Company for which the Company had sought approval of the Board and Members vide their meetings dated 07th August, 2023 and 28th September, 2023 respectively.

5. LISTING FEES & DEPOSITORY FEE

The Equity Shares of the Company are listed on SME Platform of National Stock Exchange of India Limited

(NSE Emerge). The trading symbol of the Company is 'K2INFRA. The Company has paid Listing fees for the financial year 2024-25 according to the prescribed norms & regulations.

6. DEMATERIALIZATION OF EQUITY SHARES

During the year under review except 4,86,239 shares all shares were in dematerialization form.

7. DEPOSITORY SYSTEM

As the Members are aware, the shares of your Company are trade-able compulsorily in electronic form and your Company has established connectivity with both the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL). The ISIN allotted to the Company's Equity shares is INE0DEZ01013

8. WEBSITE

https://k2infra.com is the website of the company. All the requisite details, policies are placed on the website of the company.

9. DIVIDEND

To conserve financial resources for future growth of the Company, the Board does not recommend any dividend for the approval of the members at the forthcoming Annual General Meeting. The Board is confident that plough back of profits into the business of the Company will generate long term wealth for the members.

10. TRANSFER TO RESERVES

During the current financial year our Company incurred a profit of ₹1,250.20 Lakhs and same amount transfer to reserve this year.

11. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END FINANCIAL YEARS TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THE REPORT

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

12. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the directors would like to state that:

(a) In the preparation of the annual accounts, the applicable accounting standards have been followed.

(b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.

(c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(d) The directors have prepared the annual accounts on a going concern basis;

(e) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

13. COMPOSITION OF BOARD:

Pursuant to the provisions of Section 203 of the Companies Act 2013, the Key Managerial

Personnel (KMP) of the Company as on date of this report are as follows:

S. No.	Name	Designation	DIN	Appointment Date
1	Pankaj Sharma	Managing Director	03318951	14/02/2018
2	Priya Sharma	Executive Director	02743915	27/10/2016
3	Rajesh Tiwari	Non-Executive Director	06947965	05/03/2015
4	Neeraj Kumar Bansal	Non-Executive Director	02526757	27/05/2024
5	Ajai Kumar Singh Chauhan	Independent Non-Executive Director	08863524	10/10/2023

S. No.	Name	Designation	DIN	Appointment Date
6	Shipra Sharma	Independent Non-Executive Director	08926052	10/10/2023
7	Sagar Bhatia	Independent Non-Executive Director	10366005	07/11/2023
8	Devender Kumar Valecha	Additional Directors	06847789	23/08/2024
9	Naresh Kumar	Additional Directors	09163376	23/08/2024
10	Priyanka Pareek	CFO	-	27/09/2023
11	Jyoti Lakra	Company Secretary	-	27/09/2023

All the KMPs were appointed during the financial year 2023-24 in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

A. CHANGE IN DESIGNATION OF DIRECTORS:

Mr. Pankaj Sharma (DIN: 03318951), was redesignated from Executive Director to Managing Director of the Company w.e.f. September 01, 2023.

Mr. Rajesh Tiwari (DIN: 06947965), was redesignated from Executive Director to Non-Executive Director of the Company w.e.f. September 01, 2023.

During the period under review; Mr. Ajai Kumar Singh Chauhan (DIN 08863524), was appointed as Additional Independent Non-Executive Director w.e.f. October 10, 2023.

Ms. Shipra Sharma (DIN 08926052) was appointed as Additional Independent Non-Executive Director w.e.f. October 01, 2023.

Mr. Sagar Bhatia (DIN 10366005) was appointed as Additional Independent Non-Executive Director w.e.f. November 07, 2023.

14. BOARD MEETINGS:

During the financial year ended March 31, 2024, 13 board meetings were convened and held. The intervening gap between two board meetings was within the stipulated period of 120 days prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board of Directors and Member of various Committees were met during the year on following dates:

A. Details of Meeting of Board of Directors of the company:

Sr. No	Date of meeting	Board Strength	No. of Directors attended
1	17-04-2023	4	4
2	03-07-2023	4	4
3	14-07-2023	4	4
4	20-07-2023	4	4
5	22-07-2023	4	4
6	07-08-2023	4	4
7	25-08-2023	4	4
8	27-09-2023	4	4
9	10-10-2023	4	4
10	07-11-2023	6	4
11	29-11-2023	7	4
12	29-02-2024	7	4
13	20-03-2024	7	3

I. Details of Meeting of members of Committees:

Sr. No	Date of meeting	Board Strength	No. of Directors attended
	Audit Commitee		
1	29-11-2023	3	2
2	19-03-2024	3	2
3	20-03-2024	3	3
	Corporate Social Responsibility Committee		
1	20-03-2024	3	3
	IPO Committee		
1	21-12-2023	3	3
2	14-03-2024	3	3
3	19-03-2024	3	3

In respect of all above meetings, proper notices were given, and the proceedings were properly recorded and the Minutes Book maintained for the purpose. All the recommendations of the Committee meetings were duly accepted by the Board.

B. GENERAL MEETINGS

Following are the Details of meeting of Members of the Company

Sr. No.	Date of Meeting	Type of Meeting
1	05-07-2023	Extra-Ordinary General Meeting
2	21-07-2023	Extra-Ordinary General Meeting
3	11-09-2023	Annual General Meeting
4	28-09-2023	Extra-Ordinary General Meeting
5	20-09-2023	Extra-Ordinary General Meeting
6	29-11-2023	Extra-Ordinary General Meeting

15. RETIREMENT BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Rajesh Tiwari (DIN: 06947965), Non-Executive Director of the Company and Ms. Priya Sharma, (Din:02743915) Executive Director of the company, are liable to retire by rotation and being eligible, seeks reappointment at the ensuing Annual General Meeting of the Company. Mr. Rajesh Tiwari and Ms. Priya Sharma are not disqualified under Section 164(2) of the Companies Act, 2013. The Board of Directors recommends their re-appointment in the best interest of the Company.

16. SECRETARIAL STANDARDS

The Company has complied with all the applicable provisions of Secretarial Standards on Meetings of Board of Directors (SS-1), Revised Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India.

17. RELATED PARTY TRANSACTIONS:

All contracts or arrangements or transactions with related parties during the year under review as referred to in Section 188(1) of the Companies Act, 2013, were in the ordinary course of business and on arms' length basis. Details of such material contracts/ arrangement/ transactions with related parties which may have potential conflict with the interest of the Company, has been disclosed in terms of Section 134 of the Act in AOC-2 which is forming part of board's report as an **Annexure-II.**

As per the provisions of Section 188 of the Companies Act, 2013, approval of the Board of Directors is obtained for entering into related party transactions by the Company.

During the financial year under review, all the Related party transactions are disclosed in the notes provided in the financial statements which forms part of this Annual Report.

18. PARTICULARS OF LOANS / GUARANTEES / INVESTMENT:

The details of loans and advances and investments, if any, are specified in the notes to the Balance Sheet. The Company has not provided any guarantee or provided any Security for the loans availed by others.

19. DECLARATION BY INDEPENDENT DIRECTORS

The Company has complied with the definition of Independence according to the provisions of Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also obtained declarations from both the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Both the Independent Directors have provided declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

20. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

In accordance with the provisions of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has conducted familiarization programme for its Independent Director The details of such familiarization programme for Independent Directors have been disclosed on the website of the Company at https://www.k2infra.com.

21. DISCLOSURE OF PARTICULARS OF EMPLOYEES AS REQUIRED UNDER RULE 5 (2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014:

During the year under review, there was no employee who has drawn remuneration in excess of the limits set out under section 197 (12) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Disclosures pertaining to remuneration and other details as required under Section 197 (12) of the Act read with rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as "**Annexure-III**".

22. STATUTORY AUDITORS:

M/s S.N. Dhawan & Co. LLP, Chartered Accountants, Gurugram who were appointed as the Auditors of the Company by the Shareholders at their meeting held on 11th September 2023, to hold office up to the conclusion of the Annual General Meeting to be held for financial year 2027-28. Being eligible for appointment as Auditors, M/s S.N. Dhawan & Co. LLP, Chartered Accountants, Gurugram have given their consent for appointment as Auditors for a consecutive period of 5 years from the conclusion of the Eight Annual General Meeting of the members of the Company.

23. EXPLANATION TO AUDITORS' REPORT:

The Auditors' Report to the Members for the year, under review, does not contain any qualification(s) or observation(s). The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

Further, the Statutory Auditors have not reported any incident of fraud to the Board of Directors of your Company during the year under review.

24. SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board was not required to undertake the Secretarial Audit of the Company during financial year 2023-24.

25. INTERNAL AUDITOR:

Company has in place an adequate internal audit framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent and reasonable assurance on the adequacy and effectiveness of the organization's risk management, internal control and governance processes.

The framework is commensurate with the nature of the business, size, scale and complexity of its operations with a risk based internal audit approach. The Company was not required to appoint the Internal Auditor of the Company for the financial year 2023-24.

26. DISCLOSURE UNDER RULE 8 (5) OF COMPANIES ACCOUNTS RULES, 2014:

a. **Disclosure of financial Summary / Highlights :**

   As stated in financial Results of the Directors Report.

b. **Disclosure of Change in Nature of Business :**

   There is no change in nature of Company Business.

c. Details of Directors / Key Managerial Personnel Appointed / Resigned:

During the year under the review, following Directors / Key Managerial Personnel were Appointed / resigned:

Name	Designation	DIN	Appointment Date	Change In Designation	Date of Change in Designation
Pankaj Sharma	Director	03318951	14-02-2018	Managing Director	01-09-2023
Rajesh Tiwari	Executive Director	06947965	05-03-2015	Non-Executive Director	01-09-2023
Ajai Kumar Singh Chauhan	Additional Independent Non-executive Director	08863524	10-10-2023	-	-
Shipra Sharma	Additional Independent Non-executive Director	08926052	10-10-2023	-	-
Sagar Bhatia	Additional Independent Non-executive Director	10366005	07-11-2023	-	-
Priyanka Pareek	CFO	-	27-09-2023	-	-
Jyoti Lakra	Company Secretary	-	27-09-2023	-	-

d. Details of Subsidiary Companies / Joint Ventures / Associate Companies:

The Company does not have any subsidiary company at the beginning or any time during the year or at the end of the financial year 2023-24. However, the details of the Associate company are disclosed in AOC-1 which is forming a part of board's report as an Annexure-I.

e. Details regarding Deposit covered under Chapter V of the Companies Act, 2013.

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (VI) of Companies (Accounts) Rules, 2014.

f. Details of Deposit which are not in compliance with requirements of Chapter V of the Act.

Not Applicable.

g. Details of Significant and Material Orders passed by Regulators or Courts or Tribunals.

There was no regulatory or Court or Tribunal Order passed against the Company.

h. Internal Financial Control System :

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

i. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016.

There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year, under review.

j. Disclosure with respect to Maintenance of Cost Records

Pursuant to Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 related to maintenance of cost records is not applicable to the Company for the Financial Year 2023-24.

27. COMMITTEES OF BOARD:

During the year, the Board has constituted four Committees namely, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and IPO Committee. All the recommendations of the Committees of the Board which were mandatorily required, have been accepted by the Board.

a) AUDIT COMMITTEE:

The Audit Committee was reconstituted on November 07, 2023. The Constitution, composition and functioning of the Audit Committee meets with the requirements of Section 177 of the Companies Act, 2013. All the recommendations of Audit Committee have been accepted by the Board of Directors of the Company. The Audit Committee comprises of:

S. No.	Name of the Director	Designation	Type of Member
1.	Mr. Ajai Kumar Singh Chauhan	Independent Director	Chairman
2.	Ms. Shipra Sharma	Independent Director	Member
3.	Mr. Rajesh Tiwari	Non-Executive Director	Member

b) STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee was reconstituted on November 07, 2023. The Constitution, composition and functioning of the Stakeholder Relationship Committee also meets with the requirements of Section 178 of the Companies Act, 2013. All the recommendations of Stakeholder Relationship Committee have been accepted by the Board of Directors of the Company. The Stakeholder Relationship Committee comprises of:

S. No.	Name of the Director	Designation	Type of Member
1.	Mr. Rajesh Tiwari	Non-Executive Director	Chairman
2.	Mr. Pankaj Sharma	Managing Director	Member
3.	Ms. Shipra Sharma	Independent Director	Member

iii) NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee was reconstituted on November 07, 2023. The Constitution, composition and functioning of the Nomination & Remuneration Committee also meets with the requirements of Section 178 of the Companies Act, 2013. All the recommendations of Nomination & Remuneration Committee have been accepted by the Board of Directors of the Company. The Nomination & Remuneration Committee comprises of:

S. No.	Name of the Director	Designation	Type of Member
1.	Ms. Shipra Sharma	Independent Director	Chairman
2.	Mr. Ajai Kumar Singh Chauhan	Independent Director	Member
3.	Mr. Rajesh Tiwari	Non-Executive Director	Member

iv) CORPORATE SOCIAL RESPONSIBITY COMMITTEE

The Corporate Social Responsibility Committee was reconstituted on November 07, 2023. The Constitution, composition and functioning of the Corporate Social Responsibility Committee also meets with the requirements of Section 135 of the Companies Act, 2013. All the recommendations of Corporate Social Responsibility Committee have been accepted by the Board of Directors of the Company. The detail reporting is made in **Annexure-IV.** The Corporate Social Responsibility Committee comprises of:

S. No.	Name of the Director	Designation	Type of Member
1.	Mr. Rajesh Tiwari	Non-Executive Director	Chairman
2.	Mr. Pankaj Sharma	Managing Director	Member
3.	Ms. Shipra Sharma	Independent Director	Member

v) IPO COMMITTEE

The IPO Committee was constituted on November 29, 2023. All the recommendations of IPO Committee have been accepted by the Board of Directors of the Company. The IPO Committee comprises of:

S. No.	Name of the Director	Designation	Type of Member
1	Mr. Pankaj Sharma	Managing Director	Chairman
2	Mr. Rajesh Tiwari	Non-executive Director	Member
3	Ms. Priya Sharma	Director	Member

28. INDUSTRIAL RELATIONS:

The Directors are pleased to report that the relations between the workmen and the management continued to remain cordial during the year under review.

29. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. The Company has complied with constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Composition of Internal Complaints Committee is as follows:

S. No.	Name of the Director	Status in Committee
1.	Ms. Jyoti Lakra	Presiding Officer
2	Ms. Priyanka Pareek	Member
3	Ms. Shipra Sharma	Member
4	Mr. Suresh Chand	External Member

The summary of the complaints received, resolved and pending for redressal is as under:

1	Number of complaints of sexual harassment received during the year	0
2	Number of complaints resolved during the year	0
3	Number of complaints pending for redressal during the year	0

30. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company is committed to principles of professional integrity and ethical behavior in the conduct of its affair. The Whistle-blower Policy provides for adequate safeguards against victimisation of director(s) / employee(s) who avail of the mechanism. It is affirmed that no person has been denied access to the Audit Committee. The Compliance officer is mandated to receive the complaints under this policy. Whistle Blower policy is available on the website of the Company at https://k2infra.com. The Policy ensures complete protection to the whistle-blower and follows a zero tolerance approach to retaliation or unfair treatment against the whistle-blower and all others who report any concern under this Policy. During the year under review, the Company did not receive any complaint of any fraud, misfeasance etc. The Company's Whistle Blower Policy (Vigil Mechanism) has also made employees aware of the existence of policies and procedures for inquiry in case of leakage of Unpublished Price Sensitive Information to enable them to report on leakages, if any.

31. RISK MANAGEMENT FRAMEWORK

The Company is aware of the risks associated with the business. It regularly analyses and takes corrective actions for managing or mitigating the same. The Company periodically reviewed to ensure smooth operation and effective management control, the key risks associated with the business and measures and steps in place to minimize the same.

32. PERFORMANCE EVALUATION:

The Board of Directors has adopted a Nomination and Remuneration Policy in terms of the provisions of sub- section (3) of Section 178 of the Act dealing with appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The policy covers criteria for determining qualifications, positive attributes, independence and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Policy of the Company is hosted on the Company's website under the web link https://k2infra.com.

33. BOARD EVALUATION

The Company has devised a Board Evaluation Framework for performance evaluation of Independent Directors, Board, Non-Independent Directors and Managing Director of the Company. Pursuant to this framework, the Board has carried out the annual evaluation of its own performance as well as the evaluation of the working of its Committees and individual Directors, including Managing Director of the Board. This exercise was carried out through a structured questionnaire prepared separately for Board, Committee and individual Director. The questionnaire for Board evaluation was prepared taking into consideration various aspects of the Board's functioning such as understanding of Board members of their roles and responsibilities, time devoted by the Board to Company's long-term strategic issues, quality and transparency of Board discussions, quality, quantity and timeliness of the information flow between Board members and management, Board's effectiveness in disseminating information to shareholders and in representing shareholder interests, Board information on industry trends and regulatory developments and discharge of fiduciary duties by the Board.

The Board acknowledged certain key improvement areas emerging through this exercise and action plans to address these are in progress.

Further, the Board has expressed its satisfaction and has been thankful to all its Independent Directors for sharing their knowledge and expertise which has been proved beneficial towards the progress of the Company.

34. EXTRACTS OF ANNUAL RETURN:

The Annual Return of the Company is displayed on website of the Company i.e. https://k2infra.com.

35. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the financial year 2023-24, as stipulated under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Annual Report.

36. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

In accordance with the requirements of Sub-section (3) Sub-clause (m) of section 134 of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014, particulars with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) CONSERVATION OF ENERGY:

i. The steps taken or impact on conservation of energy:

a. Shutting off the lights and systems when not in use.

b. Minimizing the usage of papers.

c. Counsel employees on optimum utilization of air conditioning by maintaining optimum temperature.

ii. The steps taken by the company for utilizing alternate sources of energy:

The Company is not utilizing any alternate source of energy.

iii. The capital investment on energy conservation equipment:

The Company has not made any Capital Investment on energy conservation equipments.

(B) TECHNOLOGY ABSORPTION AND RESEARCH AND DEVELOPMENT:

The Company does not undertake any activities relating to technology absorption.

(C) FOREIGN EXCHANGE OUTFLOW & INFLOW (ON ACCRUAL BASIS):

(Amount in ₹ Lakhs)

i. Foreign Exchange Earnings: Nil

ii. Foreign Exchange Outgo: Nil

iii. Advance to Supplier: Nil

37. CORPORATE GOVERNANCE REPORT:

The Company is covered under criteria of Regulation 15(2)(b) of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015, and is not required to provide 'Report on Corporate Governance'.

38. OTHERS:

No Employee stock option was issued.

No Sweat Equity Shares were issued.

No Cost Audit was applicable during previous year under review.

Various policies required are disclosed on the website of the Company namely https://k2infra.com/

Other Disclosures required to be made in the Directors Report are either nil or not applicable.

39. MATERIAL EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

After balance sheet date the company got listed on Emerge NSE portal on April 08, 2024.

40. HUMAN RESOURCE

Employees are the most important assets of the organization. The human resource policy of the company is designed with the objective to attract and retain best talents available in the industry. The management conducts various training programs on a frequent basis to enhance the skill sets of employees. The Company has a transparent performance appraisal system which tries to make an objective assessment of employees' performance and requirement for further training. The objective of HR policy is to attract, motivate and develop a competent talent pool, provide conducive environment to perform and to ensure optimum utilization of human capital to become the best place to work. The policy is designed to provide a balanced working environment and to promote diversity in work force. The Company has designed a succession plan for future leadership roles emerging in the organization.

41. CORPORATE GOVERNANCE:

The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholder. The Company has been listed on SME Emerge Platform of NSE and by virtue of Regulation 15 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 ("LODR") the compliance with the corporate governance provisions as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V are not applicable to the Company. Hence, the Corporate Governance Report does not form part of this Annual Report.

42. STRUCTURED DIGITAL DATABASE

SEBI, vide SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, introduced the concept of Structured Digital Database which came into effect from April 01, 2019. As per Regulation 3(5) of SEBI (PIT) Regulations, 2015, the organisation is required to maintain Structured Digital Database.

As per Regulation 3(2A) of the PIT Regulations, 2015, an intermediary/ fiduciary /other entity shall maintain a separate Structured Digital Database internally, for recording details of:

- The UPSI shared and persons with whom such UPSI is shared;
- The UPSI shared and the persons who have shared such UPSI with the intermediary/ fiduciary/ entity.

The company is maintaining the Structural Digital Database (SDD) internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database in compliance with SEBI (PIT) Regulations, 2015.

43. REPORTING OF FRAUDS

During the year under review, the Statutory Auditor has not reported to the Audit Committee under Section 143(12) of the Companies Act, 2013 any fraud.

44. ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy required to conduct operations in such a manner, so as to ensure safety of all concerned compliances, environmental regulations and preservation of natural resources.

45. APPRECIATION & ACKNOWLEDGEMENT:

Your Directors wish to place on record their gratitude to Shareholders for the confidence reposed by them and thank all the Clients, and other business associates, regulatory and Government authorities for their continued support and contribution to the Company's growth. The Directors also wish to express their appreciation for the efficient and loyal services rendered by each and every employee, without whose whole-hearted efforts, the overall satisfactory performance would not have been possible. Your Board appreciates the precious support provided by the Auditors and Consultants. The Company will make every effort to meet the aspirations of its Shareholders.

Annexure-I

Form No. AOC.1

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

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures.

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in 'Lakhs')

Sl. No.	Particulars	Details
1.	Name of the subsidiary	NA
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	-
4.	Share capital (as on 31st March, 2024)	-
5.	Reserves & surplus	-
6.	Total assets	-
7.	Total Liabilities	-
8.	Investments	-
9.	Turnover	-
10.	Profit/(Loss) before taxation	-
11.	Provision for taxation (Deferred Tax assets)	-
12.	Profit after taxation	-
13.	Proposed Dividend	-
14.	% of shareholding	-

Part "B": Associates and Joint Ventures:

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

(Amounts in 'Lakhs')

Name of associates/Joint Ventures	K2 Recyclers Private Limited	K2 Cloud Private Limited
1. Latest audited Balance Sheet Date	31st March, 2024	31st March, 2024
2. Shares of Associate/Joint Ventures held by the company on the year end		
No.	5,18,965	1,25,884
Amount of Investment in Associates/Joint Venture	₹51.90/-	₹19.87/-
Extend of Holding%	44.26%	45.20%
3. Description of how there is significant influence	Control of more than 20% of total share capital	Control of more than 20% of total share capital
4. Reason why the associate/joint venture is not consolidated	NA	NA
5. Net worth attributable to shareholding as per latest audited Balance Sheet	131.36	(₹4.244)
6. Profit/Loss for the year		
i. Considered in Consolidation	₹0.708	(₹5.513)
ii. Not Considered in Consolidation	₹0.89168	(₹6.686)

Annexure-II

FORM NO. AOC-2

(Pursuant to clause (h) of sub section (3) OF The section 134 of the Companies Act, 2013 ("The Act") and Rule 8(2) of the Companies (Accounts) Rule, 2014)

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

1. Details of Contracts or arrangements or transactions not at Arm's length basis. NIL
2. Details of Contracts or arrangements or transactions at Arm's length basis. As below:-

Sr. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the Contracts or arrangements or transactions including the value, if any	Date of Approval by the Board, if any	Amount paid in advance, if any
1	K2 Recyclers Private Limited	Unsecured loan - Taken	NA	644.00	NA	NA
2	K2 Recyclers Private Limited	Unsecured loan - Repaid	NA	644.00	NA	NA
3	K2 Recyclers Private Limited	Purchases	NA	1.46	NA	NA
4	K2 Recyclers Private Limited	Interest on loan	NA	9.71	NA	NA
5	K2 Cloud Private Limited	Loan Advanced	NA	10.00	NA	NA
6	K2 Cloud Private Limited	Loan Repayment Received	NA	2.00	NA	NA
7	K2 Cloud Private Limited	Interest receivable on loan	NA	0.49	NA	NA
8	Pankaj Sharma	Unsecured loan - Taken	NA	17.50	NA	NA
9	Pankaj Sharma	Unsecured loan - Repaid	NA	55.00	NA	NA
10	Pankaj Sharma	Bonus Share	NA	144.16	NA	NA
11	Pankaj Sharma	Reimbursement Expenses	NA	1.10	NA	NA
12	Pankaj Sharma	Salary Expenses	NA	24.15	NA	NA
13	Rajesh Tiwari	Unsecured loan - Repayment	NA	9.47	NA	NA
14	Rajesh Tiwari	Bonus Shares	NA	50.97	NA	NA
15	Rajesh Tiwari	Sitting Fees	NA	0.20	NA	NA
16	Rajesh Tiwari	Reimbursement - Paid	NA	0.86	NA	NA
17	Payal Tiwari	Imprest Paid	NA	0.92	NA	NA
18	Neeraj Kumar Bansal	Salary- Paid	NA	28.65	NA	NA
19	Neeraj Kumar Bansal	Bonus Share	NA	53.03	NA	NA
20	Neeraj Kumar Bansal	Reimbursement Expenses	NA	2.29	NA	NA
21	Neeraj Kumar Bansal	Unsecured loan - Taken	NA	11.00	NA	NA

Sr. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the Contracts or arrangements or transactions including the value, if any	Date of Approval by the Board, if any	Amount paid in advance, if any
22	Neeraj Kumar Bansal	Unsecured loan - Given	NA	19.75	NA	NA
23	Priya Sharma	Bonus Shares	NA	67.67	NA	NA
24	Priya Sharma	Salary- Paid	NA	19.61	NA	NA
25	Sagar Bhatia	Sitting Fee	NA	0.40	NA	NA
26	Shipra Sharma	Sitting Fee	NA	0.30	NA	NA
27	Ajai Kumar Singh Chauhan	Sitting Fee	NA	0.40	NA	NA
28	Priyanka Pareek	Salary Expenses	NA	15.05	NA	NA
29	Priyanka Pareek	Reimbursement Expenses	NA	0.15	NA	NA
30	Jyoti Lakra	Salary Expenses	NA	4.21	NA	NA
31	Jyoti Lakra	Reimbursement Paid	NA	0.02	NA	NA
32	Rohit Pareek	Salary Expenses	NA	3.44	NA	NA
33	Rohit Pareek	Reimbursement Paid	NA	2.47	NA	NA

Annexure-III

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. The ratio of the remuneration of each director to the median employee's remuneration for the financial year and such other details as prescribed is as given below:

S. No.	Name	Ratio
1	Pankaj Sharma (Managing Director)	9.59
2	Priya Sharma (Director)	6.48
3	Neeraj Kumar Bansal (Executive Director)	9.58

*Median Salary of employees during financial year 2023-24: ₹2,99,168

ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

S.No.	Name	Designation	Increase/(decrease)
1	Pankaj Sharma	Managing Director	NA
2	Priya Sharma	Executive Director	(50.07)%
3	Rajesh Tiwari	Non-Executive Director	NA
4	Neeraj Kumar Bansal	Executive Director	(30.09)%
5	Ajai Kumar Singh Chauhan	Independent and Non-Executive Director	NA
6	Shipra Sharma	Independent and Non-Executive Director	NA
7	Sagar Bhatia	Independent and Non-Executive Director	NA
8	Priyanka Pareek	CFO	NA
9	Jyoti Lakra	Company Secretary	NA

iii. The percentage Increase in the median remuneration of employees in the financial year:17.43%

iv. The number of permanent employees on the rolls of company: 78

v. The average percentage increase made in the salary of the employees including managerial personnel in the FY 23-24 is 12%

vi. The key parameters for any variable component of remuneration availed by the directors: Nil

vii. If remuneration is as per the remuneration policy of the company: Yes

viii. As per rule 5(3) of the Companies (Appointment and Remuneration) Rules, 2014, employees who draw salary exceeding the limit of ₹1.02 Crores is as follows: Nil

Annexure-IV

Annual Report on CSR Activities

1. Brief outline of the Company CSR policy and projects or programs:

   The Board of Directors has formed the CSR Committee to look after CSR activities. The Company has framed the policy which is made available at the website of Company https://www.k2infra.com. This CSR Policy outlines the Company's responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking activities for welfare & sustainable development of the community at large. It is Company's conscious strategy to design and implement CSR programs that encompass the disadvantaged sections of society. This Policy shall apply to all CSR initiatives and activities taken up by the Company, for the benefit of different segments of the society. During the year under review, the Company carried out the various programs or projects which are given herein below.

2. Composition of CSR committee duly formed by board and CSR Policy adopted by the board are disclosed at the website of the Company https://www.k2infra.com.

3. The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

   *****Not applicable for the financial year under review.**

4. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

S.No.	Financial Year	Amount available for set-off from preceding financial years (₹ In Lakhs)	Amount required to be set-off for the financial year, if any (Rupee In Lakhs)
Not Applicable			

5. Average net profit of the Company for last three financial years as per section 135(5) (i.e. for FY 2020-21, FY 2021-22, FY 2022-23): ₹541.56/- (in Lakhs)

6. a) Two percent of average net profit of the Company as per section 135(5): ₹10.85 (in Lakhs)

   b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil

   c) Amount required to be set off for the financial year, if any: Nil

   d) Total CSR obligation for the financial year (7a+7b-7c): ₹10.85 (in Lakhs)

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

(Amount in ₹ Lakhs)

Total Amount Spent for the Financial Year	Amount Spent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹10.85	-	-	-	-	-

   b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable

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

S. No.	Name of project	Item from the list of activities in schedule VII of the Act	Local Area	Location of Project		Mode of implementation Direct (yes/no)	Mode of Implementation through implementing agency	
				State	District		Name	CSR Registration Number
1	Cancer Prevention Vaccination	Clause (i) promoting health care including preventive health care	No	Delhi	Delhi	No	Global Social Welfare Organisation	CSR00065147

d) Amount spent in Administrative Overheads: Not Applicable

e) Amount spent on Impact Assessment, if applicable: Not Applicable

f) Total amount spent for the Financial Year (7b+7c+7d+7e): ₹10.85 (in lakhs)

g) Excess amount for set off, if any (amount in lakhs)

S.No.	Particulars	Amount
i)	Two percent of average net profit of the Company as per section 135(5)	10.85
ii)	Total amount spent for the Financial Year	10.85
iii)	Excess amount spent for the Financial Year [(ii)-(i)]	-
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

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

S. No	Preceding Financial Year	Amount transferred to Unspent CSR Account as per section 135(6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(6)	Amount remaining to be spent in succeeding Name of financial years
Not Applicable					

b) Details of CSR amount spent in the Financial year for ongoing projects of the preceding financial year(s):

S. No.	Project ID	Name of project	Financial Year in which project was Commenced	Project duratio	Total Amount allocated for the project	Amount Spent on the project in the reporting financial year	Cumulative amount spent at the end of the reporting financial year	Status of the project – Completed / on-going
Not Applicable								

9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

10. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per section 135(5): Not Applicable

Independent Auditor's Report

To the Members of
K2 Infragen Limited
(Previously known as K2 Infragen Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of K2 Infragen Limited (Previously known as K2 Infragen Private Limited) ("the Company"), which comprise the Standalone Balance Sheet as at 31 March 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies information and other explanatory information (the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its standalone profit, standalone total comprehensive income, the standalone changes in equity and its standalone cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	Revenue Recognition for Construction Contracts: (Refer note 2 and note 24 to the standalone financial statements) Ind AS 115 requires the Company to apply significant judgements in estimating revenue to be recognized on contracts with customers, including estimation of costs to complete. The company recognizes revenue on the basis of stage of completion in proportion to the contract costs incurred at balance sheet date, relative to the total estimated costs of the contract at completion. The recognition of revenue is therefore dependent on estimates in relation to the total estimated costs of each such contract.	Principal audit procedures performed: We have performed the following principal audit procedures: Obtained and read contract documents for each selection, change orders, and other documents that were part of the agreement. Identified significant terms and deliverables in the contract to assess management's conclusions regarding (i) identification of distinct performance obligations; (ii) changes to costs to complete as work progresses and as a consequence of change orders; (iii) the impact of change orders on the transaction price; and (iv) the evaluation of the adjustment to the transaction price on account of variable consideration.

Sr. No.	Key Audit Matter	Auditor's Response
	Significant judgements are involved in determining the expected losses, when such losses become probable based on the expected total contract cost. Cost contingencies are included in these estimates to take into account specific risks of uncertainties or disputed claims against the Company arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the life of the contract and adjusted where appropriate. The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.	Compared costs incurred with Company's estimates of costs incurred to date to identify significant variations and evaluated whether those variations have been considered appropriately in estimating the remaining costs to complete the contract. Tested the estimate for consistency with the status of delivery of milestones and customer acceptance to identify possible delays in achieving milestones, which require changes in estimated costs or efforts to complete the remaining performance obligation.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report but does not include the standalone financial statements and our auditor's report thereon. The Annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

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

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

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

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

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

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

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system over financial reporting 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 the 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

1. The transition date opening balance sheet as at 01 April 2022 included in these Standalone Financial Statements, are based on Standalone Financial Statements prepared in accordance with the Companies (Accounting Standard) Rules, 2006 audited by the erstwhile auditors whose report for the year ended 31 March 2022 dated 30 September 2022 expressed an unmodified opinion on those statutory standalone financial statements, and have been restated to comply with Ind AS. Adjustments made to the previously issued said Financial Statements prepared in accordance with the Companies (Accounting Standards) Rule, 2006 to comply with Ind AS have been audited by us.

2. The comparative figures for the year ended 31 March 2023, we have also relied on Standalone Financial Statements for the year ended 31 March 2023 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 on which the erstwhile auditor have issued a unmodified opinion vide their auditors report dated 14 July 2023.

Our opinion is not modified in respect of above matters.

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143(3) of the Act, we report to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 except for the matters stated in paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

   f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

   i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. (Refer Note 36 to the standalone financial statements)

      ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. (Refer Note 49 to the standalone financial statements)

      iv. (a) The Management has represented that, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(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 on behalf of the Ultimate Beneficiaries. (Refer note 52 to the standalone financial statements)

      (b) The Management has represented, that, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) 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, 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. (Refer note 53 to the standalone financial statements)

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination, the Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2024, which does not have a feature of recording audit trail (edit log) facility. Consequently, we are unable to comment on audit trail requirements of the said software, as envisaged under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014, as amended.

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

For **S.N. Dhawan & CO LLP**
Chartered Accountants
(Firm's Registration No. 00005 0N/N500045)

Rahul Singhal
Partner
Membership No. 096570
UDIN: 24096570BKCTHV7008

Place: Gurugram
Date: 27 May 2024

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of the independent auditor's report of even date to the members of K2 Infragen Limited (Previously known as K2 Infragen Private Limited) on the standalone financial statements as of and for the year ended 31 March 2024)

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 (including ROU).

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

(b) The Property, Plant and Equipment (including ROU) have been physically verified by the management during the year and according to the information and explanation given to us, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the Property, Plant and Equipment is reasonable having regard to the size of the Company and the nature of its assets.

c) The Company does not hold any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.

(e) There are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) (as amended in 2016) and rules made thereunder. (Refer note 54 to the standalone financial statements).

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the coverage and procedure of such verification by the management is appropriate and no material discrepancies of 10% or more in the aggregate for each class of inventory were noticed on physical verification as compared to the book records.

(b) The Company's working capital sanctioned limits were in excess of ₹500.00 lakhs during the year, in aggregate, from banks on the basis of security of current assets. The quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company. (Refer note 59 to the standalone financial statements).

(iii) The Company has made investments in, granted loans, unsecured, to companies, during the year, in respect of which:

Particulars	Loans (₹ In lakhs)
Aggregate amount granted during the year	
- Associates	10.00
Balance outstanding as at balance sheet date in respect of above cases	
- Associates	8.00

(a) The Company has granted loans or advances in the nature of loans, to any other entity, the details of which are as given below. The Company has not provided guarantee or provided security to any other entity during the year.

(b) In our opinion, the investments made and the terms and conditions of grant of all loans repayable on demand are not, prima facie, prejudicial to the Company's interest. The Company has not provided any guarantee during the year.

(c) The Company has not granted any loans or advances in the nature of loans except mentioned in clause 3(iii)(a) and 3(iii)(b). Accordingly, the provisions of clause 3(iii)(c), 3(iii)(d), 3(iii)(e), 3(iii)(f) of the Order are not separately reported.

(iv) According to the information and explanations given to us and basis our examination of the records of the Company, the Company has not undertaken any transactions in respect of loans, guarantees and securities covered under section 185 of the Companies Act, 2013. The Company has not made any investment as referred to in section 186(1) of the Act and other requirements relating to section 186 do not apply to the Company.

(v) The Company has not accepted any deposits during the year or amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), except in respect of deposit carried forward from previous year, the Company is in the process of taking the corrective steps to be taken to comply with the provision of section 73 of the Companies Act 2013.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 (as amended), related to Engineering, Procurement and Construction project (road and other infrastructure project) and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) The Company is generally regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other material statutory dues, as applicable, to the appropriate authorities. 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 become payable except.

Name of the statute	Nature of the dues	Amount (₹ In Lakhs)	Period to which the amount relates
Central Goods and Service Tax Act, 2017 Integrated Goods and Service Tax Act, 2017 State Goods and Service Tax Act, 2017	Goods and Service Tax	₹1.87	April 2023 to September 2023

(b) As explained by the company, there are no statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute.

(viii) There are no such transactions which were not recorded in the books of account earlier and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or other lender government or any government authority.

(c) The term loans were applied for the purpose for which the loans were obtained, though idle/surplus funds which were not required for immediate utilization were temporarily used for the purpose other than for which the loan was sanctioned but were ultimately utilized for the stated end-use.

(d) On an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2024.

(x) (a) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) during the year. However, the Company has initiated the process of its initial public issue of equity share at the end of the financial year and the public issue was open for subscription as on 31 March 2024 which has been completed subsequent to year end. Accordingly, the provisions of clause 3(x)(a) of the Order are not applicable.

(b) According to the information and explanations given to us, during the year, the Company has made preferential allotment of shares. In respect of the same, in our opinion, the Company has complied with the requirement of Section 42 and Section 62 of the Act and the Rules framed there under. Further, in our opinion, the funds so raised have been used for the purposes for which the funds were raised.

(xi) (a) Considering the principles of materiality outlined in the Standards on Auditing, we report that no material fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) During the year and upto the date of this report, no report under sub-section (12) of Section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 (as amended) with the Central Government.

(c) Considering the principles of materiality outlined in the Standards on Auditing, we have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.

(xii) The Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.

(xiii) All transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company does not have an internal audit system as it is not required to have an internal audit system as per Section 138 of the Act. Accordingly, the provisions of clause 3(xiv) (a)-(b) of the Order are not applicable.

(xv) The Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the RBI Act, 1934. Accordingly, provisions of clause 3 (xvi) (a) of the order are not applicable.

(b) The Company has not conducted non-banking financial or housing finance activities during the year.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, provisions of clause3 (xvi)(c) of the order are not applicable.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016).

(xvii) The Company has not incurred any cash losses in the current financial year and in the immediately preceding financial year.

(xviii) There has been resignation of the statutory auditors during the year and we did not observe or were informed of any material issues, objections or concerns raised by the outgoing auditors.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due. (Refer Note 44 of the standalone financial statements)

(xx) (a) The Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, provision of clause 3(xx)(a) of the Order is not applicable.

(b) The Company does not have any amount remaining unspent which is required to be transferred to a special account in compliance with the provision of sub-section (6) of Section 135 of the Act. Accordingly, provision of clause 3(xx)(b) of the Order is not applicable.

For **S.N. Dhawan & CO LLP**
Chartered Accountants
(Firm's Registration No. 000050N/N500045)

Rahul Singhal
Partner
Membership No. 096570
UDIN: 24096570BKCTHV7008

Place: Gurugram
Date: 27 May 2024

Annexure B to the Independent Auditor's Report

Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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 K2 Infragen Limited (Previously known as K2 Infragen Private Limited) ("the company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

Auditor's Responsibility

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

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

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls 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, to the best of our information and according to the explanations given to us, 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 operating effectively as at 31 March 2024, based on the criteria for internal financial control over financial reporting 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 **S.N. Dhawan & CO LLP**
Chartered Accountants
(Firm's Registration No. 000050N/N500045)

Rahul Singhal
Partner
Membership No. 096570
UDIN: 24096570BKCTHV7008

Place: Gurugram
Date: 27 May 2024

Balance Sheet

as at 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
I. ASSETS				
A. Non-current assets				
Property, plant and equipment	3	901.95	808.38	899.06
Right-of-use assets	4	-	33.44	66.88
Other Intangible assets	5	0.01	0.01	0.01
Intangible assets under development	6	17.71	-	-
Financial assets:				
(i) Investments	7	71.77	71.77	62.77
(ii) Other financial assets	8	75.84	323.71	26.34
Deferred tax assets (Net)	9	168.31	55.91	-
Sub-total (A)		**1,235.59**	**1,293.22**	**1,055.06**
B. Current assets				
Inventories	10	-	-	107.07
Financial assets:				
(i) Investments	7	5.50	-	-
(ii) Trade receivables	11	6,074.52	3,652.97	958.18
(iii) Cash and cash equivalents	12	40.90	44.36	5.10
(iv) Other bank balances	13	2,134.21	187.52	142.85
(v) Other financial assets	8	103.14	160.55	27.07
Current tax assets (Net)	14	-	-	13.49
Other current assets	15	532.06	354.70	201.16
Sub-total (B)		**8,890.33**	**4,400.10**	**1,454.92**
Total Assets (A+B)		**10,125.92**	**5,693.32**	**2,509.98**
II. EQUITY AND LIABILITIES				
C. Equity				
Equity share capital	16 (a)	921.16	224.43	212.67
Other equity	17	3,578.12	1,170.94	(84.15)
Sub-total (C)		**4,499.28**	**1,395.37**	**128.52**
Liabilities				
D. Non-current liabilities				
Financial liabilities				
(i) Borrowings	18	301.02	338.96	939.21
(ii) Lease liabilities	19	-	-	35.67
(iii) Other financial liabilities	20	-	-	10.00
Provisions	21	7.59	8.29	3.70
Deferred tax liabilities (Net)	9	-	-	6.56
Sub-total (D)		**308.61**	**347.25**	**995.14**
E. Current liabilities				
Financial Liabilities				
(i) Borrowings	18	2,227.97	2,046.71	1,121.65
(ii) Lease liabilities	19	-	35.67	32.29
(iii) Trade payables	22			
- Total outstanding dues of micro enterprises and small enterprises		18.38	40.02	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,997.07	1,209.99	178.64
(iv) Other financial liabilities	20	206.34	218.27	42.55
Other current liabilities	23	502.13	365.54	11.09
Provisions	21	1.41	0.42	0.10
Current tax liabilities (Net)	14	364.73	34.08	-
Sub-total (E)		**5,318.03**	**3,950.70**	**1,386.32**
Total liabilities (D+E)		**5,626.64**	**4,297.95**	**2,381.46**
Total equity and liabilities (C+D+E)		**10,125.92**	**5,693.32**	**2,509.98**
See accompanying notes forming part of the standalone financial statements	1-68			

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Rahul Singhal
Partner
Membership No.096570

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Place: Gurugram
Date: 27th May 2024

Statement of Profit & Loss

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note	For the year ended 31 March 2024	For the year ended 31 March 2023
I. Revenue from operations	24	10,871.82	6,655.41
II. Other income	25	53.08	11.00
III. Total Income (I+II)		**10,924.90**	**6,666.41**
IV. Expenses			
Cost of construction	26	7,425.54	3,249.01
Purchases of stock-in-trade	27	-	281.32
Changes in inventories	28	-	107.07
Net (gain)/loss on fair value changes	29	(0.83)	-
Employee benefits expense	30	460.41	277.08
Finance costs	31	269.69	229.38
Depreciation and amortisation expenses	32	196.60	180.16
Other expenses	33	897.18	814.13
Total expenses		**9,248.59**	**5,138.15**
V. Profit before tax (III-IV)		**1,676.31**	**1,528.26**
VI. Tax expense	34		
Current tax		545.13	462.30
Tax related to earlier years		(6.55)	-
Deferred tax charge/ (credit)		(112.47)	(62.07)
Total tax expense		**426.11**	**400.23**
VII. Profit for the year (V-VI)		**1,250.20**	**1,128.03**
VIII. Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit plan		0.29	(1.57)
(ii) Income tax impact on above		(0.07)	0.40
Other comprehensive income for the year		**0.22**	**(1.17)**
IX. Total comprehensive income for the year (VII+VIII)		**1,250.42**	**1,126.86**
X. Earnings per equity share	35		
- Basic (in Rupees)		13.81	17.94
- Diluted (in Rupees)		13.81	15.31
See accompanying notes forming part of the standalone financial statements	1-68		

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Standalone Statement of Cash Flow

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Cash flow from operating activities:		
VII. Profit/(Loss) for the year (V-VI)	1,676.31	1,528.26
Adjustment for :		
Depreciation and amortisation expense	196.60	180.16
Remeasurement of defined benefit plan	0.29	(1.57)
Finance cost	269.69	229.38
Interest on bank deposits	(38.43)	(7.34)
Interest on security deposit	(0.84)	(2.79)
Interest on income tax refund	-	(0.13)
Loss/(Gain) on Fair value changes	(0.83)	-
Loss on sale of fixed asset	-	3.26
Assets written off	3.27	
Dividend Income	(0.55)	-
Provision for doubtful advances	427.77	230.51
Operating cash flow before working capital changes	**2,533.28**	**2,159.74**
Adjustments for working capital changes:		
(Increase)/ Decrease in trade receivables	(2,846.70)	(2,925.30)
(Increase)/ Decrease in other financial assets	320.78	(428.06)
(Increase)/ Decrease in other assets	(179.98)	(153.55)
(Increase)/ Decrease in inventories	-	107.07
Increase/ (Decrease) in trade payables	765.44	1,071.37
Increase/ (Decrease) in other financial liabilities	(3.36)	165.72
Increase/ (Decrease) in other liabilities	136.59	354.45
Increase/ (Decrease) in provisions	0.29	4.91
Cash generated from/(used in) operations	**726.34**	**356.35**
Income-tax paid (net of refund)	(207.93)	(414.60)
Net generated flow from/(used in) operating activities (A)	**518.41**	**(58.25)**
Cash flow from investing activities:		
Purchase of property, plant and equipment, Intangible Assets, Intangible Assets under development and capital advances	(272.79)	(59.60)
Proceeds from sale of Property, Plant and Equipment and advance for sale of capital goods	-	0.31
Investment in Securities	(4.67)	-
Investment in associates	-	(9.00)
Deposit/ maturity of bank deposits	(1,946.68)	(44.67)
Dividend received	0.55	-
Interest received	23.77	7.34
Net cash used in investing activities (B)	**(2,199.82)**	**(105.62)**

Standalone Statement of Cash Flow

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flow from financing activities:		
Proceeds from issue of share capital (including securities premium)	538.29	139.99
Proceeds from share application money pending allotment	1,315.20	-
Net proceeds from/ (repayment to) borrowings other than short term loans from banks	(915.85)	193.82
Net proceeds from short term loans from banks	1,059.17	130.99
Payment of lease liabilities	(37.32)	(37.32)
Interest paid	(281.53)	(224.35)
Net cash generated from financing activities (C)	**1,677.96**	**203.13**
Net decrease in cash and cash equivalents (A+B+C)	**(3.45)**	**39.26**
Cash and cash equivalents at beginning of the year	44.36	5.10
Cash and cash equivalents at end of the year (refer note 12)	**40.91**	**44.36**
Components of cash and cash equivalents		
Cash on hand	21.87	16.77
Current accounts	3.75	27.59
Bank deposits with original maturity of less than three months	15.28	-
Total	**40.90**	**44.36**

The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 on Statement of Cash Flows.

See accompanying notes forming part of the standalone financial statements

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Standalone Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

A. Equity share capital

Particulars	No. of shares	Amount
As at 01 April 2022	**21,26,682**	**212.67**
Add: Issued during the year	1,17,646	11.76
As at 31 March 2023	**22,44,328**	**224.43**
Add: Issued during the year	4,58,715	45.87
Add: Bonus shares issued during the year	65,08,551	650.86
As at 31 March 2024	**92,11,594**	**921.16**

B. Preference share capital

Particulars	No. of shares	Amount
As at 01 April 2022	**-**	**-**
Add: Issued during the year	5,85,444	58.54
Less: Redeemed during the year	(5,85,444)	(58.54)
As at 31 March 2023	**-**	**-**
Add: Issued during the year	-	-
As at 31 March 2024	**-**	**-**

C. Other equity

For the year ended 31 March 2024

Particulars	Reserves and Surplus				Total other equity
	Share Application Money	Securities premium	Capital redemption reserve	Retained earnings	
As at 01 April 2022	-	405.85	-	101.80	507.65
Impact due to prior period errors	-	-	-	(563.77)	(563.77)
Impact due to Ind AS adoption	-	-	-	(28.03)	(28.03)
	-	**405.85**	**-**	**(490.00)**	**(84.15)**
Security premium received during the year	-	128.23	-	-	128.23
Reserve created on account of redemption of CCPS	-	-	58.54	(58.54)	-
Share application money received	50.00	-	-	-	50.00
Share application money transferred to liability (Refer Note 20)	(50.00)	-	-	-	(50.00)
Profit for the year	-	-	-	1,128.03	1,128.03
Other comprehensive income for the year, net of tax	-	-	-	(1.17)	(1.17)
As at 31 March 2023	**-**	**534.08**	**58.54**	**578.32**	**1,170.94**
Security premium received during the year	-	500.00	-	-	500.00
Utilised for Bonus issue	-	(534.08)	(58.54)	(58.24)	(650.86)
Share application money received	1,315.20	-	-	-	1,315.20
Profit for the year	-	-	-	1,250.20	1,250.20
Share issue expenses	-	(7.58)	-	-	(7.58)
Other comprehensive income for the year, net of tax	-	-	-	0.22	0.22
As at 31 March 2024	**1,315.20**	**492.42**	**-**	**1,770.50**	**3,578.12**

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. Corporate Information

K2 Infragen Limited (Previously known as K2 Infragen Private Limited) (the Company) is incorporated under the Companies Act, 2013 on 05th March 2015. The Company's registered office and principal place of business is situated at 801 A, B & 802 A, B, C, 8th Floor Welldone Tech Park, Sector-48, Sohna Road, Gurugram, Haryana-122018. The Company is mainly engaged in infrastructure and auxiliary activities.

2. Material accounting policies information

2.1 Basis of preparation and presentation of Standalone Financial Statements

Statement of compliance

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

Basis of preparation

The standalone financial statements have been prepared in compliance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of Companies Act, 2013 ("the Companies Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and amendments issued thereafter.

The standalone financial statements up to year ended 31 March 2023 were prepared in accordance with the Accounting Standards notified under the section 133 of the Companies Act, 2013 read together with Companies (Accounting Standards) Amendment Rules, 2006 (as amended from time to time), other relevant provisions of the Act (Indian GAAP or previous GAAP). These are the Company's first Ind-AS standalone financial statements. The date of transition to Ind AS is 01 April 2022. For the explanation of the effect of the transition from previous GAAP to Ind AS and the details of first-time adoption, mandatory exceptions, and optional exemptions availed by the Company, refer note 43.

The standalone financial statements have been prepared on accrual and going concern basis under the historical cost convention except for certain class of financial instruments which are measured at fair value. The accounting policies have been consistently applied by the Company unless otherwise stated.

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments.

Functional and presentation currency

The standalone financial statements have been prepared and presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts in the standalone financial statements and accompanying notes are presented in 'Lakhs' and have been rounded-off to two decimal places unless stated otherwise.

Fair value measurement

The Company measures financial instruments at fair value at each reporting date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

For financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability.

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

2.2 Use of estimates

The preparation of these standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of asset and liabilities, disclosures relating to contingent liabilities as at the date of the standalone financial statements and the reported amounts of income and expense for the period presented.

Estimates and underlying assumptions are continually evaluated and reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Critical accounting estimates and judgements

Information about significant areas of estimation and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements are included in the following areas:

- **Expected credit losses on financial assets:** The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

- **Useful lives of depreciable/amortizable assets:** Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence.

- **Actuarial valuation of post-employment benefits:** The Company uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates.

- **Revenue recognition:** Revenue recognition from construction contracts involves significant degree of judgements and estimation such as identification of contractual obligations, measurement and recognition of contract assets, determination of variable consideration, change of scope and determination of onerous contract which include estimation of contract costs.

2.3 Revenue recognition

The Company derives revenue principally from following streams:

- Construction Contracts
- Sale of Services
- Sale of Goods

Construction Contracts

The Company recognises revenue from construction contracts over the period of time, as performance obligations are satisfied over time due to continuous transfer of control to the customer. Construction contracts are generally accounted for as a single performance obligation as it involves complex integration of goods and services.

The performance obligations are satisfied over time as the work progresses. The Company recognises revenue

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

using input method (i.e. percentage-of-completion method), based primarily on contract cost incurred to date compared to total estimated contract costs. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level. If the consideration in the contract includes price variation clause or there are amendments in contracts, the Company estimates the amount of consideration to which it will be entitled in exchange for work performed.

Due to the nature of the work required to be performed on many of the performance obligations, the estimation of total revenue and cost of completion is complex, subject to many variables and requires significant judgment. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, changes in scope, incentives, if any. The Company considers its experience with similar transactions and expectations regarding the contract in estimating the amount of variable consideration to which it will be entitled and determining whether the estimated variable consideration should be constrained. The Company includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved. The estimates of variable consideration are based largely on an assessment of anticipated performance and all information (historical, current and forecasted) that is reasonably available.

Progress billings are generally issued upon completion of certain phases of the work as stipulated in the contract. Billing terms of the over-time contracts vary but are generally based on achieving specified milestones. The difference between the timing of revenue recognised and customer billings results in changes to contract assets and contract liabilities. Payment is generally due upon receipt of the invoice, payable within 90 days or less. Contractual retention amounts billed to customers are generally due upon expiration of the contract period.

The contracts generally result in revenue recognised in excess of billings which are presented as contract assets on the statement of financial position. Amounts billed and due from customers are classified as receivables on the statement of financial position. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice. Contract liabilities represent amounts billed to customers in excess of revenue recognised till date. A liability is recognised for advance payments, and it is not considered as a significant financing component because it is used to meet working capital requirements at the time of project mobilisation stage. The same is presented as contract liability in the statement of financial position.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in Standalone Statement of profit and loss in the period in which the circumstances that give rise to the revision become known by management.

For construction contracts the control is transferred over time and revenue is recognised based on the extent of progress towards completion of the performance obligations. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately. The percentage of completion was calculated according to the nature and the specific risk of each contract in order to reflect the effective completion of the project. This percentage of completion could be based on technical milestones or as per the contractual terms specified. A construction contract is considered completed when the last technical milestone is achieved, which occurs upon contractual transfer of ownership of the asset.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, based on the underlying interest rate.

Other revenues

Other revenues are recognized on accrual basis.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

2.4 Inventories

Inventories (including goods-in-transit) are valued at the lower of cost and net realisable value after providing for obsolescence and other losses, when considered necessary. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Cost of inventory comprises all cost of purchase and other cost incurred in bringing the inventories to the present location and condition. In determining cost, first-in-first-out method is used.

Cost of raw materials, stores and spare parts and construction materials includes cost of purchases and other cost incurred in bringing the inventories to the present location and condition.

2.5 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

Depreciation methods, estimated useful lives and residual value

Depreciation commences when the assets are ready for their intended use. Depreciation on property, plant and equipment have been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Schedule II allows companies to use higher/ lower useful lives and residual values if such useful lives and residual values can be technically supported. The life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Depreciation is provided on a pro-rata basis i.e., from the date on which asset is ready for use.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Derecognition

The carrying amount of an item of property, plant and equipment shall be derecognized on disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

2.6 Intangible assets

Intangible assets are recognized only if acquired and it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of assets can be measured reliably. The intangible assets are recorded at cost of acquisition including incidental costs related to acquisition and installation and are carried at cost less accumulated amortization and impairment losses, if any.

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as “intangible assets under development”.

Amortisation methods and useful lives

Intangible assets comprise software. Intangible assets are amortized in the Statement of Profit or Loss over their estimated useful lives, from the date they are available for use based on the expected pattern of consumption of economic benefits of assets. Accordingly, at present software’s is being amortized on straight line basis over the useful life of 3 years.

2.7 Capital work -in- progress

Cost of assets not ready for use as at the balance sheet date and property, plant and equipment under construction are disclosed as capital work-in-progress. Capital work-in-progress is disclosed at cost acquisition or construction less impairment reserve (if any).

2.8 Leases

Where the Company is a lessee

For the lease contracts where the Company is a lessee, it recognizes right-of-use asset and lease liability.

Right-of-use assets:

At the commencement of lease, right-of-use assets are recognized at cost. Cost comprises of initial measurement of lease liability, lease payments made

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

before commencement date less lease incentives, initial direct costs incurred by the Company and estimate of any dismantling cost.

Right-of-use assets are amortized over the lease term.

The right-of-use assets are subsequently measured at cost less accumulated depreciation and any accumulated impairment. Adjustment is made for any remeasurement of lease liability.

Lease liability:

At the commencement of lease, the Company measures the lease liability at the present value of lease payments not paid at commencement date. The lease payments are discounted using the Company's incremental borrowing rate.

Lease liabilities are subsequently increased by interest on the lease liability and reduced by the lease payments. It is adjusted to reflect any reassessment or lease modifications.

Short-term lease and low value leases:

The Company does not recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

2.9 Impairment

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. An impairment loss is charged to the Statement of Profit and Loss in the year in which the asset is identified as impaired. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss.

2.10 Employee benefits

Short-term employee benefits

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 services are recognised 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. The liabilities are presented as current employee benefit obligations in the statement of asset and liability.

Post-employment benefits

Defined benefit plans: The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, are recognised in other comprehensive income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit are recognised in standalone statement of profit and loss.

Defined contribution plans: The provident fund and employee state linked insurance plan are defined contribution plans; the Company pays fixed contributions to the appropriate government authorities and has no obligation to pay further amounts. Such fixed contributions are recognized in the Statement of Profit and Loss on accrual basis in the financial year to which they relate.

Other long-term employee benefits: Benefits under the Company's leave encashment policy constitutes other long-term employee benefits. The liability in respect of leave encashment is provided on the basis of an actuarial valuation done by an independent actuary at the year-end. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

2.11 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. Classifications of financial instrument are in accordance with the substance of the contractual arrangement and as per the definitions of financial assets, financial liability and an equity instrument.

Initial recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of Profit and Loss.

Subsequent measurement:

(a) Financial assets carried at amortised cost: A financial asset is subsequently measured at amortised cost if the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) Financial assets carried at fair value through other comprehensive income (FVTOCI): A financial asset is subsequently measured at fair value through other comprehensive income if the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(c) Financial assets carried at fair value through profit or loss (FVTPL): All other financial assets are subsequently measured at fair value.

(d) Financial liabilities at amortised cost: Financial liabilities includes interest bearing loans and borrowings which are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition of financial assets: The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party or the transfer qualified for derecognition under Ind AS 109.

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

Impairment of financial assets: The Company recognises loss allowances using the Expected Credit Loss (ECL) for the financial assets which are not measured at fair value through profit or loss. In relation to loss allowance for financial assets (excluding trade receivables), ECL's are measured at an amount equal to 12- month ECL, unless there has been significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime ECL.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Standalone 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 liabilities simultaneously.

Effective interest method: The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premium or discounts) through the expected life of financial instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for financial instruments other than those financial assets classified as FVTPL. Interest income is recognized in profit or loss and is included in the "Other Income" line item.

2.12 Earnings per share

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

Equity shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share.

For calculating diluted earnings per share, the net profit attributable to equity shareholders and the weighted average number of shares outstanding are adjusted for the effect of all dilutive potential equity shares.

2.13 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, other short term, highly liquid investments with original maturities of six months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.14 Cash flow statement

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

2.15 Borrowing cost

Borrowing cost, if any, related to a qualifying asset is worked out on the basis of actual utilization of funds out of investment specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs incurred during the period are charged to profit and loss.

2.16 Taxation

Income tax expense represents the sum of current tax and deferred tax.

Current tax: The current tax expense or credit for the period is the tax payable on the current period taxable income based on the applicable enacted income tax rate in accordance with the Income Tax Act, 1961 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, items that are never taxable / deductible and unused tax losses / tax credits.

Current tax assets and tax liabilities are offset where the entity has a legal enforceable right to offset and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax: Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their corresponding carrying amounts in the standalone financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction (other than in a business combination) that effects neither accounting profit nor taxable profit. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted at the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred tax liability is settled. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

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

Current and deferred tax is recognised in standalone statement of profit and loss, except to the extent that it relates to items recognised in Other Comprehensive Income (OCI) or directly in Equity, in which case, the tax is also recognised in OCI or Equity respectively.

2.17 Provisions and contingent liabilities

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligations at the balance sheet date and are not discounted to its present value. These are reviewed at each balance sheet date and adjusted to reflect the best current estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligations or a reliable estimate of the amount cannot be made.

2.18 Operating Cycle/ Current and Non-Current Classification

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

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle.
- It is held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or Cash Equivalent.

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as noncurrent. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

3. Property, plant and equipment

Particulars	Plant and machinery	Computer & Peripherals	Furniture and Fixtures	Electrical Installations & Equipment	Office Equipment	Vehicles	Total
I. Gross carrying amount (deemed cost)							
Balance as at 01 April 2022	**419.62**	**5.76**	**1.71**	**1.22**	**3.14**	**467.61**	**899.06**
Additions	28.45	2.94	0.34	-	3.90	23.97	59.60
Deletions/Transfers	-	-	-	-	-	(4.95)	(4.95)
Balance as at 31 March 2023	**448.07**	**8.70**	**2.05**	**1.22**	**7.04**	**486.63**	**953.71**
Additions	73.77	6.04	0.33	-	1.41	178.45	260.00
Deletions/Transfers	(5.75)	(6.73)	-	-	(0.63)	-	(13.11)
Balance as at 31 March 2024	**516.09**	**8.01**	**2.38**	**1.22**	**7.82**	**665.08**	**1,200.60**
II. Accumulated depreciation							
Balance as at 01 April 2022	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Depreciation expense for the year	66.22	2.77	0.20	0.16	0.96	76.41	146.72
Deletions/Transfers	-	-	-	-	-	(1.39)	(1.39)
Balance as at 31 March 2023	**66.22**	**2.77**	**0.20**	**0.16**	**0.96**	**75.02**	**145.33**
Depreciation expense for the year	69.80	3.44	0.23	0.16	1.70	87.83	163.16
Deletions/Transfers	(3.31)	(6.07)	-	-	(0.46)	-	(9.84)
Balance as at 31 March 2024	**132.71**	**0.14**	**0.43**	**0.32**	**2.20**	**162.85**	**298.65**
III. Net carrying amount (I-II)							
As at 31 March 2024	**383.38**	**7.87**	**1.95**	**0.90**	**5.62**	**502.23**	**901.95**
As at 31 March 2023	**381.85**	**5.93**	**1.85**	**1.06**	**6.08**	**411.61**	**808.38**
As at 01 April 2022	**419.62**	**5.76**	**1.71**	**1.22**	**3.14**	**467.61**	**899.06**

Note:

The Company has elected to measure the items of property, plant and equipment at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

4. Right-of-use asset

Particulars	Office building	Total
I. Gross carrying amount		
Balance as at 01 April 2022	66.88	66.88
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**66.88**	**66.88**
Additions	-	-
Deletions	(66.88)	(66.88)
Balance as at 31 March 2024	**-**	**-**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Office building	Total
II. Accumulated depreciation		
Balance as at 01 April 2022	-	-
Depreciation for the year	33.44	33.44
Eliminated on disposal of assets	-	-
Balance as at 31 March 2023	**33.44**	**33.44**
Depreciation for the year	33.44	33.44
Eliminated on disposal of assets	(66.88)	(66.88)
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	-	-
As at 31 March 2023	33.44	33.44
As at 01 April 2022	**66.88**	**66.88**

Note:

The Company has elected to measure the items of right of use assets at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

4. Right-of-use asset

Particulars	Software	Total
I. Gross carrying amount (deemed cost)		
Balance as at 01 April 2022	0.01	0.01
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**0.01**	**0.01**
Additions	**-**	**-**
Deletions	-	-
Balance as at 31 March 2024	**0.01**	**0.01**
II. Accumulated amortisation		
Balance as at 01 April 2022	-	-
Amortisation expense for the year	-	-
Deletion	-	-
Balance as at 31 March 2023	**-**	**-**
Amortisation expense for the year	**-**	**-**
Deletion	-	-
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	0.01	0.01
As at 31 March 2023	0.01	0.01
As at 01 April 2022	**0.01**	**0.01**

Note:

The Company has elected to measure the items of intangible assets at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

4. Right-of-use asset

Particulars	Software	Total
I. Gross carrying amount		
Balance as at 01 April 2022	-	-
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**-**	**-**
Additions	**17.71**	**17.71**
Deletions	-	-
Balance as at 31 March 2024	**17.71**	**17.71**
II. Accumulated amortisation		
Balance as at 01 April 2022	-	-
Amortisation expense for the year	-	-
Deletion	-	-
Balance as at 31 March 2023	**-**	**-**
Amortisation expense for the year	**-**	**-**
Deletion	-	-
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	17.71	17.71
As at 31 March 2023	-	-
As at 01 April 2022	**-**	**-**

A) Intangible assets under development (IAUD) ageing schedule -

i) As at 31 March 2024

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	17.71	-	-	-	17.71
Projects temporarily suspended	-	-	-	-	-
Total	**17.71**	**-**	**-**	**-**	**17.71**

ii) As at 31 March 2023

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii) As at 31 March 2022

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

7. Investments

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Quantity*	Amount	Quantity*	Amount	Quantity*	Amount
Non-current						
Investment in Equity Shares at Cost						
Unquoted, fully paid up						
Investments in K2 Cloud Private Limited (Face value ₹10)	1,25,884	19.87	1,25,884	19.87	76,325	10.87
Investments in K2 Recyclers Private Limited (Face value ₹10)	5,18,965	51.90	5,18,965	51.90	5,18,965	51.90
Total (A)		**71.77**		**71.77**		**62.77**
Current						
Investment in Equity Shares at FVTPL						
Quoted, fully paid up						
Vedanta Limited (Face value ₹ 1)	1,200	3.26	-	-	-	-
Adani Enterprise Limited (Face value ₹ 1)	70	2.24	-	-	-	-
Total (B)		**5.50**		**-**		**-**
Total (A+B)		**77.27**		**71.77**		**62.77**
Aggregate cost of quoted investments		5.20		-		-
Aggregate market value of quoted investments		5.50		-		-
Aggregate amount of unquoted investments		71.77		71.77		62.77
Aggregate amount of impairment in value of investments		-		-		-

*In numbers

Notes:

1. During the year ended 31 March 2023, the Company has invested ₹ 9.00 lakhs in K2 Cloud Private Limited, an associate of the Company, by subscribing to 49,559 equity shares of face value of ₹10 each per share on right entitlement basis.
2. During the year ended 31 March 2023, the Company has renounced the right for subscription of equity shares of K2 Recyclers Private Limited at its fair value i.e. ₹ 40.22 per share. This transaction has resulted into loss of control by the Company. Accordingly, the Company has reclassified investment in K2 Recycler Private Limited as an associate from subsidiary w.e.f. 31 August 2022.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

8. Other financial assets

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Advance to staff	8.54	-	14.17	-	17.77	-
Bank deposits with more than 12 months maturity*	-	17.50	-	250.00	-	-
Interest accured on fixed deposits	18.27	-	2.30	1.81	-	-
Loan to associate company (Refer Note 39)	8.00	-	-	-	5.00	-
Interest receivable from related party	1.00	-	0.50	-	-	-
Security deposits	55.72	58.34	138.09	71.90	-	26.34
Other receivables	11.61	-	5.49	-	4.30	-
	103.14	**75.84**	**160.55**	**323.71**	**27.07**	**26.34**

* Deposits with banks under lien towards bank borrowings and limit for letter of credits as on 31 March 2024 and 31 March 2023.

9. Deferred tax assets/(liabilities) (Net)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Tax effect of items constituting deferred tax liabilities			
On the difference between book balance and tax balance of property, plant and equipment, intangible assets and intangible assets under development	8.61	13.48	17.04
Fair value of financial assets	0.08	0.21	-
Tax effect of items constituting deferred tax assets			
Doubtful assets and Expected Credit Loss	173.45	66.44	8.71
EIR on borrowing	0.15	0.41	0.08
ROU and Lease Liability	-	0.56	0.28
Provision for employee benefits	2.74	2.19	0.99
Provision for advance to supplier	0.66	-	0.42
Deferred tax assets/(liabilities) (Net)	**168.31**	**55.91**	**(6.56)**

10. Inventories

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Inventory	-	-	107.07
Total inventories (at lower of cost and net realisable value)	**-**	**-**	**107.07**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

11. Trade receivables

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Unsecured			
Considered good	6,360.61	3,692.42	971.42
Receivables which have significant increase in credit risk	-	-	-
Receivables which are credit impaired	403.06	224.55	20.25
Less: Provision for expected credit loss*	(689.15)	(264.00)	(33.49)
Total	**6,074.52**	**3,652.97**	**958.18**
Of the above, trade receivables from:			
- related parties (Refer note 39)	8.06	8.06	-
- others	6,755.61	3,908.91	991.67
Less: Provision for expected credit loss	(689.15)	(264.00)	(33.49)
Total	**6,074.52**	**3,652.97**	**958.18**
*** Movement in expected credit loss:**			
Balance at the beginning of the year	264.00	33.49	7.99
Provision recognised during the year	425.15	230.51	25.50
Balance as at end of the year	**689.15**	**264.00**	**33.49**

1) Refer note 45 for information on trade receivables pledged as security by the Company.

2) Refer note 40 for the credit risk analysis.

Trade Receivables ageing schedule:

i) As at 31 March 2024

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	2,025.63	2,652.58	1,532.78	11.92	22.28	83.95	31.47	6,360.61
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	14.19	88.20	173.16	127.51	403.06
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	2,025.63	**2,652.58**	**1,532.78**	**26.11**	**110.48**	**257.11**	**158.98**	**6,763.67**
Less: Loss Allowance	(230.29)	(26.40)	(15.27)	(14.55)	(101.97)	(173.16)	(127.51)	(689.15)
Total	**1,795.34**	**2,626.18**	**1,517.51**	**11.56**	**8.51**	**83.95**	**31.47**	**6,074.52**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii) As at 31 March 2023

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	789.02	301.68	2,300.28	183.04	81.46	36.94	-	3,692.42
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	57.26	5.68	39.58	61.17	60.86	224.55
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	789.02	**301.68**	**2,357.54**	**188.72**	**121.04**	**98.11**	**60.86**	**3,916.97**
Less: Loss Allowance	(39.45)	-	(57.26)	(5.68)	(39.58)	(61.17)	(60.86)	(264.00)
Total	**749.57**	**301.68**	**2,300.28**	**183.04**	**81.46**	**36.94**	**-**	**3,652.97**

iii) As at 31 March 2022

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	264.82	-	374.41	162.82	108.51	-	60.86	971.42
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	19.25	1.00	-	-	-	20.25
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	264.82	**-**	**393.66**	**163.82**	**108.51**	**-**	**60.86**	**991.67**
Less: Loss Allowance	(13.24)	-	(19.25)	(1.00)	-	-	-	(33.49)
Total	**251.58**	**-**	**374.41**	**162.82**	**108.51**	**-**	**60.86**	**958.18**

Notes to Standalone Financial Statements
for the year ended 31 March 2024
(All amounts are in ₹ Lakhs, unless otherwise stated)

12. Cash and cash equivalent

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Cash on hand	21.87	16.77	4.59
Balances with banks			
- In current accounts	3.75	27.59	0.51
- In term deposits- with original maturity of less than three months	15.28	-	-
Total	**40.90**	**44.36**	**5.10**

13. Other Bank Balances

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Bank Deposits*	819.02	187.52	142.85
Balances with banks			
- In current accounts#	1,315.19	-	-
Total	**2,134.21**	**187.52**	**142.85**

* Bank deposit represents deposits lien against borrowing, limit for letter of credit, deposit given for projects as on 31 March 2024 and 31 March 2023.

Balances in current acccounts represents balance in Escrow account received from Anchor investors.

14. Current tax assets/ (liabilities) (Net)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Provision for Income Tax (Net of Advance tax and TDS)	(364.73)	(34.08)	13.49
Total	**(364.73)**	**(34.08)**	**13.49**

15. Other current assets

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Balance with government authorities	130.15	44.34	148.76
Prepaid expenses	24.98	10.47	14.89
Advance to suppliers	379.55	299.89	37.51
Less: Provision for advance to suppliers*	(2.62)	-	-
	532.06	**354.70**	**201.16**
*** Movement in provision for advance to suppliers:**			
Balance at the beginning of the year	-	-	-
Provision recognised during the year	2.62	-	-
Balance as at end of the year	**2.62**	**-**	**-**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

16 (a) Equity share capital

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised						
Equity Shares of ₹10.00 each	1,40,00,000	1,400.00	34,14,556	341.46	40,00,000	400.00
	1,40,00,000	**1,400.00**	**34,14,556**	**341.46**	**40,00,000**	**400.00**
Issued equity shares						
Equity Shares of ₹10.00 each	1,26,18,394	1,261.84	22,44,328	224.43	21,26,682	212.67
Subscribed and fully paid up equity shares						
Equity Shares of ₹10.00 each	**92,11,594**	**921.16**	**22,44,328**	**224.43**	**21,26,682**	**212.67**

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of Shares	Amount	No. of Shares	Amount
Authorised				
At the beginning of the year	22,44,328	224.43	21,26,682	212.67
Add: Equity shares issued during the year (refer note 16(a)(h))	4,58,715	45.87	1,17,646	11.76
Add: Bonus shares issued during the year (refer note 16(a)(g))	65,08,551	650.86	-	-
At the end of the year	**92,11,594**	**921.16**	**22,44,328**	**224.43**

(c) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. The dividend, if any, proposed by Board of Directors is subject to approval of the shareholders in the ensuring Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in the same proportion as the capital paid-up on the equity shares held by them
(d) Details of equity shareholders holding more than 5% equity shares in the Company

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(d) Details of equity shareholders holding more than 5% equity shares in the Company

Particulars	For the year ended 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Equity Shares of ₹ 10 each, fully paid up						
Pankaj Sharma	19,38,741	21.05%	4,97,113	22.15%	4,33,956	20.41%
Rajiv Khandelwal	10,06,688	10.93%	2,58,125	11.50%	2,58,125	12.14%
Priya Sharma	9,10,108	9.88%	2,33,361	10.40%	2,33,361	10.97%
Neeraj Kumar Bansal	7,13,181	7.74%	1,82,867	8.15%	1,19,710	5.63%
Rajesh Tiwari	6,85,460	7.44%	1,75,759	7.83%	1,75,759	8.26%
Sarvajeet Singh	5,51,409	5.99%	1,75,000	7.80%	1,75,000	8.23%
Bharti Lakhanpal	5,24,160	5.69%	1,34,400	5.99%	2,60,714	12.26%
Aarti Sharma	4,74,587	5.15%	1,21,689	5.42%	1,21,689	5.72%
RK Powerline Private Limited	4,58,819	4.98%	1,17,646	5.24%	-	0.00%
Neetu Nirmal	3,07,667	3.34%	88,889	3.96%	1,25,374	5.90%

(e) Change in promoters shareholding

The Board of Directors vide their meeting held on 07 November 2023 has classified the following as the promoters of the Company pursuant to clause (za) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and clause (w) of sub-regulation (1) of regulation 2 and regulation 31A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time.

For the year ended 31 March 2024

Promoter name	At the end of the year		At the beginning of the year		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pankaj Sharma	19,38,741	21.05%	4,97,113	22.15%	-1.10%
Priya Sharma	9,10,108	9.88%	2,33,361	10.40%	-0.52%
Rajesh Tiwari	6,85,460	7.44%	1,75,759	7.83%	-0.39%
Sarvajeet Singh	5,51,409	5.99%	1,75,000	7.80%	-1.81%
Rajiv Khandelwal	10,06,688	10.93%	2,58,125	11.50%	-0.57%

For the year ended 31 March 2023

Promoter name	At the end of the year		At the beginning of the year		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pankaj Sharma	4,97,113	22.15%	4,33,956	20.41%	1.74%
Priya Sharma	2,33,361	10.40%	2,33,361	10.97%	-0.58%
Rajesh Tiwari	1,75,759	7.83%	1,75,759	8.26%	-0.43%
Sarvajeet Singh	1,21,689	5.42%	1,21,689	5.72%	-0.30%
Rajiv Khandelwal	61,923	2.76%	61,923	2.91%	-0.15%

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(f) During the year ended 31 March 2023, pursuant to section 62 of the Companies Act 2013, the Company has issued 67,226 and 50,420 equity shares of the company on right basis to the eligible shareholders at ₹ 119 each including premium of ₹ 109 per share on 31 October 2022 and 22 December 2022 respectively.

(g) During the year ended 31 March 2024, on 22 July 2023 , the Company allotted 65,08,551 equity shares of ₹ 10/- each as fully paid up bonus shares by utilising securities premium, capital redemption reserve and free reserves amounting to ₹ 534.08 lakhs, 58.54 lakhs and 58.24 lakhs, respectively, pursuant to a resolution passed by shareholders in Extra Ordinary General Meeting held on 21 July 2023.

(h) During the year ended 31 March 2024, on 07 August 2023, pursuant to section 42 and other relevant provisions of the companies act 2013, the Company has issued 4,58,715 equity shares of the company on preferential allotment basis at ₹ 119 including premium of ₹ 109 per share having face value of ₹ 10 each. The company has also incurred ₹ 7.58 lakhs towards Share issue expense for the aforementioned preferential allotment.

(i) During the year ended March 31, 2024, the Company has initiated its initial public offer (IPO) of 34,06,800 equity shares of face value of ₹10 each at an issue price of ₹119 per share as fresh issue. The issue has been closed for subscription on 02 April 2024. Subsequently, Company has allotted equity shares to the successful bidders on 04 April 2024 and shares of the company got listed on National Stock Exchange of India Limited (NSE emerge) on 08 April 2024. Further, the Company has received ₹1,315.19 lakhs as share application money from Anchor Investors as part of IPO.

16 (b) Preference Share Capital

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised						
Preference Shares of ₹ 10.00 each	-	-	5,85,444	58.54	-	-
	-	**-**	**5,85,444**	**58.54**	**-**	**-**
Issued, subscribed and fully paid up equity shares						
Preference Shares of ₹ 10.00 each	-	-	-	-	-	-

(b) Reconciliation of preference shares outstanding at the beginning and at the end of the year

Particulars	For the year ended 31 March 2024		For the year ended 31 March 2023	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	-	-	-	-
Add: Preference shares issued during the year	-	-	5,85,444	58.54
Less: Preference shares redeemed during the year	-	-	(5,85,444)	(58.54)
At the end of the year	**-**	**-**	**-**	**-**

(c) Rights, preferences and restrictions attached to preference shares

The Company has only one class of compulsory convertible preference shares having a par value of ₹ 10/- per share. The CCPS do not have any fixed dividend. In the event of liquidation of the Company, the holders of CCPS will be entitled to receive remaining assets of the company in preference to the equity shareholders. These CCPS are having term of 3 years.

(d) During the year ended 31 March 2023, the Company has issued compulsory convertible preference shares (CCPS) at face value i.e. ₹ 10 to Mr Neeraj Kumar Bansal on 8 July 2022 for the period of three years. These CCPS were convertible/ redeemable at the option of company or Mr Neeraj Kumar Bansal. Mr Neeraj Kumar Bansal shall be entitled to opt for conversion of CCPS into equity shares on any date after 1 year from the date of allotment. As per the management, the preference shares were issued with intent of redemption at a later date and not conversion. However, inadvertently in each of the regulatory filings, approvals and documents including the agreement with preference shareholders the term used is either Compulsory Convertible Preference Shares or CCPS. Hence, to remove this ambiguity the management has filed the necessary compounding application to change the nomenclature from Compulsory Convertible Preference Shares or CCPS to Redeemable Preference Shares (RPS).

(e) During the year ended 31 March 2023, the Company has redeemed 4,00,000 and 1,85,444 compulsory convertible preference shares (CCPS) mentioned above at face value i.e. ₹ 10 each issued to Mr Neeraj Kumar Bansal on 10 February 2023 and 24 March 2023 respectively under the provision of section 55 of companies act 2013. The Company has created the capital redemption reserve of ₹ 58.54 lakhs on these preference shares.

17. Other equity

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
(a) Securities premium			
Opening balance	534.08	405.85	405.85
Add: Securities premium on issue of equity shares (Refer Note. 16(a)(h))	500.00	128.23	-
Less: Share issue expenses (Refer Note. 16(a)(h))	(7.58)	-	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(534.08)	-	-
Closing balance	**492.42**	**534.08**	**405.85**
(b) Capital Redemption reserve			
Opening balance	58.54	-	-
Add: addition during the year	-	58.54	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(58.54)	-	-
Closing balance	**-**	**58.54**	**-**
(c) Retained Earnings			
Opening balance	578.32	(490.00)	101.80
Add: Impact due to prior period errors	-	-	(563.77)
Add: Impact due to Ind AS adoption	-	-	(28.03)
Add: Profit for the year	1,250.20	1,128.03	-
Add: Remeasurement gains/(loss)-net of tax	0.22	(1.17)	-
Add: Movement to Capital Redemption Reserve (Refer Note. 16(b)(e))	-	(58.54)	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(58.24)	-	-
Closing balance	**1,770.50**	**578.32**	**(490.00)**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
(d) Share application money pending allotment			
Opening balance	-	-	-
Add: Addition during the year (Refer Note. 16(a)(i))	1,315.20	50.00	-
Less: Share application money transferred to liability (Refer Note 20)	-	(50.00)	-
	1,315.20	**-**	**-**
Total other equity	**3,578.12**	**1,170.94**	**(84.15)**

Nature and purpose:

(a) Securities premium: Securities premium account is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act 2013.

(b) Capital Redemption Reserve: Capital Redemption Reserve is created for the shares redeemed/ buyback by the Company in accordance with the provisions of the Companies Act 2013.

(c) Surplus/(Deficit) in Statement of Profit and Loss: Represents the amount of accumulated surplus/(deficit) earned till date and remeasurements on post employment defined benefits plans.

(d) Other Comprehensive Income (OCI): Other Comprehensive Income Reserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into:

i) items that will not be reclassified to statement of income & expenses,

ii) items that will be reclassified to statement of income & expenses.

(e) Other comprehensive income: Other comprehensive income are remeasurements on post employment defined benefits plans.

(f) Share application money pending allotment: Share application money pending allotment is the amount received from investors during the application process for shares, but the allotment of shares has not yet been made.

18. Borrowings

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Secured						
Term loan from banks and financial institutions	-	501.59	-	621.97	-	877.47
Working capital loan	92.05	-	749.65	-	406.98	-
Other short term loans from banks	1,855.30	-	796.13	-	665.14	-

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Unsecured						
Loan from banks and financial institutions	0.55	50.55	0.41	92.83	-	61.74
Loans from related parties (Refer note 40)	28.95	-	84.68	-	49.53	-
Loan from Others-Current	-	-	40.00	-	-	-
Total borrowings	**1,976.85**	**552.14**	**1,670.87**	**714.80**	**1,121.65**	**939.21**
Current maturities of non-current borrowings	251.12	(251.12)	375.84	(375.84)	-	-
Total	**2,227.97**	**301.02**	**2,046.71**	**338.96**	**1,121.65**	**939.21**

Notes:

- Refer note 45 for terms and conditions of Borrowings.

19. Lease Liabilities

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Lease liabilities (Refer note 38)	-	-	35.67	-	32.29	35.67
Total	**-**	**-**	**35.67**	**-**	**32.29**	**35.67**

20. Other financial liabilities

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Measured at amortised cost						
Payable for capital goods	4.92	-	-	-	-	-
Security deposits	108.27	-	155.00	-	-	10.00
Payable to employees	37.94	-	31.21	-	36.58	-
Interest accrued but not due on borrowings (Refer note 39)	45.24	-	31.75	-	-	-
Interest on share application money	0.31	-	0.31	-	-	-
Other Payables	9.66	-	-	-	5.97	-
Total	**206.34**	**-**	**218.27**	**-**	**42.55**	**10.00**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

21. Provisions

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Provisions for employee benefits (Refer note 37)						
Gratuity	1.41	7.59	0.42	8.29	0.10	3.70
Total	**1.41**	**7.59**	**0.42**	**8.29**	**0.10**	**3.70**

22. Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Total outstanding dues of micro enterprises and small enterprises	18.38	40.02	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,997.07	1,209.99	178.64
Total	**2,015.45**	**1,250.01**	**178.64**
Of the above, trade payables to:			
- Related parties (Refer note 39)	0.15	-	-
- Others	2,015.30	1,250.01	178.64
Total	**2,015.45**	**1,250.01**	**178.64**

Notes:

(a) Trade payables ageing schedule:

i) As at 31 March 2024

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	18.38	-	-	-	-	18.38
(ii) Others	1,304.23	671.16	11.80	5.46	4.42	1,997.07
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**1,322.61**	**671.16**	**11.80**	**5.46**	**4.42**	**2,015.45**

ii) As at 31 March 2023

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2.47	37.55	-	-	-	40.02
(ii) Others	236.54	949.92	8.70	14.59	0.24	1,209.99
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**239.01**	**987.47**	**8.70**	**14.59**	**0.24**	**1,250.01**

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii) **As at 31 March 2022**

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-
(ii) Others	15.99	151.24	9.84	1.57	-	178.64
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**15.99**	**151.24**	**9.84**	**1.57**	**-**	**178.64**

(b) Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006 in respect of micro and small suppliers as defined in the Act:

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
(i) the principal amount and interest due thereon remaining unpaid to any supplier at the end of each accounting year	18.38	40.02	-
(ii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of payment made to the supplier beyond the appointed day during each accounting year;	-	-	-
(iii) the amount of interest due and payable for the period of delay in making payment (which has been paid put beyond the appointed day during the period/ year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-	-
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-	-
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

(c) For exposure to currency and liquidity risks related to Trade payables, refer note 40 to the Ind AS financial statements.

23. Other Current Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Statutory dues payable	502.13	365.54	11.09
Total	**502.13**	**365.54**	**11.09**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

24. Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Revenue from Engineering, Procurement & Construction:		
- Revenue from Sale of Services	1,876.64	3,653.90
- Contract Revenue	8,995.18	2,717.04
(ii) Revenue from Sale of Products	-	284.47
Total	**10,871.82**	**6,655.41**

25. Other Income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest on bank deposits	38.43	7.34
Interest on security deposit	0.84	2.79
Interest income on loan to related party (Refer note 39)	0.49	0.50
Liabilities no longer required written back	12.77	-
Interest on income tax refund	-	0.13
Dividend Income	0.55	-
Miscellaneous income	-	0.24
Total	**53.08**	**11.00**

26. Cost of construction

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Construction material	2,201.50	1,415.01
Direct Project cost	5,224.04	1,834.00
Total	**7,425.54**	**3,249.01**

27. Purchases of stock-in-trade

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Purchases of stock-in-trade	-	281.32
Total	**-**	**281.32**

28. Changes in inventories

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
Stock-in-trade	-	107.07
Total (A)	**-**	**107.07**
Closing stock		
Stock-in-trade	-	-
Total (B)	**-**	**-**
Changes in inventory (A-B)	**-**	**107.07**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

29. Net gain/ (Loss) on fair value changes (on financial assets measured at FVTPL)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
- On equity instrument	0.83	-
Total	**0.83**	**-**
Fair value changes:		
- Realised (including reinvested)	0.52	-
- Unrealised	0.31	-
Total	**0.83**	**-**

30. Employee benefits expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries and wages, including bonus	415.37	245.55
Contribution to provident and other funds (Refer note 37)	13.49	8.97
Gratuity expense (Refer note 37)	3.73	3.34
Staff welfare expenses	27.82	19.22
Total	**460.41**	**277.08**

31. Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on financial liabilities carried at amortised cost:		
Lease liabilities	1.65	5.03
Interest expense	250.56	203.54
Other Borrowing Costs	17.48	20.81
Total	**269.69**	**229.38**

32. Depreciation and amortisation expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on property, plant and equipment	163.16	146.72
Depreciation of Right-of-use assets	33.44	33.44
Total	**196.60**	**180.16**

33. Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Rates and taxes	28.73	8.90
Insurance expenses	19.32	-
Freight and cartage	16.03	1.06
Electricity and Water expenses	3.46	1.88
Business development expenses	8.02	2.13
Office expenses	8.57	6.05

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Repairs and maintenance	2.96	11.65
Membership & Subscription expenses	0.55	0.53
Rent expenses	14.53	1.44
Software and website expenses	7.35	0.80
Travelling and conveyance expenses	33.53	8.46
Expected credit loss allowance on trade receivables and deposits	425.15	230.51
Bad debts	21.46	18.53
Provision for advance to supplier	2.62	-
Design Charges	167.04	509.57
Auditors remuneration		
- As statutory auditor	14.00	2.75
- For other matters*	18.50	-
- Out of pocket expenses*	0.55	-
Legal and other professional costs	78.12	5.44
Loss on sale of fixed asset	-	3.26
CSR expense (Refer note 48)	10.85	-
Director sitting fees	1.30	-
Miscellaneous expenses	14.54	1.17
Total	**897.18**	**814.13**

* Includes fees for issuance of reports and certificates under IPO in the capacity of statutory auditors.

34. Income taxes

(a) Income tax recognised in profit and loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Current tax	545.13	462.30
(b) Deferred tax charge/ (credit)	(112.47)	(62.07)
(c) Tax related to earlier years	(6.55)	-
Total	**426.11**	**400.23**

(b) Income tax recognised in other comprehensive income (OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax (charge)/ credit on remeasurement of defined benefit plan	0.07	(0.40)
Total	**0.07**	**(0.40)**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(c) Tax reconciliation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before tax	1,676.31	1,528.26
Applicable tax rate	25.168%	25.168%
Income tax expenses calculated at above rate	421.89	384.63
Tax effect of:		
- Effect of temporary differences and unabsorbed losses	(112.47)	(62.07)
- Non deductible expenses	123.24	77.67
- Tax related to earlier years	(6.55)	-
Total	**426.11**	**400.23**

(d) Deferred tax movement

For the Year 2023-24	DTA / (DTL)	Balance as at 01 April 2023	(Charged)/ credited to: Profit and loss	(Charged)/ credited to: Other comprehensive income	Balance as at 31 March 2024
On the difference between book balance and tax balance of property, plant and equipment and intangible assets	DTA/ (DTL)	(13.48)	4.87	-	(8.61)
Fair value of financial assets	DTA/ (DTL)	-	(0.08)	-	(0.08)
Expected Credit Loss	DTA/ (DTL)	66.44	107.01	-	173.45
Provision for employee benefits	DTA/ (DTL)	2.19	0.62	(0.07)	2.74
ROU and Lease Liability	DTA/ (DTL)	0.56	(0.56)	-	-
EIR on borrowing	DTA/ (DTL)	0.41	(0.26)	-	0.15
Provision for advance to supplier	DTA/ (DTL)	(0.21)	0.87	-	0.66
Total	**DTA / (DTL)**	**55.91**	**112.47**	**(0.07)**	**168.31**

For the Year 2022-23	DTA / (DTL)	Balance as at 01 April 2023	(Charged)/ credited to: Profit and loss	(Charged)/ credited to: Other comprehensive income	Balance as at 31 March 2024
On the difference between book balance and tax balance of property, plant and equipment and intangible assets	DTA/ (DTL)	(17.04)	3.56	-	(13.48)
Expected Credit Loss	DTA/ (DTL)	8.71	57.73	-	66.44
Provision for employee benefits	DTA/ (DTL)	0.99	0.80	0.40	2.19
ROU and Lease Liability	DTA/ (DTL)	0.28	0.28	-	0.56
EIR on borrowing	DTA/ (DTL)	0.08	0.33	-	0.41
Fair value of financial assets	DTA/ (DTL)	0.42	(0.63)	-	(0.21)
Total	**DTA / (DTL)**	**(6.56)**	**62.07**	**0.40**	**55.91**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

35. Earning per share (EPS)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Net profit attributable to equity shareholders (₹ in lakhs)	1,250.20	1,128.03
Calculation of weighted average number of equity shares -		
Number of equity shares at the beginning of the year	65,08,551	61,67,378
Number of equity shares outstanding as at the end of the year	92,11,594	65,08,551
Weighted average number of equity shares outstanding during the year for calculation of basic EPS	90,50,730	62,88,624
Effect of dilutive potential equity shares		
Weighted average number of equity shares outstanding during the year for calculation of diluted EPS	90,50,730	73,66,001
Nominal value of equity shares (₹)	10.00	10.00
Basic earnings per equity shares (₹)	**13.81**	**17.94**
Diluted earnings per equity shares (₹)	**13.81**	**15.31**

During the year ended 31 March 2024, the Company has issued 65,08,551 bonus shares in the month of July 2023 in the ratio of 2.90:1 share (i.e. 2.90 share for each share held as on 22 July 2023). Accordingly, Earning per share has been adjusted to show the impact of bonus issue in all periods covered under the standalone financial statements as per Ind AS 33 “Earnings per Share”.

36. Contingent liabilities and capital commitments

Contingent Liability

a) The Company has pending litigation with Public Works Department Rajasthan relating to rehabilitation work for which matter is to be decied by Honble High Court. The amount involved ₹ 83.48 lakhs as on 31 March 2024 and 31 March 2023.

b) The Company has pending litigation with Public Works Department Rajasthan relating to rehabilitation work for which matter is to be decied by Honble High Court. The amount involved ₹ 11.98 lakhs as on 31 March 2024 and 31 March 2023.

Based on legal advice, management believes that they have a strong case and no provision is required to be made.

Capital Commitment

Based on the information available with the Company, the capital committment as at 31 March 2024 is ₹ 2.18 lakhs. (As at 31 March 2023-Nil).

37. Employee benefits

The disclosures required under Ind AS 19 “employee Benefits” notified in the Companies (Indian Accounting Standards) Rules, 2015 are given below:-

i) Defined contribution plans

The Company makes contributions, determined as specified percentage of employee salaries in respect of qualifying employees towards provident fund, employees state insurance and labour welfare fund, which are defined contribution plans. The Company has no obligation other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue. The amount recognised as expense during year ended 31 March 2024 towards contribution to provident fund, state insurance and labour welfare fund aggregated to ₹ 13.49 lakhs (31 March 2023 ₹ 8.97 lakhs).

ii) Defined benefit plans

The Gratuity amount has been computed based on respective employee's salary and the years of employment with the Company. Gratuity has been accrued based on actuarial valuation as at the balance sheet date, carried by an independent actuary.

The following table sets forth the status of the gratuity plan of the Company and the amounts recognised in the Balance Sheet and the Statement of Profit and Loss.

I. Net liability recognised in the Balance Sheet

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Current Liability	1.41	0.42	0.10
Non-Current Liability	7.59	8.29	3.70
Net Liability recognised in Balance Sheet	**9.00**	**8.71**	**3.80**

II. Expense recognised in the Statement of Profit and Loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current Service Cost	3.09	3.06
Past Service Cost including curtailment Gains/Losses	-	-
Interest cost on the net defined benefit liability/ (asset)	0.64	0.28
Expense recognised in the Statement of Profit and Loss	**3.73**	**3.34**

III. Remeasurement recognised in the Other Comprehensive Income(OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial (gains)/ losses		
- Change in demographic assumptions	0.25	-
- Change in financial assumptions	10.14	(0.10)
- Experience adjustments (i.e. actual experience vs assumptions)	(10.68)	1.67
- Return on plan assets, excluding amount recognized in net interest expense	-	-
Remeasurement recognised in the OCI	**(0.29)**	**1.57**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

IV. Movement in the present value of defined benefit obligation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation at the beginning of the year	8.71	3.80
Current service cost	3.09	3.06
Interest cost	0.64	0.28
Past Service Cost including curtailment Gains/Losses	-	-
Re-measurement (or Actuarial) (gain) / loss arising from:		
- Change in demographic assumptions	0.25	-
- Change in financial assumptions	10.14	(0.10)
- experience variance (i.e. Actual experience vs assumptions)	(10.68)	1.67
Benefits paid	(3.15)	-
Present value of defined benefit obligation as at end of the year	**9.00**	**8.71**

V. Principal actuarial assumptions

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate	7.25%	7.39%
Salary escalation rate (per annum)	12.00%	4.00%
Retirement age (in years)	60 Years	60 Years
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal rate (per annum)		
- upto 30 years	30.00%	5.00%
- 31 to 44 years	30.00%	5.00%
- Above 44 years	30.00%	5.00%

VI. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Particulars	Increase	Decrease
As at 31 March 2024		
Discount rate (0.5% movement)	(0.18)	0.18
Salary escalation rate (0.5% movement)	0.17	(0.17)
As at 31 March 2023		
Discount rate (0.5% movement)	(0.42)	0.46
Salary escalation rate (0.5% movement)	0.47	(0.44)
As at 01 April 2022		
Discount rate (0.5% movement)	(0.21)	0.23
Salary escalation rate (0.5% movement)	0.23	(0.21)

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

VII. Risk exposure

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts.This may arise due to non availabilty of enough cash/cash equivalent to meet the liabilities or holding of liquid assets not being sold in time.

Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liabilty.

Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Regulatory Risk: Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act,1972 (as amended from time to time).There is a risk of change in regulations requiring higher gratuity payouts (e.g.Increase in the maximum limit on gratuity of ₹ 20 lacs).

38. Disclosure as required under Ind AS 116 Leases

The Company's leases primarily consists of leases for building, fit-outs and vehicles. Generally, the contracts are made for fixed period and does not have a purchase option at the end of lease term. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company applies the 'short-term lease' recognition exemptions for these leases with lease terms of 12 months or less.

(i) Amount recognised in the Balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Carrying amount of right-of-use assets (ROU)			
Building	-	33.44	66.88
Carrying amount of lease liability			
Current	-	35.67	32.29
Non-current	-	-	35.67

Particulars	2023-2024	2022-2023
Additions to the ROU		
Building	-	-

(ii) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Less than one year	-	37.32	33.33
One to five years	-	-	37.32
More than five years	-	-	-
Total	**-**	**37.32**	**70.65**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(iii) The amount recognised in the statement of profit and loss

Particulars	2023-2024	2022-2023
Depreciation expense on ROU assets recognized during the year	33.44	33.44
Interest expense on lease liability	1.65	5.03
Total cash outflow for leases in ROU	37.32	37.32
Total cash outflow for leases in short-term leases and low value leases	14.53	1.44

(iv) Extension and termination option

Extension and termination options are included in various leases executed by the Company. These are used to maximise operational feasibility in terms of managing the assets used in company's operations. Generally, these options are exercisable mutually by both the lessor and lessee.

39. Related parties

Names of related parties and related party relationships

Associate company

K2 Recyclers Private Limited (from 01 September 2022 till date)

K2 Cloud Private Limited

Key managerial personnels

Pankaj Sharma (Managing Director)

Neeraj Kumar Bansal (Director)

Rajesh Tiwari (Director)

Priya Sharma (Director)

Sagar Bhatia (Independent Director) (from 07 November 2023)

Ajai Kumar Singh Chauhan (Independent Director) (from 10 October 2023)

Shipra Sharma(Independent Director) (from 10 October 2023)

Priyanka Pareek (Chief Financial Officer) (from 27 September 2023)

Jyoti Lakra (Company Secratery) (from 26 September 2023)

Relative of key managerial personnel

Payal Tiwari (Relative of Director)

Rohit Pareek (Relative of Chief Financial Officer) (from 28 August 2023)

Notes to Standalone Financial Statements
for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(a) Related party transactions

Name of Related Party	Nature of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
K2 Recyclers Private Limited	Unsecured Loan-Taken	644.00	-
	Unsecured Loan-Repaid	644.00	-
	Unsecured Loan-Given	-	421.90
	Unsecured Loan-Repayment received	-	426.90
	Sales	-	182.84
	Purchases	1.46	-
	Interest on loan	9.71	24.05
K2 Cloud Private Limited	Loan Advanced	10.00	9.00
	Loan Repayment Received	2.00	9.00
	Interest receivable on loan	0.49	0.50
Pankaj Sharma	Unsecured Loan-Taken	17.50	83.63
	Unsecured Loan-Repaid	55.00	41.23
	Bonus Shares	144.16	-
	Reimbursement Expenses	1.10	22.40
	Professional Fees-Paid	-	6.60
	Salary-Expense**	24.15	-
Rajesh Tiwari	Unsecured Loan-Taken	-	20.50
	Unsecured Loan-Repaid	9.47	36.50
	Bonus Shares	50.97	-
	Sitting Fees	0.20	-
	Reimbursement Expenses	0.86	6.55
Payal Tiwari	Imprest Paid	0.92	-
Neeraj Kumar Bansal	Salary-Expense**	28.65	40.98
	Bonus Shares	53.03	-
	Reimbursement Expenses	2.29	5.53
	Unsecured Loan-Taken	11.00	10.75
	Unsecured Loan-Repaid	19.75	2.00
Priya Sharma	Bonus Shares	67.67	-
	Salary-Expense**	19.61	38.81
Sagar Bhatia	Sitting Fees	0.40	-
Ajai Kumar Singh Chauhan	Sitting Fees	0.40	-
Shipra Sharma	Sitting Fees	0.30	-
Priyanka Pareek	Salary-Expense**	15.05	-
	Reimbursement Expenses	0.15	-
Jyoti Lakra	Salary-Expense**	4.21	-
	Reimbursment Paid	0.02	-
Rohit Pareek	Salary-Expense**	3.44	-
	Reimbursement Expenses	2.47	-

** Includes salary, bonus and contribution to provident fund and excludes provision of gratuity, since these are based on actuarial valuation carried out for the Company as a whole.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(b) Outstanding balances

Name of Related Party	Nature of balance	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
K2 Recyclers Private Limited	Trade receivables	8.06	8.06	-
	Trade payables	0.15	-	-
	Loan Advanced	-	-	5.00
	Interest payable	33.76	24.05	-
K2 Could Private Limited	Loan-Receivable	8.00	-	-
	Interest receivable	1.00	0.50	-
Pankaj Sharma	Unsecured Loan	28.95	66.45	24.05
	Reimbursement Payable	0.12	-	6.46
	Salary Payable	2.25	-	-
	Payable-Professional fees	-	-	6.60
Rajesh Tiwari	Reimbursement- Payable	-	0.23	4.36
	Sitting Fees Payable	0.20	-	-
	Unsecured Loan	-	9.48	25.48
Payal Tiwari	Imprest	-	0.92	0.92
Neeraj Kumar Bansal	Reimbursement Payable	0.87	3.93	1.40
	Salary Payable	1.89	8.45	5.26
	Unsecured Loan	-	8.75	-
Priya Sharma	Salary Payable	5.54	5.31	1.56
Sagar Bhatia	Sitting Fees Payable	0.40	-	-
Ajai Kumar Singh Chauhan	Sitting Fees Payable	0.40	-	-
Shipra Sharma	Sitting Fees Payable	0.30	-	-
Priyanka Pareek	Salary Payable	1.03	-	-
	Reimbursement Payable	0.05	-	-
Jyoti Lakra	Salary Payable	0.69	-	-
	Reimbursement Receivable	0.02	-	-
Rohit Pareek	Salary Payable	0.30	-	-
	Reimbursement Payable	0.80	-	-

(c) Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and settlement occurs in cash.This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(d) The related party transactions disclosed are as per management certification and includes the transactions which were not included in the audited standalone financial statements for the year ended 31 March 2023 of the Company prepared in accordance with Accounting Standards prescribed under Companies (Accounting Standards) Rules 2006.

** Includes salary, bonus and contribution to provident fund and excludes provision of gratuity, since these are based on actuarial valuation carried out for the Company as a whole.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

40. Financial risk management objectives and policies

The Company's principal financial liabilities comprises of borrowings, trade payables, lease liabilities, other financial liabilities and financial assets includes investments, trade receivables, cash and cash equivalents, bank balances, other financial assets that derive directly from its operations. The Company's financial risk management is an integral part of business plan and execution of business strategies. The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk and interest rate risk. Financial instruments affected by market risk include future commercial transactions, borrowings, investments, trade payables and trade receivables.

i) Foreign exchange risk

There is no foreign exchange risk on the company as no transaction has been done by the company in foreign currency.

ii) Interest rate risk

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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Variable rate borrowings	1,855.30	1,251.05	725.14
Fixed rate borrowings	673.69	1,134.62	1,335.72
Total	**2,528.99**	**2,385.67**	**2,060.86**

Sensitivity analysis

A change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below.

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Increase by 100 basis points	(18.55)	(12.51)	(7.25)
Decrease by 100 basis points	18.55	12.51	7.25

B. Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from trade receivables for construction contracts and contract asset relating to construction contracts. The carrying amount of all financial assets represents the maximum credit exposure.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(i) Trade receivables

The Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. The Company does not hold collateral as security. The Company has not experienced any significant impairment losses in respect of trade receivables in the past years.

Exposure to credit risk:

Particulars	Gross carrying amount	Expected credit loss provision	Carrying amount net of provision
As at 31 March 2024	6,763.67	689.15	6,074.52
As at 31 March 2023	3,916.97	264.00	3,652.97
As at 01 April 2022	991.67	33.49	958.18

(ii) Cash and bank balances including fixed deposits

The Company held cash and bank balance including fixed deposits of as at 31 March 2024 ₹ 2,210.88 lakhs, 31 March 2023 ₹ 485.99 lakhs, and 01 April 2022 ₹ 147.95 lakhs. These cash and bank balances are held with high rated banks/institutions and short term in nature and therefore does not carry any significant credit risk.

C. Liquidity risk

Liquidity risk is defined as the risk that Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's objective is to all time maintain optimum level of equity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecast on the basis of expected cash flows. Below is the maturity profile of financial liabilities on undiscounted basis.

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Within twelve months	After twelve months	Within twelve months	After twelve months	Within twelve months	After twelve months
Borrowings	2,277.15	335.17	2,099.04	378.86	1,218.74	1,023.56
Lease liabilities	-	-	37.32	-	33.33	37.32
Trade payables	2,015.45	-	1,250.01	-	178.64	-
Other financial liabilities	206.34	-	218.27	-	42.55	10.00
Total	**4,498.94**	**335.17**	**3,604.64**	**378.86**	**1,473.26**	**1,070.88**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

41. Capital management

The Company's objective for managing capital is to ensure as under:

i) To ensure the company's ability to continue as a going concern.

ii) Maintaining a strong credit rating and healthy debt equity ratio in order to support business and maximize the shareholders' value.

iii) Maintain an optimal capital structure.

iv) Compliance financial covenants under the borrowing facilities.

For the purpose of capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company. The Company manages its capital structure keeping in view of:

i) Compliance of financial covenants of borrowing facilities.

ii) Changes in economic conditions.

In order to achieve this overall objective of capital management, amongst other things, the Company aims to ensure that it meets financial covenants attached to the borrowings facilities defining capital structure requirements, where breach in meeting the financial covenants may permit the lender to call the borrowings. There have been no breach in the financial covenants of any borrowing facilities in the current period. There is no change in the objectives, policies or processes for managing capital over previous year. To maintain the capital structure, the Company may vary the dividend payment to shareholders.

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Net Debt* (A)	2,528.99	2,385.67	2,060.86
Total Equity (B)	4,499.28	1,395.37	128.52
Net Debt to Equity Ratio (A/B)	**0.56**	**1.71**	**16.04**

42. Financial instrument by category

The classification of financial assets and financial liabilities by accounting categorisation for the year are as follows:

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss
Non-current						
Investments	71.77	-	71.77	-	62.77	-
Other financial assets	75.84	-	323.71	-	26.34	-
Current						
Investments	-	5.50	-	-	-	-
Trade receivables	6,074.52	-	3,652.97	-	958.18	-
Cash and cash equivalents	40.90	-	44.36	-	5.10	-
Other bank balances	2,134.21	-	187.52	-	142.85	-
Other financial assets	103.14	-	160.55	-	27.07	-
Total financial assets	**8,500.38**	**5.50**	**4,440.88**	**-**	**1,222.31**	**-**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss
Non-current						
Borrowings	301.02	-	338.96	-	939.21	-
Lease liabilities	-	-	-	-	35.67	-
Other financial liabilities	-	-	-	-	10.00	-
Current						
Borrowings	2,227.97	-	2,046.71	-	1,121.65	-
Lease liabilities	-	-	35.67	-	32.29	-
Trade payables	2,015.45	-	1,250.01	-	178.64	-
Other financial liabilities	206.34	-	218.27	-	42.55	-
Total financial liabilities	**4,750.78**	**-**	**3,889.62**	**-**	**2,360.01**	**-**

The Company considers that the carrying amounts of amortised cost of financial assets and financial liabilities recognised in the financial statements are approximate to their fair values.

(ii) Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial investments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath.

Particulars	Level	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
		Fair value	Fair value	Fair value
Investment in equity shares (other than subsidiaries and associates)	Level 1	5.50	-	-
TOTAL		**5.50**	**-**	**-**

Fair value of financial assets and liabilities measured at amortised cost

(a) The carrying amounts of short-term trade and other receivables, trade payables, cash and cash equivalents, other bank balances, other financial liabilities and other financial assets are considered to be the same as their Fair values, due to their short-term nature.

(b) In respect of other long-term financial assets/liabilities stated above as measured at amortised cost, their carrying values are not considered to be materially different from their fair values.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43. Key accounting changes

Impact of First time adoption of Ind AS

43.1 First-time adoption of Ind-AS

a. The standalone financial statement of the Company have been prepared in accordance with recognition and measurement principles prescribed under Section 133 of the Companies Act, 2013 read with the rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules 2016 issued thereunder, and other accounting principles generally accepted in India ("IndAS").

b. The Company's Management had issued the Audited Standalone Financial Statements of the Company for the year ended 31 March 2023 and 31 March 2022 on 14 July 2023 and 30 September 2022 respectively, that were prepared in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Companies Act, 2013 read with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Indian GAAP').

c. The transition to IndAS was carried out from the accounting principles generally accepted in India ('Indian GAAP') which is considered as "Previous GAAP" as defined in Ind AS 101, "First Time Adoption". An explanation of how the transition to IndAS has impacted the Company's equity and profits/loss is provided in the Reconciliation of Equity as at April 1 2022 to March 31 2023 and Reconciliation of statement of profit/loss for the year ended March 31, 2023. The preparation of these Ind AS Financial Statements resulted in changes to the accounting policies as compared to most recent annual financial statements prepared under Indian GAAP. The impact arising from the adoption of IndAS on the date of transition (01 April 2022) has been adjusted in other equity.

d. This note explains the principal adjustments made by the Company in transition from previous Indian GAAP to Ind AS.

43.2 Exemptions and exceptions applied

A. Exemptions

Ind AS 101 First-Time Adoption allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. For transition to Ind AS, the Company has applied the following exemptions:

(i) Derecognition of financial assets and financial liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after 01 April 2022 (the transition date).

B. Exceptions

Ind AS 101 First-Time Adoption provides first-time adopters certain exceptions from the retrospective application of certain requirements under Ind AS. For transition to Ind AS, the Company has applied the following exceptions:

(i) Recognition of financial assets and liabilities

The Company has recognised financial assets and liabilities on transition date which are required to be recognised by IndAS and were not recognised under previous GAAP.

(ii) Classification and measurement of financial assets

Ind AS 101 requires that an entity should assess the classification of its financial assets on the basis of facts and circumstances exist on the date of transition. Accordingly, in its Opening Ind AS Balance Sheet, the company has classified all the financial assets on basis of facts and circumstances that existed on the date of transition, i.e. 01 April 2022.

IndAS estimates as at 01 April 2022 are consistent with the estimates as at the same date made in conformity with previous GAAP except for the following items where application of Indian GAAP did not require estimation:

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43.3 Reconciliation of Balance Sheet as at 01 April 2022 to 31 March 2023

Particular	Previous GAAP as at 01 April 2022	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 01 April 2022	Previous GAAP as at 31 March 2023	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 31 March 2023
I. ASSETS								
A. Non-current assets								
Property, Plant and Equipment	899.06	-	-	899.06	808.38	-	-	808.38
Right -of-use asset	-	66.88	-	66.88	-	33.44	-	33.44
Intangible assets	0.01	-	-	0.01	0.01	-	-	0.01
Financial assets:								
(i) Investments	62.77	-	-	62.77	71.77	-	-	71.77
(i) Other financial assets	27.96	(1.62)	-	26.34	377.40	(0.84)	(52.85)	323.71
Deferred tax assets (Net)	-	-	-	-	-	55.91	-	55.91
Sub-total (A)	**989.80**	**65.26**	**-**	**1,055.06**	**1,257.56**	**88.51**	**(52.85)**	**1,293.22**
B. Current assets								
Inventories	107.07	-	-	107.07	282.95	-	(282.95)	-
Financial assets:								
(i) Trade receivables	1,553.10	(33.49)	(561.43)	958.18	3,584.85	(264.01)	332.13	3,652.97
(ii) Cash and cash equivalents	5.10	-	-	5.10	44.36	-	-	44.36
(iii) Bank balances other than (ii) above	142.85	-	-	142.85	437.52	-	(250.00)	187.52
(iv) Other financial assets	27.07	(5.00)	-	27.07	169.84	-	(9.29)	160.55
Current tax assets (Net)	14.12	(0.63)	-	13.49	33.24	(33.24)	-	-
Other current assets	198.55	2.61	-	201.16	366.08	-	(11.38)	354.70
Sub-total (B)	**2,047.86**	**(36.51)**	**(561.43)**	**1,454.92**	**4,918.84**	**(297.25)**	**(221.49)**	**4,400.10**
Total Assets (A+B)	**3,037.66**	**28.75**	**(561.43)**	**2,509.98**	**6,176.40**	**(208.74)**	**(274.34)**	**5,693.32**
II. EQUITY AND LIABILITIES								
C. Equity								
Equity Share Capital	212.67	-	-	212.67	224.43	-	-	224.43
Other equity	507.64	(28.03)	(563.77)	(84.15)	1,749.43	(266.41)	(312.08)	1,170.94
Sub-total (C)	**720.31**	**(28.03)**	**(563.77)**	**128.52**	**1,973.86**	**(266.41)**	**(312.08)**	**1,395.37**
Liabilities								
D. Non-current liabilities								
Financial Liabilities								
(i) Borrowings	939.53	(0.32)	-	939.21	382.72	(1.61)	(42.15)	338.96
(ii) Lease liabilities	-	35.67	-	35.67	-	-	-	-
(iii) Other financial liabilities	10.00	-	-	10.00	-	-	-	-
Deferred tax liabilities (Net)	16.50	(9.93)	-	6.56	13.49	(13.49)	-	-
Provisions	-	1.46	2.24	3.70	-	3.02	5.27	8.29
Sub-total (D)	**966.03**	**26.88**	**2.24**	**995.14**	**396.21**	**(12.08)**	**(36.88)**	**347.25**

Notes to Standalone Financial Statements
for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particular	Previous GAAP as at 01 April 2022	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 01 April 2022	Previous GAAP as at 31 March 2023	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 31 March 2023
E. Current liabilities								
Financial Liabilities								
(i) Borrowings	933.97	-	187.68	1,121.65	1,997.32	-	49.39	2,046.71
(ii) Lease liabilities	-	32.29	-	32.29	-	35.67	-	35.67
(iii) Trade payables								
- Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	40.02	-	-	40.02
-Total outstanding dues of creditors other than micro enterprises and small enterprises	178.64	(5.00)	-	178.64	1,209.99	-	-	1,209.99
(iv) Other financial liabilities	230.23	-	(187.68)	42.55	193.46	-	24.81	218.27
Other current liabilities	8.48	2.61	-	11.09	365.54	-	-	365.54
Provisions	-	-	0.10	0.10	-		0.42	0.42
Current tax liabilities (Net)	-	-	-		-	34.08	-	34.08
Sub-total (E)	**1,351.32**	**29.90**	**0.10**	**1,386.32**	**3,806.33**	**69.75**	**74.62**	**3,950.70**
Total equity and liabilities (C+D+E)	**3,037.66**	**28.75**	**(561.43)**	**2,509.98**	**6,176.40**	**(208.74)**	**(274.34)**	**5,693.32**

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

*Refer Note 47

43.4 Reconciliation of Statement of Profit and Loss

Particulars	For the year ended 31 March 2023			
	Previous GAAP*	Effect of transition to Ind AS	Other adjustments*	Ind AS
I. Revenue from operations	6,059.46	-	595.95	6,655.41
II. Other income	9.71	0.79	0.50	11.00
III. Total Revenue	**6,069.17**	**0.79**	**596.45**	**6,666.41**
IV. Expenses				
Cost of construction	3,063.89	-	185.12	3,249.01
Purchase of Stock in Trade	281.32	-	-	281.32
Changes in inventories	0.26	-	106.81	107.07
Employee benefits expense	273.73	-	3.35	277.08
Finance costs	193.59	3.74	32.05	229.38
Depreciation and amortisation expense	146.72	33.44	-	180.16
Other expenses	603.50	193.21	17.42	814.13
Total expenses	**4,563.01**	**230.39**	**344.75**	**5,138.15**

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2023			
	Previous GAAP*	Effect of transition to Ind AS	Other adjustments*	Ind AS
V. Profit before tax (III-IV)	**1,506.16**	**(229.60)**	**251.70**	**1,528.26**
VI. Tax expense:				
Current tax expense	395.61	66.69	-	462.30
Deferred tax charge/ (credit)	(3.01)	(59.06)	-	(62.07)
Total tax expense	**392.60**	**7.63**	**-**	**400.23**
VII. Profit for the year (V- VI)	**1,113.56**	**(237.23)**	**251.70**	**1,128.03**
VIII. Other comprehensive income				
(i) Items that will not be reclassified to profit or loss				
- Re-measurement gains/(loss) on defined benefit plans	-	(1.57)	-	(1.57)
(ii) Income tax relating to items that will not be reclassified to the profit or loss	-	0.40	-	0.40
Other comprehensive income for the year	-	(1.17)	-	(1.17)
IX.Total comprehensive income for the year (VII+VIII)	**1,113.56**	**(238.40)**	**251.70**	**1,126.86**

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

*Refer Note 47

Note 43.5 Other equity reconciliation

Particulars	As at 31 March 2023	As at 01 April 2022
Retained Earnings as per IGAAP	1,215.34	101.80
Add / (Less):-		
Opening adjustment for error in IGAAP financials	(563.77)	(563.77)
Adjustment for error in IGAAP financials for the year	251.70	-
OCI - Remeasurement of defined benefit obligation	(3.02)	(1.46)
Right-of-use asset and lease liability impact	(2.23)	(1.08)
Expected credit loss	(264.01)	(33.49)
Fair value of financial assets	(0.84)	(1.62)
EIR on borrowing	1.61	0.32
Current Tax	(67.32)	(0.63)
Deferred tax	69.40	9.93
Transfer to Capital Redemtion Reserve	(58.54)	-
Retained Earnings as per Ind AS	**578.32**	**(490.00)**

43.6. Notes to Reconciliation

1 **Measurement of Security Deposit at amortised cost**

Under the previous GAAP, interest free lease security deposits (that are refundable in cash on completion of lease term) are recorded at transaction price. Under Ind AS All financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued the security deposits and the difference between the fair value and transaction value of the security deposit has been recognised as prepaid rent. Under Ind AS 116, such prepaid lease rental have been form part of ROU not the lease liability. Accordingly, the difference between the fair value and the transaction value of the security deposit has been recognised as prepaid rent.

2 **Actuarial gain/(loss) on Defined Benefit Scheme**

Under the previous GAAP, cost relating to post employment benefit obligations including actuarial gain/losses were recognised in Profit & Loss. Under Ind AS, actuarial gain/losses on the net defined benefit liability are recognised in other comprehensive income instead of profit & loss.

3 **Lease Liability**

i) On 01 April 2022, the Company adopted Ind AS 116. On account of adoption of IND AS 116, existing prepaid lease rentals and advances have been reclassified as right-of-use assets.

ii) Under Previous GAAP, lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over lease term in respect of asset taken on operating lease . On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-of-use asset, and finance cost for interest accrued on lease liability. Interest expense on the lease liability is a component of finance cost that requires to be presented separately in the statement of profit and loss. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

4 **Expected Credit Loss**

Under the previous GAAP, provision for doubtful debt has been made based on company's credit policy. Under Ind AS impairment allowance has been determined based on Expected Credit Loss. Due to this company has estimated an impairment loss on account of estimated credit loss and for significant credit deterioration in respect of its trade receivable.

5 **Deferred taxes**

Under previous GAAP, deferred taxes were recognised based on Profit & loss approach i.e. tax impact on difference between the accounting income and taxable income. Under Ind AS, deferred tax is recognised by following balance sheet approach i.e. tax impact on temporary difference between the carrying value of asset and liabilities in the books and their respective tax base.

6 **Borrowings**

Ind AS 109 requires transaction costs incurred towards borrowings to be deducted from the transaction value on initial recognition. These cost are recognised in profit & loss over the tenure of borrowings as a part of the interest expense by applying effective interest rate method.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

44. Ratios

S. No.	Particulars	Numerator	Denominator	As at 31 March 2024	As at 31 March 2023	% Change	Reason for change
1	Current ratio (In times)	Current assets	Current liabilities	1.67	1.11	50.10%	The increase is primarily due to increase in Trade receivables as compared to FY 2022-23. The cash conversion cycle has been increased due to increase in service portion in revenue as compared to FY 22-23.
2	Debt-equity ratio (In times)	Total debt (excluding lease liabilities)	Shareholder's equity	0.56	1.71	-67.12%	The decrease in ratios is due to increase in shareholders capital & Equity whereas the Borrowings has been reduced
3	Debt service coverage ratio (In times)	Earnings for debt service = Profit before tax + Non-cash operating expenses + Interest expenses	Debt Service (Repayment of borrowings + lease payments+ Interest paid)	0.57	0.56	1.36%	Not Applicable
4	Return on equity ratio (%)	Net profits after taxes	Average shareholder's equity	42.42%	148.05%	-71.35%	Due to increase in share capital
5	Inventory turnover ratio (In times)	Cost of materials consumed	Average inventory	-	7.25	-100.00%	No Inventory as on March 31, 2024
6	Trade receivables turnover ratio (In times)	Revenue from operations	Average trade receivables	2.24	2.89	-22.57%	Not Applicable
7	Trade payables turnover ratio (In times)	Total purchases of raw material, store and spares and stock in trade	Average trade payables	4.55	4.94	-7.98%	Not Applicable
8	Net capital turnover ratio (In times)	Revenue from operations	Working capital = Current assets – Current liabilities	3.04	14.81	-79.45%	There has been an increase in revenues & working capital. Working capital requirement has been increased due to increase in cash conversion cycle of trade receivables.
9	Net profit ratio (%)	Net Profit after taxes	Revenue from operations	11.50%	16.95%	-32.15%	The ratio has decreased as the increase in net profit after taxes is not increased in proportion to increase in revenue from operations.
10	Return on capital employed (%)	Earnings before interest and taxes (EBIT)	Capital employed =(Tangible Net Worth + Total Debt + Deferred Tax Liability)	28.16%	46.91%	-39.97%	The ratio has decreased due to increase in share capital and Earning before interest and taxes.
11	Return on investment (%)	Profit before tax+ Finance cost*(1- tax rate)	Total assets	18.55%	29.86%	-37.88%	The ratio has decreased due to increase in share capital and Profit before taxes.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

S. No.	Particulars	Numerator	Denominator	As at 31 March 2023	As at 31 March 2022	% Change	Reason for change
1	Current ratio (In times)	Current assets	Current liabilities	1.11	1.05	6.12%	NA
2	Debt-equity ratio (In times)	Total debt (excluding lease liabilities)	Shareholder's equity	1.71	16.04	-89.34%	Decrease in ratio is due to profit in current year as compared to losses in the previous year.
3	Debt service coverage ratio (In times)	Earnings for debt service = Profit before tax + Non-cash operating expenses + Interest expenses	Debt service = Interest + Principal repayments	0.56	0.02	2162.72%	Increase in Profitability and reduction in Short Term debt in current year as compared to previous year.
4	Return on equity ratio (%)	Net profits after taxes	Average shareholder's equity	148.05%	-228.59%	164.76%	Increase in return on equity ratio is due to net profits in current year as compared to losses in the previous year.
5	Inventory turnover ratio (In times)	Cost of materials consumed	Average inventory	7.25	7.95	-8.74%	NA
6	Trade receivables turnover ratio (In times)	Revenue from operations	Average trade receivables	2.89	2.28	26.71%	Collection during the year has improved from the previous year resulted in increase in the ratio.
7	Trade payables turnover ratio (In times)	Net credit purchases (gross credit purchases minus purchase return) spares and stock in trade	Average trade payables	4.94	8.72	-43.30%	Decrease in ratio is due to increase in Trade Payables balances in proportion to cost of construction as compared to year 2022.
8	Net capital turnover ratio (In times)	Revenue from operations	Working capital = Current assets – Current liabilities	14.81	29.16	-49.22%	Decrease in Net capital turnover ratio is due to increase in revenue from operations and Working capital as compared to previous year.
9	Net profit ratio (%)	Net Profit after taxes	Revenue from operations	16.95%	-14.59%	216.14%	The ratio has improved in year ending March, 2023 due to net profits in current year as compared to the losses in the previous year.
10	Return on capital employed (%)	"Earnings before interest and taxes (EBIT)"	Capital employed =(Tangible Net Worth + Total Debt + Deferred Tax Liability)	46.91%	-5.01%	1036.40%	The ratio has incresaed in year ending March, 2023 due to Increase in Profitability
11	Return on investment (%)	Profit before tax+ Finance cost*(1- tax rate)	Total assets	29.86%	-5.63%	630.62%	The ratio has incresaed in year ending March, 2023 due to Increase in Profitability

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

A. Secured

(i) Term loan from banks / Financial Institutions

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ASHOK LEYLAND-7427 INDUSIND LOAN	-	7.03	18.22	9.49%	Repayment is monthly installments over 36 months starting from Nov'20 and ending on Oct'23	Secured against hypothecation of ASHOK LEYLAND UE2820 T TIPPER BS VI
ASHOK LEYLAND-7485 INDUSIND LOAN	-	7.03	18.22	9.49%	Repayment is monthly installments over 36 months starting from Nov'20 and ending on Oct'23	Secured against hypothecation ASHOK LEYLAND UE2820 T TIPPER BS VI
Axis Bank 395864 Hot Mix Plant	15.06	28.90	-	8.50%	Repayment is monthly installments over 35 months starting from May'22 and ending on Mar'25	Secured against HOT MIX PLANT
AXIS GRADER-77826	4.67	20.70	35.35	9.01%	Repayment is monthly installments over 52 months starting from Apr'20 and ending on Jul'24	Secured against hypothecation of GRADER
AXIS SOIL COMPACTOR -77913	-	3.80	10.44	9.02%	Repayment is monthly installments over 43 months starting from Apr'20 and ending on Oct'23	Secured against hypothecation of COMPACTOR
BHARATBENZ- AXIS 93840	2.65	12.28	21.09	9.02%	Repayment is monthly installments over 48 months starting from Aug'20 and ending on Jul'24	Secured against hypothecation of Construction Equipment- Vehicle
BHARATBENZ- AXIS 94084	2.64	12.24	21.02	9.02%	Repayment is monthly installments over 48 months starting from Aug'20 and ending on Jul'24	Secured against hypothecation of Construction Equipment- Vehicle
BOLERO CAMPER - 84446 ICICI LOAN	0.27	2.21	3.98	9.00%	Repayment is monthly installments over 53 months starting from Jan'20 and ending on May'24	Secured against hypothecation of BOLERO CAMPER
CASE 1107 SOIL COMPACTOR - INDUSIND BANK 2228E	-	4.56	11.82	9.55%	Repayment is monthly installments over 36 months starting from Dec'20 and ending on Nov'23	Secured against hypothecation of COMPACTOR
CATERPILLAR 120-14 GRADER- CAT FINANCIALS	23.18	55.87	86.20	7.49%	Repayment is monthly installments over 49 months starting from Jan'21 and ending on Nov'24	Secured against hypothecation of GRADER
CNH IND. CAPITAL LTD COMPACTOR LAON- 35330	-	0.66	8.48	9.46%	Repayment is monthly installments over 41 months starting from Jan'20 and ending on Apr'23	Secured against hypothecation of COMPACTOR

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
EXCAVATOR ASHWA ICICI LOAN-1690	0.64	14.87	27.88	9.00%	Repayment is monthly installments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of VOLVO HYDRAULIC EXCAVATOR/EC200D
EXCAVTOR LOAN -HDFC BANK 83530635	-	2.91	16.21	9.15%	Repayment is monthly installments over 54 months starting from Jan'19 and ending on Jun'23	Secured against hypothecation of COMMERCIAL EQUIPMENT- HYUNDAI 215L SMART
HDFC BANK -MG HECTOR PLUS	13.95	17.66	-	9.15%	Repayment is monthly installments over 60 months starting from Jul'22 and ending on Jun'27	Secured against hypothecation of MG HECTOR PLUS
HDFC BOLERO LOAN -8317	-	-	1.90	9.00%	Repayment is monthly installments over 43 months starting from Jul'19 and ending on Jan'23	Secured against hypothecation of BOLERO
HDFC LOAN 6089 VOLVO EXCAVATOR EC200D	9.26	22.20	34.09	9.00%	Repayment is monthly installments over 48 months starting from Dec'20 and ending on Nov'24	Secured against hypothecation of VOLVO EXCAVATOR EC200D
HDFC LOAN - MAHINDRA GRADER 3416	-	-	10.85	9.00%	Repayment is monthly installments over 42 months starting from Sep'19 and ending on Feb'23	Secured against hypothecation of MAHINDRA GRADER
HDFC LOAN -SD110BA SOIL COMPACTOR 2010	3.84	9.20	14.13	9.00%	Repayment is monthly installments over 48 months starting from Dec'20 and ending on Nov'24	Secured against hypothecation of SD110BA SOIL COMPACTOR 2010
ICICI LOAN - HECTOR	3.25	5.31	8.46	9.15%	Repayment is monthly installments over 60 months starting from Oct'19 and ending on Sep'24	Secured against hypothecation of HECTOR
ICICI LOAN NO- 6187 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly installments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6224 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly installments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6257 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly installments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6314 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly installments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI LOAN NO- 6322 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly installments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 9406 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly installments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
INDUSIND BANK-CASE770EX PRO BACKHOE LOADER	15.10	22.43	-	8.50%	Repayment is monthly installments over 42 months starting from Aug'22 and ending on Jan'26	Secured against hypothecation of CASE770EX PRO BACKHOE LOADER
INNOVA CRYSTA - KOTAK LOAN CF-20035817	11.11	14.51	17.67	9.50%	Repayment is monthly installments over 60 months starting from Feb'22 and ending on Jan'27	Secured against hypothecation of INNOVA INNOVA GX 7 SEATER
SUNDARAM FINANCE	-	29.79	57.03	9.00%	Repayment is monthly installments over 40 months starting from Dec'20 and ending on Mar'24	Secured against hypothecation of commercial vehicle
TATA ABHI ICICI LAON -1873	-	8.64	16.20	9.00%	Repayment is monthly installments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
TATA FANA ICICI LAON - 2024	0.38	8.72	16.34	9.00%	Repayment is monthly installments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
TATA HYWA LAON HDFC-2215	-	0.96	9.19	9.01%	Repayment is monthly installments over 54 months starting from Apr'20 and ending on May'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN AXIS BANK -2241	-	-	7.47	9.01%	Repayment is monthly installments over 50 months starting from Dec'18 and ending on Jan'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN AXIS BANK 2468	-	-	7.47	9.01%	Repayment is monthly installments over 50 months starting from Dec'18 and ending on Jan'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN HDFC-2467	-	0.96	9.19	9.00%	Repayment is monthly installments over 54 months starting from Apr'20 and ending on May'23	Secured against hypothecation of commercial vehicle
TATA NAAZ ICICI LAON - 1901	-	8.72	16.34	9.00%	Repayment is monthly installments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
TATA TISA ICICI LAON-1825	0.38	8.64	16.20	9.00%	Repayment is monthly installments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
VOLVO FINANCIAL SERVICES	10.98	26.37	40.54	8.25%	Repayment is monthly installments over 47 months starting from Jan'21 and ending on Nov'24	Secured against hypothecation of commercial vehicle
AXIS Bank ECLGS - UER005607007371	44.24	46.46	46.46	9.25%	Repayment is monthly installments over 60 months starting from Feb'22 and ending on Oct'26.	Secured against hypothecation of Construction Equipment- Vehicle
HDFC BANK LTD-EX 452980118 ECLGS	22.28	22.28	-	9.25%	Repayment is monthly installments over 61 months starting from Apr'22 and ending on May'27.	Secured against hypothecation of Construction Equipment- Vehicle
HDFC ECLGS - 8488288	4.30	12.38	19.82	9.25%	Repayment is monthly installments over 48 months starting from Oct'20 and ending on Sep'24	Secured against hypothecation of Construction Equipment- Vehicle
ICICI BANK LTD ECLGS	30.44	32.75	32.75	9.25%	Repayment is monthly installments over 60 months starting from Apr'22 and ending on Mar'27.	Secured against hypothecation of Construction Equipment- Vehicle
ICICI BANK LTD - UVGUR00046021430	2.31	3.94	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021514	-	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021521	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021544	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021565	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021573	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI BANK LTD - UVGUR00046021609	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021629	2.31	3.95	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046034211	2.47	3.94	-	9.50%	Repayment is monthly installments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI ECLGS - 054755000007	6.58	32.60	59.25	9.25%	Repayment is monthly installments over 48 months starting from Apr'21 and ending on June'24	Secured against hypothecation of Construction Equipment- Vehicle
ICICI QUTUB - ECLGS-1927	4.91	29.32	49.04	9.25%	Repayment is monthly installments over 48 months starting from Jul'19 and ending on July'24	Secured against hypothecation of commercial vehicle
INDUSIND BANK ECLGS	15.01	14.97	14.97	8.75%	Repayment is monthly installments over 36 months starting from May 22 and ending on April'27	Secured against hypothecation of commercial vehicle
Sundaram Finance ECLGS	19.51	20.00	20.00	9.25%	Repayment is monthly installments over 60 months starting from Mar'22 and ending on Feb'27.	Secured against hypothecation of commercial vehicle
HDFC-TOYOTA FORTUNER	39.46	-	-	9.00%	Repayment is monthly installments over 60 months starting from Jun'23 and ending on May'28	Secured against hypothecation of TOYOTO FORTUNER
Axis-Jayo	8.66	-	-	9.15%	Repayment is monthly installments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of commercial vehicle
Axis-Self loading concrete mixutre	35.37	-	-	9.15%	Repayment is monthly installments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of commercial vehicle
Axis-Batching plant	25.29	-	-	9.15%	Repayment is monthly installments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of Batching Plant

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
HDFC-Scorpio N	22.96	-	-	8.80%	Repayment is monthly installments over 60 months starting from Oct'23 and ending on Sep'28.	Secured against hypothecation of Scorpio N
Axis-XUV700	22.86	-	-	8.95%	Repayment is monthly installments over 60 months starting from Oct'23 and ending on Sep'28.	Secured against hypothecation of XUV-700
MAHINDRA BLAZO 28- 1	31.86	-	-	8.95%	Repayment is monthly installments over 48 months starting from Jan'24 and ending on Dec'27.	Secured against hypothecation of commercial vehicle
MAHINDRA BLAZO 28- 2	31.86	-	-	8.95%	Repayment is monthly installments over 48 months starting from Jan'24 and ending on Dec'27.	Secured against hypothecation of commercial vehicle
	501.59	**621.97**	**877.47**			

(ii) Working capital loan

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
HDFC Ltd.-1	-	400.00	-	9% Linked to 3M T-Bill	Repayment as per our Security FD	1. Pari passu charge of the company's entire current assests which includes stocks of Raw Material, WIP, Semi finished & Finished goods,Consumable stores spares including book debts, Bill, Outstanding monies both present and future. 2. Unconditional and irrevocable peronal gaurantee of directors. 3. Gross Cover of 50% to be maintained. 4. 10% in the form of FDR to be lien marked in HDFC Bank's favor.
NATIONAL SMALL INDUSTRIES COPORATION LTD	92.05	294.73	346.98	Upto 180 days - 9%, after 180 days- 9% + 1.25% for each quarter	In 180 days	Secured against bank guarantee.
OXYZO FINANCIAL SERVICES PVT LTD	-	54.92	60.00	HDFC MCLR 6 months + Spread (4.38% p.a.)	Repayment as per our Security FD	Secured against Fixed deposit
	92.05	**749.65**	**406.98**			

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(iii) Other short term loans from banks

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI BANK	579.64	418.54	-	RBI Repo rate + Spread (2.9% p.a.)	Repayable on demand	a) First Pari-passu charge on current assets of the company, b) First Pari-passu charge on moveable fixed assets of the company, and c) Exclusive charge on the immovable fixed assets of the directors of the company.
ICICI BANK -1	-	48.16	-	RBI Repo rate + Spread (2.9% p.a.)	Repayable on demand	a) First Pari-passu charge on current assets of the company, b) First Pari-passu charge on moveable fixed assets of the company, and c) Exclusive charge on the immovable fixed assets of the directors of the company.
ICICI BANK-2	-	-	448.73			
ICICI BANK -3	40.57	329.43	216.41			
ICICI BANK- LC issued	117.95	-	-			
HDFC BANK LTD	421.00	-	-	9% Linked to 3M T-Bill	Repayment as per our Security FD	a) First Pari-passu charge on current assets of the company, b) First Pari-passu charge on moveable fixed assets of the company, and c) Exclusive charge on the immovable fixed assets of the directors of the company.
Punjab National Bank	696.14	-	-	RLLR + BSP(0.25%) + Spread (0.60%)	Repayable on demand	Pari-passu charge on entire current assets of the Company, present and future.
	1,855.30	**796.13**	**665.14**			
Total secured (i+ii+iii)	**2,448.94**	**2,167.75**	**1,949.59**			

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

B. Unsecured

(i) Loan from Banks / Financial Institutions

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
BL - ADITYA BIRLA FINANACE LTD	16.01	25.00	18.86	18.00%	Repayment is monthly installments over 36 months starting from Aug'22 and ending on Aug'25	NA
BL-INDUSLND BANK	18.53	28.84	-	18.00%	Repayment is monthly installments over 38 months starting from Aug'22 and ending on Sep'25	NA
BL-MONEYWISE FINANCIAL SERVICES PVT LTD	-	7.12	19.34	18.50%	Repayment is monthly installments over 24 months starting from Oct'21 and ending on Sep'23	NA
BUSINESS LOAN-NEOGROWTH CREDIT PVT LTD	16.01	31.87	23.54	18.50%	Repayment is monthly installments over 30 months starting from May'22 and ending on May'25	NA
SUNDARAM FINANCE LTD	0.55	0.41	-	9.00%	Repayable on demad	NA
	51.10	**93.24**	**61.74**			

(ii) Loan from related parties

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
NEERAJ KUMAR BANSAL	-	8.75	-	NA	Repayable on demand	NA
PANKAJ SHARMA	28.95	66.45	24.05	NA	Repayable on demand	NA
RAJESH TIWARI	-	9.48	25.48	NA	Repayable on demand	NA
	28.95	**84.68**	**49.53**			

(iii) Loan from others

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
KAVITA TULSHYAN (UL)	-	40.00	-	NA	Repayable on demand	NA
	80.05	**217.92**	**111.27**			

C) Default/delay in payment

There is no default or delay in repayment of principal amount and payment of interest during the current year and previous year.

D) Borrowing based on security of current assets

The Company has obtained various borrowings from banks on basis of security of current assets wherein the revised quarterly statements of current assets as filed with banks are in agreement with the books.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

46 Revenue from contracts with customers

46.1 Disaggregation of revenue from contract with customers

The company has determined the categories for disaggregation of revenue considering the types/nature of contracts. The Company recognises revenue from following types construction contracts, sale of services and sale of goods at the point in time and overtime as below:

For the year ended March 31, 2024	Construction and design work	Sale of products	Total
Revenue from external customers	10,871.82	-	10,871.82
Timing of revenue recognition			
- At a point in time	1,876.64	-	1,876.64
- Overtime	8,995.18	-	8,995.18
Total	**10,871.82**	**-**	**10,871.82**

For the year ended March 31, 2023	Construction and design work	Sale of products	Total
Revenue from external customers	6,370.94	284.47	6,655.41
Timing of revenue recognition			
- At a point in time	3,653.90	284.47	3,938.37
- Overtime	2,717.04	-	2,717.04
Total	**6,370.94**	**284.47**	**6,655.41**

47. Disclosure as per Ind AS 8 - 'Accounting Policies, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements'.

In accordance with Ind AS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements', the Company has retrospectively restated its Standalone Balance Sheet as at 31 March 2023, and 01 April 2022 and Statement of Profit and Loss for the year ended 31 March 2023 for the reasons as stated below.

Material Adjustments

Statement of adjustments in the Financial Statements:

Balance Sheet

Nature	Head	Note No.	As at 31 March 2023	As at 01 April 2022
Provision for Gratuity - Current	Provision	47.1	(0.42)	(0.11)
Provision for Gratuity - Non Current	Provision	47.1	(5.27)	(2.24)
Other Payables	Other current financial liabilities	47.4	7.24	187.68
Bank Overdrafts	Current Borrowings	47.4	(7.24)	(187.68)
Short - term Borrowings	Current Borrowings	47.4	(42.15)	-
Long - term Borrowings	Non Current Borrowings	47.4	42.15	-
Long term fixed deposits	Other non current financial assets	47.4	250.00	-
Long term fixed deposits	Other bank balances	47.4	(250.00)	-
Retention money	Other non current financial assets	47.4	(218.58)	-
Retention money	Trade receivables	47.4	218.58	-
Security deposits	Trade receivables	47.4	79.04	-
Security deposits	Other non current financial assets	47.4	(79.04)	-

Notes to Standalone Financial Statements
for the year ended 31 March 2024
(All amounts are in ₹ Lakhs, unless otherwise stated)

Nature	Head	Note No.	As at 31 March 2023	As at 01 April 2022
Interest payable to related party	Other current financial liabilities	47.3	(24.05)	-
Contract asset	Trade receivables	47.2	34.51	(561.43)
Inventory charged to contract cost	Inventory	47.2	(282.95)	-
Interest receivable from related party	Other current financial assets	47.3	0.50	-
Advance to Staff	Other current financial assets	47.3	(7.96)	-
Other Receivables	Other current financial assets	47.3	(1.83)	-
Security Deposits written off	Other non current financial assets	47.3	(5.23)	-
Advance to Suppliers	Other current assets	47.3	(8.98)	-
Interest accrued but not due on borrowings	Other current financial liabilities	47.3	(7.68)	-
Interest on share application money	Other current financial liabilities	47.3	(0.31)	-
Balance with Government Authorities	Other current assets	47.3	(2.40)	-
Other equity	Other equity		(312.07)	(563.77)

Statement of Change in Equity

Nature	Head	For the year ended 31 March 2023	Remarks
Opening reserve	Opening reserve	101.80	Opening reserve as per AS financials
Adjustment in opening reserve due to adoption of Ind AS	Adjustment in opening reserve due to adoption of Ind AS	(28.03)	Opening impact of Ind AS
Adjustment in opening reserve	Adjustment in opening reserve	(563.77)	Adjustment due to errors
Profit for the year	Profit for the year	1,113.56	Profit as per AS financials
Adjustment in Profit	Adjustment in Profit	251.70	Adjustment due to errors
Adjustment in profit due to adoption of Ind AS	Adjustment in profit due to adoption of Ind AS	(238.40)	Adjustment due to Ind AS impact
Transfer to Capital Redemtion Reserve	Transfer to Capital Redemtion Reserve	(58.54)	
Closing reserve	Closing reserve	578.32	

Statement of profit and loss

Nature	Head	Note No.	For the year ended 31 March 2023
Contract revenue	Contract revenue	47.2	(595.95)
Interest income	Other income	47.3	(0.50)
Total Income	**Total Income**		**(596.45)**
Gratuity expense	Employee benefits expense	47.1	3.35
Interest expense	Finance cost	47.3	24.04
Interest expense	Finance cost	47.3	7.70
Interest on share application money	Finance cost	47.3	0.31

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Nature	Head	Note No.	For the year ended 31 March 2023
Inventory charged to contract cost	Change in inventory	47.2	106.81
Inventory charged to contract cost	Cost of construction	47.2	176.13
Bad debts	Other expenses	47.3	15.02
Cost of construction	Cost of construction	47.3	8.99
Sundry Debtors Written off	Other expenses	47.3	2.40
Total expense	Total expense		344.75
Profit after tax	Profit after tax		251.70
Total Comprehensive Income	Total Comprehensive Income		251.70
Earning Per Share: Basic	Earning Per Share: Basic		4.00
Earning Per Share: Diluted	Earning Per Share: Diluted		3.42

47.1. Provision for gratuity

Company had accounted gratuity on cash basis, the Company has complied with the requirement of AS-15 "Employee Benefits" under the previous GAAP and Ind AS –19 (Revised) "Employee Benefits". Accordingly Gratuity expenses has been booked on the basis of actuarial valuation report.

47.2. Accounting of Construction Contracts

Company had accounted revenue from construction contracts as per AS-9 "Revenue Recognition". The company has complied with the requirement of AS-7 "Construction Contracts" under the previous GAAP and Performance obligations satisfied over time as presecribed under IndAS-115 "Revenue from Contracts with Customers".

47.3. Accounting of Prior Period Errors

Expense booking has been reconsidered basis of the year to which expenses is pertaining to and accordingly all prior period expenses has been charged to Statement of Profit and Loss account of respective years. It also includes sundry balances written off, excess booking of expenses.

47.4. Regrouping adjustments

For Assets and Liabilities, the grouping of items has been considered basis of nature those balances pertains and accordigly figures have been regrouped.

48. Corporate social responsibility (CSR)

a) CSR is applicable on the company for FY 2023-24. Company creates CSR liability for the year and consider the expenditure amount as and when incurred.

b) Amount spent during the year:

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Gross amount required to be spent as per Sec 135 of the Companies Act, 2013	10.85	NA
Add : Unspent amount required to be spent during the year	-	NA
Amount approved by the board to be spent during the year	10.85	NA

- There is no amount unspent towards corporate social responsibility during the year ended 31 March 2024.
- The nature of corporate social responsibility activities undertaken by the Company for the year ended 31 March 2024 includes promoting health care including preventive health care.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

49. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024 and 2023.

50. Segment Reporting

As permitted by paragraph 4 of Ind AS 108, "Operating Segments", notified under section 133 of the Companies Act, 2013, read together with the relevant rules issued thereunder, if a single financial report contains both consolidated financial statements and the standalone financial statements of the parents, segment information need to be presented only on the basis of the consolidated financial statements. Thus, disclosures regarding Operating segment is presented in Consolidated Financial Statements.

51. The Company did not enter into any transactions which are not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 during the year ended 31 March 2024 and 2023.

52. During the year ended 31 March 2024 and 2023, 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 Intermediaries shall;

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries."

53. During the year ended 31 March 2024 and 2023, the Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall;

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries."

54. No proceedings have been initiated or pending against the Company for holding any benami property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year ended 31 March 2024 and 2023.

55. The Company has not traded or invested in Crypto currency or Virtual currency anytime during the year ended 31 March 2024 and 2023.

56. The Company does not have any transaction/balances with struck off companies during the year ended 31 March 2024 and 2023.

57. The Company has not registered charges with the Registrar of Companies (ROC) amounting to ₹ 77.25 lakhs and ₹ 243.58 lakhs beyond the statutory period for the year ended 31 March 2024 and 31 March 2023 respectively. Further, the Company is in process of filling charge satisfaction with ROC for the loans amounting to ₹ 1,504.18 lakhs for the year ended 31 March 2024.

58. The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

Notes to Standalone Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

59. The company has not filed the quarterly statements till 31 December 2022. Details of reconciliation between quarterly statement filed by company and books of accounts is as follows:

Item	Year ended 31 March 2024		Year ended 31 March 2023	
	As per statement	As per books*	As per statement	As per books*
Raw Material	546.66	-	10.54	-
Finished Goods	-	-	540.75	-

*The company has transferred inventory amounting to ₹ 546.66 Lakhs as on 31 March 2024, and ₹ 282.95 Lakhs as on 31 March 2023 to the statement of profit and loss due to the application of Ind AS 115 - Revenue from Contract with Customers with respect to recognition of revenue and associated cost over the period of time.

60. During the year ended 31 March 2024 and 2023, the Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

61. The Company has not revalued any of its property, plant and equipment during the year ended 31 March 2024 and 2023. Hence, the amount of change in gross and net carrying amount due to revaluation and impairment losses/reversals is nil.

62. The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the year ended 31 March 2024 and 2023.

63. During the year ended 31 March 2024 and 2023, no loans or advances in the nature of loans have been granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

(a) repayable on demand, or,

(b) without specifying any terms or period of repayment.

64. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

65. On 7 August 2023, the Board of Directors of the Company have approved to convert the Company from Private Limited Company to Public Company. The necessary approvals from registrar of company received and accordingly, status of the Company changed to Public Limited from Private Limited w.e.f. 6 November 2023.

66. As at 31 March 2024 and 31 March 2023, the Company has taken interest free loan amounting to ₹ 28.95 lakhs ₹ 84.68 lakhs, respectively from the directors. As confirmed by directors, these loans are not provided out of borrowed fund.

67. The Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2024, which does not have a feature of recording audit trail (edit log) facility.

68. Previous years figures has been reclassified/regrouped whenever necessary to correspond with current year classifications and disclosures.

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

INDEPENDENT AUDITOR'S REPORT

To
The Members of
K2 Infragen Limited
(Formerly known as K2 Infragen Private Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of K2 Infragen Limited (Formerly known as K2 Infragen Private Limited) ("the Company") and its associates, which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and summary of material accounting policies information and other explanatory information (the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the associates referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its consolidated profit, consolidated total comprehensive income, the consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated 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 ("the ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-para (a) of the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1.	**Revenue Recognition for Construction Contracts:** (Refer note 2 and note 24 to the consolidated financial statements) Ind AS 115 requires the Company to apply significant judgements in estimating revenue to be recognized on contracts with customers, including estimation of costs to complete. The Company recognizes revenue on the basis of stage of completion in proportion to the contract costs incurred at balance sheet date, relative to the total estimated costs of the contract at completion. The recognition of revenue is therefore dependent on estimates in relation to the total estimated costs of each such contract. Significant judgements are involved in determining the expected losses, when such losses become probable based on the expected total contract cost. Cost contingencies are included in these estimates to take into account specific risks of uncertainties or disputed claims against the Company arising within each contract. These contingencies are reviewed by the Management on a regular basis throughout the life of the contract and adjusted where appropriate. The revenue on contracts may also include variable consideration (variations and claims). Variable consideration is recognised when the recovery of such consideration is highly probable.	**Principal audit procedures performed:** We have performed the following principal audit procedures: Obtained and read contract documents for each selection, change orders, and other documents that were part of the agreement. Identified significant terms and deliverables in the contract to assess management's conclusions regarding (i) identification of distinct performance obligations; (ii) changes to costs to complete as work progresses and as a consequence of change orders; (iii) the impact of change orders on the transaction price; and (iv) the evaluation of the adjustment to the transaction price on account of variable consideration. Compared costs incurred with the Company's estimates of costs incurred to date to identify significant variations and evaluated whether those variations have been considered appropriately in estimating the remaining costs to complete the contract. Tested the estimate for consistency with the status of delivery of milestones and customer acceptance to identify possible delays in achieving milestones, which require changes in estimated costs or efforts to complete the remaining performance obligation.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report but does not include the consolidated financial statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Director's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act, that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company and its associates in accordance with the Ind AS and other accounting principles generally accepted in India, including Indian accounting standards specified under section 133 of the Act. The respective board of directors of the Company and its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and its associates 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 consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The respective board of directors of the Company and its associates are also responsible for overseeing the financial reporting process of the Company and its associates.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 consolidated financial statements.

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

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

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system over financial reporting 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 the 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 and its associate'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the Company and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

a) We did not audit the financial statements in respect of 2 associates, whose financial statements reflects total net loss after tax of ₹4.80 Lakhs for the year ended 31 March 2024, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associates and our report in terms of sub-section (3) of section 143 of the Act, in so far as it relates to the aforesaid associates is based solely on the report of the other auditors.

b) The transition date opening balance sheet as at 01 April 2022 included in these Special Purpose Financial Statements, are based on Statutory Consolidated Financial Statements prepared in accordance with the Companies (Accounting Standard) Rules, 2006 audited by the erstwhile auditors whose report for the year ended 31 March 2022 dated 30 September 2022 expressed an unmodified opinion on those statutory consolidated financial statements, and have been restated to comply with Ind AS. Adjustments made to the previously issued said financial information prepared in accordance with the Companies (Accounting Standards) Rule, 2006 to comply with Ind AS have been audited by us.

c) Comparative figures for the year ended 31 March 2023 are extracted from the Consolidated Financial Statements for the year ended 31 March 2023 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 on which the erstwhile auditor have issued an unmodified opinion vide their auditors report dated 11 September 2023.

Our opinion is not modified in respect of this matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' report of company and associates incorporated in India, we report the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable:

(xxi) Qualifications or adverse remarks by the respective auditors of the Company and its associates incorporated in India, in the Companies (Auditor's Report) Order (CARO) reports of such Company and its associates included in the Consolidated Financial Statements, are given below:

S. No	Name	CIN	Holding company/ Associate	Clause number of the CARO report which is qualified or adverse
1	K2 Infragen Limited (Formerly known as K2 Infragen Private Limited)	U65929DL2016PTC306174	Holding Company	vii(a)
2	K2 Recycler Private Limited	U52110HR2021PTC095002	Associate Company	Nil
3	K2 Cloud Private Limited	U72900HR2020PTC088915	Associate Company	Not applicable

2. As required by Section 143(3) of the Act, we report to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated

Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of Company as on 31 March 2024 taken on record by the Board of Directors of Company and the reports of the statutory auditors of its associates in India, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and its associate incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Reporting on adequacy of internal financial controls over financial reporting and operating effectiveness of such controls, under section 143(3)(i) of the Act, for the associates incorporated in India is not applicable.

h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements of the associates incorporated in India and whose financial statements have been audited under the Act, as noted in the 'Other matters' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Company and its associates. (Refer Note 36 to the consolidated financial statements)

ii. The Company, its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its associates. (Refer Note 49 to the consolidated financial statements)

iv. (a). On the basis of representation received from the directors of the company as on 31 March 2024 and the reports of the statutory auditors of its associates in India, whose financial statements have been audited under the Act, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such associates 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. (Refer note 51 to the consolidated financial statements)

(b). On the basis of representation received from the directors of the Company as on 31 March 2024 and the reports of the statutory auditors of its associates in India, whose financial statements have been audited under the Act, to the best of it's knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such associates 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. (Refer note 52 to the consolidated financial statements)

(c). Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the associates which are companies incorporated in India whose financial statements have been audited under the Act, 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) contain any material misstatement.

v. The Company or any of the associates has not declared or paid any dividend during the year.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2024, which does not have a feature of recording audit trail (edit log) facility. Consequently, we are unable to comment on audit trail requirements of the said software, as envisaged under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014, as amended and as communicated by the respective auditors of associates, the associates has used accounting software for maintaining its books of accounts for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit they did not come across any instance of the audit trail being tampered with.

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

For **S.N. Dhawan & CO LLP**
Chartered Accountants
(Firm's Registration No. 000050N/N500045)

Rahul Singhal
Partner
Membership No. 096570
UDIN: 24096570BKCTHX7779

Place: Gurugram
Date: 27 May 2024

Annexure A to the Independent Auditor's Report

(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of K2 Infragen Limited (Formerly known as K2 Infragen Private Limited) ("the Company"), which are companies incorporated in India, as of that date. Reporting on adequacy of internal financial controls over financial reporting and operating effectiveness of such controls, under section 143(3)(i) of the Act, for the associates incorporated in India is not applicable.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company as aforesaid, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 internal financial controls system with reference to financial statements of the Company as aforesaid.

Meaning of Internal Financial Controls with reference to consolidated Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial 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 financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls 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, to the best of our information and according to the explanations given to us, the Company have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2024, based on the criteria for internal financial control over financial reporting 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 **S.N. Dhawan & CO LLP**
Chartered Accountants
(Firm's Registration No. 000050N/N500045)

Rahul Singhal
Partner
Membership No. 096570
UDIN: 24096570BKCTHX7779

Place: Gurugram
Date: 27 May 2024

Consolidated Balance Sheet

as at 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
I. ASSETS				
A. Non-current assets				
Property, plant and equipment	3	901.95	808.38	899.43
Right-of-use assets	4	-	33.44	66.88
Other Intangible assets	5	0.01	0.01	0.01
Intangible assets under development	6	17.71	-	-
Financial assets:				
(i) Investments	7	66.97	68.85	1.58
(ii) Other financial assets	8	75.84	323.71	26.34
Deferred tax assets (Net)	9	168.31	55.91	-
Sub-total (A)		**1,230.79**	**1,290.30**	**994.24**
B. Current assets				
Inventories	10	-	-	108.23
Financial assets:				
(i) Investments	7	5.50	-	-
(ii) Trade receivables	11	6,074.52	3,652.97	1,001.24
(iii) Cash and cash equivalents	12	40.90	44.36	102.38
(iv) Other bank balances	13	2,134.21	187.52	142.85
(v) Other financial assets	8	103.14	160.55	22.07
Current tax assets (Net)	14	-	-	15.08
Other current assets	15	532.06	354.70	205.05
Sub-total (B)		**8,890.33**	**4,400.10**	**1,596.90**
Total Assets (A+B)		**10,121.12**	**5,690.40**	**2,591.14**
II. EQUITY AND LIABILITIES				
C. Equity				
Equity share capital	16 (a)	921.16	224.43	212.67
Other equity	17	3,573.32	1,168.02	(93.34)
Equity attributable to equity shareholders of the parent		4,494.48	1,392.45	119.33
Non-controlling interests		-	-	14.51
Total equity (C)		**4,494.48**	**1,392.45**	**133.84**
Liabilities				
D. Non-current liabilities				
Financial liabilities				
(i) Borrowings	18	301.02	338.96	939.21
(ii) Lease liabilities	19	-	-	35.67
(iii) Other financial liabilities	20	-	-	10.00
Provisions	21	7.59	8.29	3.70
Deferred tax liabilities (Net)	9	-	-	6.56
Sub-total (D)		**308.61**	**347.25**	**995.14**
E. Current liabilities				
Financial Liabilities				
(i) Borrowings	18	2,227.97	2,046.71	1,121.65
(ii) Lease liabilities	19	-	35.67	32.29
(iii) Trade payables	22			
- Total outstanding dues of micro enterprises and small enterprises		18.38	40.02	0.45
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,997.07	1,209.99	249.90
(iv) Other financial liabilities	20	206.34	218.27	44.38
Other current liabilities	23	502.13	365.54	13.39
Provisions	21	1.41	0.42	0.10
Current tax liabilities (Net)	14	364.73	34.08	-
Sub-total (E)		**5,318.03**	**3,950.70**	**1,462.16**
Total liabilities (D+E)		**5,626.64**	**4,297.95**	**2,457.30**
Total equity and liabilities (C+D+E)		**10,121.12**	**5,690.40**	**2,591.14**
See accompanying notes forming part of the consolidated financial statements	1-65			

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Rahul Singhal
Partner
Membership No.096570

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Place: Gurugram
Date: 27th May 2024

Consolidated Statement of Profit & Loss

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Note	For the year ended 31 March 2024	For the year ended 31 March 2023
I. Revenue from operations	24	10,871.82	7,479.08
II. Other income	25	53.08	11.00
III. Total Income (I+II)		**10,924.90**	**7,490.08**
IV. Expenses			
Cost of construction	26	7,425.54	3,249.01
Purchases of stock-in-trade	27	-	1,094.65
Changes in inventories	28	-	107.07
Net gain on fair value changes	29	(0.83)	-
Employee benefits expense	30	460.41	293.37
Finance costs	31	269.69	222.27
Depreciation and amortisation expense	32	196.60	180.27
Other expenses	33	897.18	819.47
Total expenses		**9,248.59**	**5,966.11**
V. Profit before share of profit / (loss) of an associate and tax (III-IV)		**1,676.31**	**1,523.97**
VI. Share of profit / (loss) of an associate		**(4.80)**	**8.58**
VII. Profit before tax (V+VI)		**1,671.51**	**1,532.55**
VIII. Tax expense	34		
Current tax		545.13	462.30
Tax related to earlier years		(6.55)	-
Deferred tax charge/ (credit)		(112.47)	(62.07)
Total tax expense		**426.11**	**400.23**
IX. Profit for the year (VII-VIII)		**1,245.40**	**1,132.32**
X. Other comprehensive income			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit plan		0.29	(1.57)
(ii) Income tax impact on above		(0.07)	0.40
Other comprehensive income/ (loss) for the year		**0.22**	**(1.17)**
XI. Total comprehensive income / (loss) for the year (IX+X)		**1,245.62**	**1,131.15**
Profit / (loss) for the year attributable to:			
Equity shareholders of the parent		1,245.40	1,134.30
Non-controlling interests		-	(1.98)
Other comprehensive income for the year attributable to:			
Equity shareholders of the parent		0.22	(1.17)
Non-controlling interests		-	-
Total comprehensive income / (loss) for the year attributable to:			
Equity shareholders of the parent		1,245.62	1,133.13
Non-controlling interests		-	(1.98)
XII. Earnings per equity share	35		
- Basic (in Rupees)		13.76	18.04
- Diluted (in Rupees)		13.76	15.40
See accompanying notes forming part of the standalone financial statements	1-65		

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Consolidated Statement of Cash Flow

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flow from operating activities:		
Profit before tax	1,671.51	1,532.55
Adjustment for:		
Depreciation and amortisation expense	196.60	180.27
Remeasurement of defined benefit plan	0.29	(1.57)
Share of Profit/ (Loss) from associate	4.80	(8.58)
Finance cost	269.69	222.27
Interest on bank deposits	(38.43)	(7.34)
Interest on security deposit	(0.84)	(2.79)
Interest on income tax refund	-	(0.13)
Loss/(Gain) on Fair value changes	(0.83)	-
Assets written off	3.27	-
Loss on sale of fixed asset	-	3.26
Dividend Income	(0.55)	-
Provision for doubtful advances	427.77	230.51
Operating cash flow before working capital changes	**2,533.28**	**2,148.45**
Adjustments for working capital changes:		
(Increase)/ Decrease in trade receivables	(2,846.70)	(2,882.24)
(Increase)/ Decrease in other financial assets	320.78	(435.85)
(Increase)/ Decrease in other assets	(179.98)	(149.65)
(Increase)/ Decrease in inventories	-	108.23
Increase/ (Decrease) in trade payables	765.44	999.66
Increase/ (Decrease) in other financial liabilities	(3.36)	163.89
Increase/ (Decrease) in other liabilities	136.59	352.15
Increase/ (Decrease) in provisions	0.29	4.91
Cash generated from operations	**726.34**	**309.55**
Income-tax paid (net of refund)	(207.93)	(413.01)
Net cash generated from/ (used in) operating activities (A)	**518.41**	**(103.46)**
Cash flow from investing activities:		
Purchase of property, plant and equipment, Intangible Assets, Intangible Assets under development and capital advances	(272.79)	(59.60)
Proceeds from sale of Property, Plant and Equipment and advance for sale of capital goods	-	0.56
Investment in Securities	(4.67)	-
Investment in subsidiaries and associates (Net)	-	(58.69)
Deposit/ maturity of bank deposits	(1,946.68)	(44.67)
Dividend received	0.55	-
Interest received	23.77	10.13
Net cash used in investing activities (B)	**(2,199.82)**	**(152.27)**

Consolidated Statement of Cash Flow

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flow from financing activities:		
Proceeds from issue of share capital (including securities premium)	538.29	139.99
Proceeds from share application money pending allotment	1,315.19	-
Change in Non controlling interests	-	(12.53)
Net proceeds from/ (repayment to) borrowings other than short term loans from banks	(915.85)	89.66
Net proceeds from short term loans from banks	1,059.17	235.15
Payment of lease liabilities	(37.32)	(37.32)
Interest paid	(281.53)	(217.24)
Net cash generated from financing activities (C)	**1,677.95**	**197.71**
Net decrease in cash and cash equivalents (A+B+C)	**(3.46)**	**(58.02)**
Cash and cash equivalents at beginning of the year	44.36	102.38
Cash and cash equivalents at end of the year (refer note 12)	**40.90**	**44.36**
Components of cash and cash equivalents		
Current accounts	21.87	16.77
Cash on hand	3.75	27.59
Bank deposits with original maturity of less than three months	15.28	-
Total	**40.90**	**44.36**

The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 on Statement of Cash Flows.

See accompanying notes forming part of the consolidated financial statements

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

A. Equity share capital

Particulars	No. of shares	Amount
As at 01 April 2022	**21,26,682**	**212.67**
Add: Issued during the year	1,17,646	11.76
As at 31 March 2023	**22,44,328**	**224.43**
Add: Issued during the year	4,58,715	45.87
Add: Bonus shares issued during the year	65,08,551	650.86
As at 31 March 2024	**92,11,594**	**921.16**

B. Preference share capital

Particulars	No. of shares	Amount
As at 01 April 2022	**-**	**-**
Add: Issued during the year	5,85,444	58.54
Less: Redeemed during the year	(5,85,444)	(58.54)
As at 31 March 2023	**-**	**-**
Add: Issued during the year	-	-
As at 31 March 2024	-	

C. Other equity

For the year ended 31 March 2024

Particulars	Reserves and Surplus				Other comprehensive income	Non-controlling interests (NCI)	Total other equity
	Share application money	Securities premium	Capital redemption reserve	Retained earnings	Change in controlling interest		
As at 01 April 2022	**-**	**405.85**	**-**	**96.04**	**2.92**	**14.51**	**519.32**
Impact due to prior period errors	-	-	-	(570.10)	-	-	(570.10)
Impact due to Ind AS adoption	-	-	-	(28.05)	-	-	(28.05)
	-	**405.85**	**-**	**(502.11)**	**2.92**	**14.51**	**(78.83)**
Security premium received during the year	-	128.23	-	-	-	-	128.23
Share application money received	50.00	-	-	-	-	-	50.00
Share application money transferred to liability (Refer Note 19)	(50.00)	-	-	-	-	-	(50.00)

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Reserves and Surplus				Other comprehensive income	Non-controlling interests (NCI)	Total other equity
	Share application money	Securities premium	Capital redemption reserve	Retained earnings	Change in controlling interest		
Due to change in controlling interest	-	-	-	-	54.13	87.39	141.52
Derecognition of Non controlling interests	-	-	-	-	(54.13)	(99.92)	(154.05)
Reserve created on account of redemption of CCPS	-	-	58.54	(58.54)	-	-	-
Profit/ (loss) for the year	-	-	-	1,134.30	-	(1.98)	1,132.32
Other comprehensive income for the year, net of tax	-	-	-	(1.17)	-	-	(1.17)
As at 31 March 2023	**-**	**534.08**	**58.54**	**572.48**	**2.92**	**-**	**1,168.02**
Security premium received during the year	-	500.00	-	-	-	-	500.00
Due to change in controlling interest	-	-	-	-	2.92	-	2.92
Share application money received	1,315.19	-	-	-	-	-	1,315.19
Profit for the year	-	-	-	1,245.40	-	-	1,245.40
Utilised for Bonus issue	-	(534.08)	(58.54)	(58.24)	-	-	(650.85)
Share issue expenses	-	(7.58)	-	-	-	-	(7.58)
Other comprehensive income for the year, net of tax	-	-	-	0.22	-	-	0.22
As at 31 March 2024	**1,315.19**	**492.42**	**-**	**1,759.86**	**5.84**	**-**	**3,573.32**

See accompanying notes forming part of the consolidated financial statements

As per our report of even date attached

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

1. Corporate Information

The Consolidated financial statements comprise of financial statements of K2 InfraGen Limited (Previously known as K2 Infragen Private Limited) ('the Holding Company', 'the Parent' or 'the Company') and its associates for the year ended 31 March 2024. The Company is a public limited company domiciled in India, with its registered office situated at 801 A, B & 802 A, B, C, 8th Floor Welldone Tech Park, Sector-48, Sohna Road, Gurugram, Haryana-122018. The Company has been incorporated under the Companies Act, 2013 on 05th March 2015. The Company is mainly engaged in infrastructure and auxiliary activities.

2. Material accounting policies information

2.1 Basis of preparation and presentation of Consolidated Financial Statement

Statement of compliance

The consolidated financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

Basis of preparation

The consolidated financial statements have been prepared in compliance with Indian Accounting Standards ("Ind AS") prescribed under section 133 of Companies Act, 2013 ("the Companies Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and amendments issued thereafter.

Accounting policies have been applied consistently to all periods presented in these consolidated financial statements.

The consolidated financial statements up to year ended 31 March 2023 were prepared in accordance with the Accounting Standards notified under the section 133 of the Companies Act, 2013 read together with Companies (Accounting Standards) Amendment Rules, 2006 (as amended from time to time), other relevant provisions of the Act (Indian GAAP or previous GAAP). These are the Company's first Ind-AS consolidated financial statements.

The date of transition to Ind AS is 01 April 2022. For the explanation of the effect of the transition from previous GAAP to Ind AS and the details of first-time adoption, mandatory exceptions, and optional exemptions availed by the Company, refer note 43.

The consolidated financial statement has been prepared on accrual and going concern basis under the historical cost convention except for certain classes of financial instruments which are measured at fair value. The accounting policies have been consistently applied by the Company unless otherwise stated.

Basis of consolidation:

The consolidated financial statement comprises the financial statements of the Company, and its associates as at 31 March, 2024. Control is achieved when the Company is exposed to, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has:

- Power over the investee (i.e., existing rights that give it the current liability to direct the relevant activities of investee),
- Exposure, or rights to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The Contractual arrangement with the other vote holders of the investee,
- Rights arising from other contractual arrangements,
- The Company's voting rights and potential voting rights,
- The size of the Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

The Company reassess whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the six elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income, and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

Consolidated financial statement is prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The financial statements of each of the subsidiaries used for the purpose of consolidation are drawn up to same reporting date as that of the Company, i.e., year ended on 31 March.

Consolidation Procedure:

i. Combine like items of assets, liabilities, equity, income, expenses, and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

ii. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

iii. Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group. Profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial Statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses, and cash flow relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost,
- Derecognises the carrying amount of any non-controlling interests,
- Recognises the fair value of the consideration received,
- Recognises the fair value of any investment retained,
- Recognises any surplus or deficit in profit or loss.

Investments in associates:

When the Company has significant influence over the other entity, it recognises such interests as investment in associates. Significant influence is the power to participate in the financial and operating policy decisions of the entity but is not control or joint control over the entity.

The results, assets and liabilities of associates are incorporated in the consolidated financial statements using equity method of accounting after making necessary adjustments to achieve uniformity in application of accounting policies, wherever required.

An investment in associate is initially recognised at cost and adjusted thereafter to recognise the Company's share of profit or loss and other comprehensive income of the associate. Gain or loss in respect of changes in Other Equity of associates resulting from divestment or dilution of stake in the associates is recognised in the

Statement of Profit and Loss. On acquisition of investment in a associate, any excess of cost of investment over the fair value of the assets and liabilities of the associate, is recognised as goodwill and is included in the carrying value of the investment in the associate. The excess of fair value of assets and liabilities over the investment is recognised directly in equity as capital reserve.

The unrealised profits/losses on transactions with associates are eliminated by reducing the carrying amount of investment.

The carrying amount of investment in associates is reduced to recognise impairment, if any, when there is evidence of impairment.

When the Company's share of losses of an associate exceeds the Company's interest in that associate (which includes any long-term interests that, in substance, form part of the Company's net investment in the associate), the Company discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate.

Upon classification of investment in associates as held for sale, equity accounting is discontinued in respect of that interest.

The following entities are considered in the Consolidated financial statements as well as the Company's voting power in entities listed below:

Name of company	Country of incorporation	% of holding as on 31 March 2024	31 March 2023	01 April 2022
K2 Recyclers Private Limited*	India	44.27	44.27	78.19
K2 Cloud Private Limited**	India	45.20	45.20	33.33

*Incorporated during the financial year 2021-22.
** Incorporated during the financial year 2020-21.

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments.

Functional and presentation currency

The Consolidated Financial Statement has been prepared and presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts in the Consolidated Financial Statement and accompanying notes are presented in 'Lakhs' and have been rounded-off to two decimal places unless stated otherwise.

Fair value measurement

The Company measures financial instruments at fair value at each reporting date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

For financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date,
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

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

2.2 Use of estimates

The preparation of these Consolidated Financial Statement in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of asset and liabilities, disclosures relating to contingent liabilities as at the date of the Consolidated Financial Statement and the reported amounts of income and expense for the period presented.

Estimates and underlying assumptions are continually evaluated and reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Critical accounting estimates and judgements

Information about significant areas of estimation and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the Consolidated Financial Statement are included in the following areas:

- **Expected credit losses on financial assets:** The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

- **Useful lives of depreciable/amortizable assets:** Management reviews its estimate of the useful lives of depreciable/amortizable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence.

- **Actuarial valuation of post-employment benefits:** The Company uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates.

- **Revenue recognition:** Revenue recognition from construction contracts involves significant degree of judgements and estimation such as identification of contractual obligations, measurement and recognition of contract assets, determination of variable consideration, change of scope and determination of onerous contract which include estimation of contract costs.

2.3 Revenue recognition

The Company derives revenue principally from following streams:

- Construction Contracts
- Sale of Services
- Sale of Goods

Construction Contracts

The Company recognises revenue from construction contracts over the period of time, as performance obligations are satisfied over time due to continuous transfer of control to the customer. Construction contracts are generally accounted for as a single performance obligation as it involves complex integration of goods and services.

The performance obligations are satisfied over time as the work progresses. The Company recognises revenue using input method (i.e., percentage-of-completion method), based primarily on contract cost incurred to date compared to total estimated contract costs. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level. If the consideration in the contract includes price variation clause or there are amendments in contracts, the Company estimates the amount of consideration to which it will be entitled in exchange for work performed.

Due to the nature of the work required to be performed on many of the performance obligations, the estimation of total revenue and cost of completion is complex, subject to many variables and requires significant judgment. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, changes in scope, incentives, if any. The Company considers its experience with similar transactions and expectations regarding the contract in estimating the amount of variable consideration to which it will be entitled and determining whether the estimated variable consideration should be constrained. The Company includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved. The estimates of variable consideration are based largely on an assessment of anticipated performance and all information (historical, current and forecasted) that is reasonably available.

Progress billings are generally issued upon completion of certain phases of the work as stipulated in the contract. Billing terms of the over-time contracts vary but are generally based on achieving specified milestones. The difference between the timing of revenue recognised and customer billings results in changes to contract assets and contract liabilities. Payment is generally due upon receipt of the invoice, payable within 90 days or less. Contractual retention amounts billed to customers are generally due upon expiration of the contract period.

The contracts generally result in revenue recognised in excess of billings which are presented as contract assets on the statement of financial position. Amounts billed and due from customers are classified as receivables on the statement of financial position. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice. Contract liabilities represent amounts billed to customers in excess of revenue recognised till date. A liability is recognised for advance payments, and it is not considered as a significant financing component because it is used to meet working capital requirements at the time of project mobilization stage. The same is presented as contract liability in the statement of financial position.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in Consolidated Statement of profit and loss in the period in which the circumstances that give rise to the revision become known by management.

For construction contracts the control is transferred over time and revenue is recognised based on the extent of progress towards completion of the performance obligations. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately. The percentage of completion was calculated according to the nature and the specific risk of each contract in order to reflect the effective completion of the project. This percentage of completion could be based on technical milestones or as per the contractual terms specified. A construction contract is considered completed when the last technical milestone is achieved, which occurs upon contractual transfer of ownership of the asset.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, based on the underlying interest rate.

Other revenues

Other revenues are recognized on accrual basis.

2.4 Inventories

Inventories (including goods-in-transit) are valued at the lower of cost and net realisable value after providing for obsolescence and other losses, when considered necessary. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Cost of inventory comprises all cost of purchase and other cost incurred in bringing the inventories to the present

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

location and condition. In determining cost, first-in-first-out method is used.

Cost of raw materials, stores and spare parts and construction materials includes cost of purchases and other costs incurred in bringing the inventories to the present location and condition.

2.5 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

Depreciation methods, estimated useful lives and residual value

Depreciation commences when the assets are ready for their intended use. Depreciation on property, plant and equipment have been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013. Schedule II allows companies to use higher/ lower useful lives and residual values if such useful lives and residual values can be technically supported. The life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.

Depreciation is provided on a pro-rata basis i.e., from the date on which asset is ready for use.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Derecognition

The carrying amount of an item of property, plant and equipment shall be derecognized on disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognised in the Statement of Profit and Loss in the same period.

2.6 Intangible assets

Intangible assets are recognized only if acquired and it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of assets can be measured reliably. The intangible assets are recorded at cost of acquisition including incidental costs related to acquisition and installation and are carried at cost less accumulated amortization and impairment losses, if any.

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "intangible assets under development".

Amortisation methods and useful lives

Intangible assets comprise software. Intangible assets are amortized in the Statement of Profit or Loss over their estimated useful lives, from the date they are available for use based on the expected pattern of consumption of economic benefits of assets. Accordingly, at present software's is being amortized on straight line basis over the useful life of 3 years.

2.7 Capital work -in- progress

Cost of assets not ready for use as at the balance sheet date and property, plant and equipment under construction are disclosed as capital work-in-progress. Capital work-in-progress is disclosed at cost acquisition or construction less impairment reserve (if any).

2.8 Leases

Where the Company is a lessee

For the lease contracts where the Company is a lessee, it recognizes right-of-use asset and lease liability.

Right-of-use assets:

At the commencement of lease, right-of-use assets are recognized at cost. Cost comprises of initial measurement of lease liability, lease payments made before commencement date less lease incentives, initial direct costs incurred by the Company and estimate of any dismantling cost.

Right-of-use assets are amortized over the lease term.

The right-of-use assets are subsequently measured at cost less accumulated depreciation and any accumulated impairment. Adjustment is made for any remeasurement of lease liability.

Lease liability:

At the commencement of lease, the Company measures the lease liability at the present value of lease payments not paid at commencement date. The lease payments are discounted using the Company's incremental borrowing rate.

Lease liabilities are subsequently increased by interest on the lease liability and reduced by the lease payments. It is adjusted to reflect any reassessment or lease modifications.

Short-term lease and low value leases:

The Company does not recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

2.9 Impairment

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. An impairment loss is charged to the Statement of Profit and Loss in the year in which the asset is identified as impaired. When there is indication that an impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Consolidated Statement of Profit and Loss.

2.10 Employee benefits

Short-term employee benefits

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 services are recognised 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. The liabilities are presented as current employee benefit obligations in the consolidated balance sheet.

Post-employment benefits

Defined benefit plans: The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, are recognised in Consolidated Other Comprehensive Income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit are recognised in Consolidated Statement of profit and loss.

Defined contribution plans: The provident fund and employee state linked insurance plan are defined contribution plans; the Company pays fixed contributions to the appropriate government authorities and has no obligation to pay further amounts. Such fixed contributions are recognized in the Statement of Profit and Loss on accrual basis in the financial year to which they relate.

Other long-term employee benefits: Benefits under the Company's leave encashment policy constitutes other long-term employee benefits. The liability in respect of leave encashment is provided on the basis of an actuarial valuation done by an independent actuary at the year-end. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

2.11 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. Classifications of financial instrument are in accordance with the substance of the contractual arrangement and as per the definitions of financial assets, financial liability and an equity instrument.

Initial recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Consolidated Statement of Profit and Loss.

Subsequent measurement:

(a) **Financial assets carried at amortised cost:** A financial asset is subsequently measured at amortised cost if the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) **Financial assets carried at fair value through other comprehensive income (FVTOCI):** A financial asset is subsequently measured at fair value through other comprehensive income if the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(c) **Financial assets carried at fair value through profit or loss (FVTPL):** All other financial assets are subsequently measured at fair value.

(d) **Financial liabilities at amortised cost:** Financial liabilities includes interest bearing loans and borrowings which are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition of financial assets: The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party or the transfer qualified for derecognition under Ind AS 109.

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

Impairment of financial assets: The Company recognises loss allowances using the Expected Credit Loss (ECL) for the financial assets which are not measured at fair value through profit or loss. In relation to loss allowance for financial assets (excluding trade receivables), ECL's are measured at an amount equal to 12- month ECL, unless there has been significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime ECL.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Consolidated 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 liabilities simultaneously.

Effective interest method: The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premium or discounts) through the expected life of financial instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for financial instruments other than those financial assets classified as FVTPL. Interest income is recognized in profit or loss and is included in the "Other Income" line item.

2.12 Earnings per share

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

Equity shares that will be issued upon the conversion of a mandatorily convertible instrument are included in the calculation of basic earnings per share.

For calculating diluted earnings per share, the net profit attributable to equity shareholders and the weighted average number of shares outstanding are adjusted for the effect of all dilutive potential equity shares.

2.13 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, other short term, highly liquid investments with original maturities of six months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.14 Cash flow statement

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

2.15 Borrowing cost

Borrowing cost, if any, related to a qualifying asset is worked out on the basis of actual utilization of funds out of investment specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs incurred during the period are charged to profit and loss.

2.16 Taxation

Income tax expense represents the sum of current tax and deferred tax.

Current tax: The current tax expense or credit for the period is the tax payable on the current period taxable income based on the applicable enacted income tax rate in accordance with the Income Tax Act, 1961 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, items that are never taxable / deductible and unused tax losses / tax credits.

Current tax assets and tax liabilities are offset where the entity has a legal enforceable right to offset and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax: Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their corresponding carrying amounts in the consolidated financial statement. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction (other than in a business combination) that effects neither accounting profit nor taxable profit. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted at the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred tax liability is settled. Deferred tax assets are generally recognised for all deductible temporary

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

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

Current and deferred tax is recognised in Consolidated Statement of profit and loss, except to the extent that it relates to items recognised in Other Comprehensive Income (OCI) or directly in Equity, in which case, the tax is also recognised in OCI or Equity respectively.

2.17 Provisions and contingent liabilities

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligations at the balance sheet date and are not discounted to its present value. These are reviewed at each balance sheet date and adjusted to reflect the best current estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligations or a reliable estimate of the amount cannot be made.

2.18 Operating Cycle/ Current and Non-Current Classification

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

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle.
- It is held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or Cash Equivalent.

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as noncurrent. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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

2.19 Social security:

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

3. Property, plant and equipment

Particulars	Plant and machinery	Computer & Peripherals	Furniture and Fixtures	Electrical Installations & Equipment	Office Equipment	Vehicles	Total
I. Gross carrying amount (deemed cost)							
Balance as at 01 April 2022	**419.62**	**6.09**	**1.71**	**1.22**	**3.18**	**467.61**	**899.43**
Additions	28.45	2.94	0.34	-	3.90	23.97	59.60
Deletions/Transfers	-	(0.34)	-	-	(0.04)	(4.95)	(5.33)
Balance as at 31 March 2023	**448.07**	**8.69**	**2.05**	**1.22**	**7.04**	**486.63**	**953.70**
Additions	73.77	6.04	0.33	-	1.41	178.45	260.00
Deletions/Transfers	(5.75)	(6.73)	-	-	(0.63)	-	(13.11)
Balance as at 31 March 2024	**516.09**	**8.00**	**2.38**	**1.22**	**7.82**	**665.08**	**1,200.59**
II. Accumulated depreciation							
Balance as at 01 April 2022	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Depreciation expense for the year	66.22	2.88	0.20	0.16	0.96	76.41	146.83
Deletions/Transfers	-	(0.12)	-	-	-	(1.39)	(1.51)
Balance as at 31 March 2023	**66.22**	**2.76**	**0.20**	**0.16**	**0.96**	**75.02**	**145.32**
Depreciation expense for the year	69.80	3.44	0.23	0.16	1.70	87.83	163.16
Deletions/Transfers	(3.31)	(6.07)	-	-	(0.46)	-	(9.84)
Balance as at 31 March 2024	**132.71**	**0.13**	**0.43**	**0.32**	**2.20**	**162.85**	**298.64**
III. Net carrying amount (I-II)							
As at 31 March 2024	**383.38**	**7.87**	**1.95**	**0.90**	**5.62**	**502.23**	**901.95**
As at 31 March 2023	**381.85**	**5.93**	**1.85**	**1.06**	**6.08**	**411.61**	**808.38**
As at 01 April 2022	**419.62**	**6.09**	**1.71**	**1.22**	**3.18**	**467.61**	**899.43**

Note:

The Company has elected to measure the items of property, plant and equipment at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

4. Right-of-use asset

Particulars	Office building	Total
I. Gross carrying amount		
Balance as at 01 April 2022	66.88	66.88
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**66.88**	**66.88**
Additions	-	-
Deletions	(66.88)	(66.88)
Balance as at 31 March 2024	**-**	**-**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Office building	Total
II. Accumulated depreciation		
Balance as at 01 April 2022	-	-
Depreciation for the year	33.44	33.44
Eliminated on disposal of assets	-	-
Balance as at 31 March 2023	**33.44**	**33.44**
Depreciation for the year	33.44	33.44
Eliminated on disposal of assets	(66.88)	(66.88)
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	-	-
As at 31 March 2023	33.44	33.44
As at 01 April 2022	**66.88**	**66.88**

Note:

The Company has elected to measure the items of right of use assets at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

5. Other Intangible assets

Particulars	Software	Total
I. Gross carrying amount (deemed cost)		
Balance as at 01 April 2022	0.01	0.01
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**0.01**	**0.01**
Additions	**-**	**-**
Deletions	-	-
Balance as at 31 March 2024	**0.01**	**0.01**
II. Accumulated amortisation		
Balance as at 01 April 2022	-	-
Amortisation expense for the year	-	-
Deletion	-	-
Balance as at 31 March 2023	**-**	**-**
Amortisation expense for the year	**-**	**-**
Deletion	-	-
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	0.01	0.01
As at 31 March 2023	0.01	0.01
As at 01 April 2022	**0.01**	**0.01**

Note:

The Company has elected to measure the items of intangible assets at previous GAAP carrying value as deemed cost on the date of transition (i.e. 01 April 2022). Accordingly, the gross carrying amount reflecting above as at 01 April 2022 is based upon the carrying value of previous GAAP as of 31 March 2022.

Notes to Consolidated Financial Statements
for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

6. Intangible assets under development

Particulars	Software	Total
I. Gross carrying amount		
Balance as at 01 April 2022	-	-
Additions	-	-
Deletions	-	-
Balance as at 31 March 2023	**-**	**-**
Additions	**17.71**	**17.71**
Deletions	-	-
Balance as at 31 March 2024	**17.71**	**17.71**
II. Accumulated amortisation		
Balance as at 01 April 2022	-	-
Amortisation expense for the year	-	-
Deletion	-	-
Balance as at 31 March 2023	**-**	**-**
Amortisation expense for the year	**-**	**-**
Deletion	-	-
Balance as at 31 March 2024	**-**	**-**
III. Net carrying amount (I-II)		
As at 31 March 2024	17.71	17.71
As at 31 March 2023	-	-
As at 01 April 2022	**-**	**-**

A) Intangible assets under development (IAUD) ageing schedule -

i) As at 31 March 2024

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	17.71	-	-	-	17.71
Projects temporarily suspended	-	-	-	-	-
Total	**17.71**	**-**	**-**	**-**	**17.71**

ii) As at 31 March 2023

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii) As at 31 March 2022

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

7. Investments

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Quantity*	Amount	Quantity*	Amount	Quantity*	Amount
Non-current						
Investment in Equity Shares at Cost (As per Equity Method)						
Unquoted, fully paid up						
Investments in K2 Cloud Private Limited (Face value ₹10)	1,25,884	1.10	1,25,884	6.61	76,325	1.58
Investments in K2 Recyclers Private Limited (Face value ₹10)	5,18,965	65.87	5,18,965	62.24	-	-
Total (A)		**66.97**		**68.85**		**1.58**
Current						
Investment in Equity Shares at FVTPL						
Quoted, fully paid up						
Vedanta Limited (Face value ₹1)	1,200	3.26	-	-	-	-
Adani Enterprise Limited (Face value ₹1)	70	2.24	-	-	-	-
Total (B)		**5.50**		**-**		**-**
Total (A+B)		**72.47**		**68.85**		**1.58**
Aggregate cost of quoted investments		5.20		-		-
Aggregate market value of quoted investments		5.50		-		-
Aggregate amount of unquoted investments		66.97		68.85		1.58
Aggregate amount of impairment in value of investments		-		-		-

*In numbers

Notes:

1. During the year ended 31 March 2023, the Company has invested ₹9.00 lakhs in K2 Cloud Private Limited, an associate of the Company, by subscribing to 49,559 equity shares of face value of ₹10 each per share on right entitlement basis.
2. During the year ended 31 March 2023, the Company has renounced the right for subscription of equity shares of K2 Recycler Private Limited at its fair value i.e. ₹40.22 per share. This transaction has resulted into loss of control by the Company. Accordingly, the Company has reclassified investment in K2 Recycler Private Limited as an associate from subsidiary w.e.f. 31 August 2022.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

8. Other financial assets

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Advance to staff	8.54	-	14.17	-	17.77	-
Bank deposits with more than 12 months maturity*	-	17.50	-	250.00	-	-
Interest accrued on fixed deposits	18.27	-	2.30	1.81	-	-
Loan to associate Company (Refer Note 39)	8.00	-	-	-	-	-
Interest receivable from related party	1.00	-	0.50	-	-	-
Security deposits	55.72	58.34	138.09	71.90	-	26.34
Other receivables	11.61	-	5.49	-	4.30	-
	103.14	**75.84**	**160.55**	**323.71**	**22.07**	**26.34**

* Deposits with banks under lien towards bank borrowings and limit for letter of credits as on 31 March 2024 and 31 March 2023.

9. Deferred tax assets/(liabilities) (Net)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Tax effect of items constituting deferred tax liabilities			
On the difference between book balance and tax balance of property, plant and equipment and intangible assets	8.61	13.48	17.06
Fair value of financial assets	0.08	0.21	-
Tax effect of items constituting deferred tax assets			
Doubtful assets and Expected Credit Loss	173.45	66.44	8.71
EIR on borrowing	0.15	0.41	0.08
ROU and Lease Liability	-	0.56	0.28
Provision for employee benefits	2.74	2.19	0.99
Provision for advance to supplier	0.66	-	0.42
Preliminary expenses	-	-	0.02
Deferred tax assets/(liabilities) (Net)	**168.31**	**55.91**	**(6.56)**

10. Inventories

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Inventory	-	-	108.23
Total inventories (at lower of cost and net realisable value)	**-**	**-**	**108.23**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

11. Trade receivables

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Unsecured			
Considered good	6,360.61	3,692.42	1,014.48
Receivables which have significant increase in credit risk	-	-	-
Receivables which are credit impaired	403.06	224.55	20.25
Less: Provision for expected credit loss*	(689.15)	(264.00)	(33.49)
Total	**6,074.52**	**3,652.97**	**1,001.24**
Of the above, trade receivables from:			
- related parties (Refer note 39)	8.06	8.06	-
- others	6,755.61	3,908.91	1,034.73
Less: Provision for expected credit loss	(689.15)	(264.00)	(33.49)
Total	**6,074.52**	**3,652.97**	**1,001.24**
*** Movement in expected credit loss:**			
Balance at the beginning of the year	264.00	33.49	7.99
Provision recognised during the year	425.15	230.51	25.50
Balance as at end of the year	**689.15**	**264.00**	**33.49**

1) Refer note 45 for information on trade receivables pledged as security by the Company.

2) Refer note 40 for the credit risk analysis.

Trade Receivables ageing schedule:

i) As at 31 March 2024

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	2,025.63	2,652.58	1,532.78	11.92	22.28	83.95	31.47	6,360.61
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	-	14.19	88.20	173.16	127.51	403.06
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	2,025.63	**2,652.58**	**1,532.78**	**26.11**	**110.48**	**257.11**	**158.98**	**6,763.67**
Less: Loss Allowance	(230.29)	(26.40)	(15.27)	(14.55)	(101.97)	(173.16)	(127.51)	(689.15)
Total	**1,795.34**	**2,626.18**	**1,517.51**	**11.56**	**8.51**	**83.95**	**31.47**	**6,074.52**

(All amounts are in ₹ Lakhs, unless otherwise stated)

ii) As at 31 March 2023

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	789.02	301.68	2,300.28	183.04	81.46	36.94	-	3,692.42
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	57.26	5.68	39.58	61.17	60.86	224.55
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	789.02	**301.68**	**2,357.54**	**188.72**	**121.04**	**98.11**	**60.86**	**3,916.97**
Less: Loss Allowance	(39.45)	-	(57.26)	(5.68)	(39.58)	(61.17)	(60.86)	(264.00)
Total	**749.57**	**301.68**	**2,300.28**	**183.04**	**81.46**	**36.94**	**-**	**3,652.97**

iii) As at 31 March 2022

Particulars	Outstanding for following period from due date of payment							
	Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - Considered good	264.82	43.06	374.41	162.82	108.51	-	60.86	1,014.48
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit Impaired	-	-	19.25	1.00	-	-	-	20.25
(iv) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-	-	-
	264.82	**43.06**	**393.66**	**163.82**	**108.51**	**-**	**60.86**	**1,034.73**
Less: Loss Allowance	(13.24)	-	(19.25)	(1.00)	-	-	-	(33.49)
Total	**251.58**	**43.06**	**374.41**	**162.82**	**108.51**	**-**	**60.86**	**1,001.24**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

12. Cash and cash equivalent

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Cash on hand	21.87	16.77	4.75
Balances with banks			
- In current accounts	3.75	27.59	15.77
- Cheques in hand	-	-	81.86
- In term deposits- with original maturity of less than three months	15.28	-	-
Total	**40.90**	**44.36**	**102.38**

13. Other Bank Balances

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Bank Deposits*	819.02	187.52	142.85
Balances with banks			
- In current accounts#	1,315.19	-	-
Total	**2,134.21**	**187.52**	**142.85**

* Bank deposit represents deposits lien against borrowing, limit for letter of credit, deposit given for projects as on 31 March 2024 and 31 March 2023.

Balances in current accounts represents balance in Escrow account received from Anchor investors.

14. Current tax assets/ (liabilities) (Net)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Provision for Income Tax (Net of Advance tax and TDS)	(364.73)	(34.08)	15.08
Total	**(364.73)**	**(34.08)**	**15.08**

15. Other current assets

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Balance with government authorities	130.15	44.34	148.82
Prepaid expenses	24.98	10.47	15.24
Recoverable from employees	-	-	3.48
Advance to suppliers	379.55	299.89	37.51
Less: Provision for advance to suppliers*	(2.62)	-	-
Total	**532.06**	**354.70**	**205.05**
*** Movement in provision for advance to suppliers:**			
Balance at the beginning of the year	-	-	-
Provision recognised during the year	2.62	-	-
Balance as at end of the year	**2.62**	**-**	**-**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

16 (a) Equity share capital

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised						
Equity Shares of ₹ 10.00 each	1,40,00,000	1,400.00	34,14,556	341.46	40,00,000	400.00
	1,40,00,000	**1,400.00**	**34,14,556**	**341.46**	**40,00,000**	**400.00**
Issued equity shares						
Equity Shares of ₹ 10.00 each	1,26,18,394	1,261.84	22,44,328	224.43	21,26,682	212.67
Subscribed and fully paid up equity shares						
Equity Shares of ₹ 10.00 each	**92,11,594**	**921.16**	**22,44,328**	**224.43**	**21,26,682**	**212.67**

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the year	22,44,328	224.43	21,26,682	212.67
Add: Equity shares issued during the year (refer note 16(a)(h))	4,58,715	45.87	1,17,646	11.76
Add: Bonus shares issued during the year (refer note 16(a)(g))	65,08,551	650.86	-	-
At the end of the year	**92,11,594**	**921.16**	**22,44,328**	**224.43**

(c) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. The holder of the equity share is entitled to dividend right and voting right in the same proportion as the capital paid-up on such equity share bears to the total paid-up equity share capital of the Company. The dividend, if any, proposed by Board of Directors is subject to approval of the shareholders in the ensuring Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in the same proportion as the capital paid-up on the equity shares held by them bears to the total paid-up equity share capital of the Company.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(d) Details of equity shareholders holding more than 5% equity shares in the Company

Particulars	For the year ended 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Equity Shares of ₹ 10 each, fully paid up						
Pankaj Sharma	19,38,741	21.05%	4,97,113	22.15%	4,33,956	20.41%
Rajiv Khandelwal	10,06,688	10.93%	2,58,125	11.50%	2,58,125	12.14%
Priya Sharma	9,10,108	9.88%	2,33,361	10.40%	2,33,361	10.97%
Neeraj Kumar Bansal	7,13,181	7.74%	1,82,867	8.15%	1,19,710	5.63%
Rajesh Tiwari	6,85,460	7.44%	1,75,759	7.83%	1,75,759	8.26%
Sarvajeet Singh	5,51,409	5.99%	1,75,000	7.80%	1,75,000	8.23%
Bharti Lakhanpal	5,24,160	5.69%	1,34,400	5.99%	2,60,714	12.26%
Aarti Sharma	4,74,587	5.15%	1,21,689	5.42%	1,21,689	5.72%
RK Powerline Private Limited	4,58,819	4.98%	1,17,646	5.24%	-	0.00%
Neetu Nirmal	3,07,667	3.34%	88,889	3.96%	1,25,374	5.90%

(e) Change in promoters shareholding

The Board of Directors vide their meeting held on 07 November 2023 has classified the following as the promoters of the Company pursuant to clause (za) of sub-regulation (1) of regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and clause (w) of sub-regulation (1) of regulation 2 and regulation 31A of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time.

For the year ended 31 March 2024

Promoter name	At the end of the year		At the beginning of the year		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pankaj Sharma	19,38,741	21.05%	4,97,113	22.15%	-1.10%
Priya Sharma	9,10,108	9.88%	2,33,361	10.40%	-0.52%
Rajesh Tiwari	6,85,460	7.44%	1,75,759	7.83%	-0.39%
Sarvajeet Singh	5,51,409	5.99%	1,75,000	7.80%	-1.81%
Rajiv Khandelwal	10,06,688	10.93%	2,58,125	11.50%	-0.57%

For the year ended 31 March 2023

Promoter name	At the end of the year		At the beginning of the year		% Change during the year
	No. of Shares	% of total shares	No. of Shares	% of total shares	
Pankaj Sharma	4,97,113	22.15%	4,33,956	20.41%	1.74%
Priya Sharma	2,33,361	10.40%	2,33,361	10.97%	-0.58%
Rajesh Tiwari	1,75,759	7.83%	1,75,759	8.26%	-0.43%
Aarti Sharma	1,21,689	5.42%	1,21,689	5.72%	-0.30%
Suhani Shekhawat	61,923	2.76%	61,923	2.91%	-0.15%

Notes to Consolidated Financial Statements
for the year ended 31 March 2024
(All amounts are in ₹ Lakhs, unless otherwise stated)

(f) During the year ended 31 March 2023, pursuant to section 62 of the Companies Act 2013, the Company has issued 67,226 and 50,420 equity shares of the Company on right basis to the eligible shareholders at ₹ 119 each including premium of ₹ 109 per share on 31 October 2022 and 22 December 2022 respectively.

(g) During the year ended 31 March 2024, on 22 July 2023, the Company allotted 65,08,551 equity shares of ₹10/- each as fully paid up bonus shares by utilising securities premium, capital redemption reserve and free reserves amounting to ₹ 534.08 lakhs, 58.54 lakhs and 58.23 lakhs, respectively, pursuant to a resolution passed by shareholders in Extra Ordinary General Meeting held on 21 July 2023.

(h) During the year ended 31 March 2024, on 07 August 2023, pursuant to section 42 and other relevant provisions of the companies act 2013, the Company has issued 4,58,715 equity shares of the Company on preferential allotment basis at ₹ 119 including premium of ₹ 109 per share having face value of ₹ 10 each. The Company has also incurred expenses amounting to ₹ 7.58 lakhs for the aforementioned preferential allotment.

(i) During the year ended March 31, 2024, the Company has initiated its initial public offer (IPO) of 34,06,800 equity shares of face value of ₹10 each at an issue price of ₹119 per share as fresh issue. The issue has been closed for subscription on 02 April 2024. Subsequently, Company has allotted equity shares to the successful bidders on 04 April 2024 and shares of the Company got listed on National Stock Exchange of India Limited (NSE emerge) on 08 April 2024. Further, the Company has received ₹1,315.19 lakhs as share application money from Anchor Investors as part of IPO.

16 (b) Preference Share Capital

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
Authorised						
Preference Shares of ₹ 10.00 each	-	-	5,85,444	58.54	-	-
	-	**-**	**5,85,444**	**58.54**	**-**	**-**
Issued, subscribed and fully paid up equity shares						
Preference Shares of ₹ 10.00 each	-	-	-	-	-	-

(b) Reconciliation of preference shares outstanding at the beginning and at the end of the year

Particulars	For the year ended 31 March 2024		For the year ended 31 March 2023	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	-	-	-	-
Add: Preference shares issued during the year	-	-	5,85,444	58.54
Less: Preference shares redeemed during the year	-	-	(5,85,444)	(58.54)
At the end of the year	**-**	**-**	**-**	**-**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(c) Rights, preferences and restrictions attached to preference shares

The Company has only one class of Compulsory Convertible Preference Shares (CCPS) having a par value of ₹ 10/- per share. The CCPS do not have any fixed dividend. In the event of liquidation of the Company, the holders of CCPS will be entitled to receive remaining assets of the Company in preference to the equity shareholders. These CCPS are having term of 3 years.

(d) During the year ended 31 March 2023, the Company has issued Compulsory Convertible Preference Shares (CCPS) at face value i.e. ₹ 10 to Mr Neeraj Kumar Bansal on 08 July 2022 for the period of three years. These CCPS were convertible/ redeemable at the option of Company or Mr Neeraj Kumar Bansal. Mr Neeraj Kumar Bansal shall be entitled to opt for conversion of CCPS into equity shares on any date after 1 year from the date of allotment. However, inadvertently in each of the regulatory filings, approvals and documents including the agreement with preference shareholders the term used is either Compulsory Convertible Preference Shares or CCPS. Hence, to remove this ambiguity the management has filed the necessary compounding application to change the nomenclature from Compulsory Convertible Preference Shares or CCPS to Redeemable Preference Shares (RPS).

(e) During the year ended 31 March 2023, the Company has redeemed 4,00,000 and 1,85,444 Compulsory Convertible Preference Shares (CCPS) at face value i.e. ₹ 10 each issued to Mr Neeraj Kumar Bansal on 10 February 2023 and 24 March 2023 respectively under the provision of section 55 of companies act 2013. The Company has created the capital redemption reserve of ₹ 58.54 lakhs on these preference shares.

17. Other equity

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
(a) Securities premium			
Opening balance	534.08	405.85	405.85
Add: Securities premium on issue of equity shares (Refer Note. 16(a)(h))	500.00	128.23	-
Less: Share issue expenses (Refer Note. 16(a)(h))	(7.58)	-	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(534.08)	-	-
Closing balance	**492.42**	**534.08**	**405.85**
(b) Capital redemption reserve			
Opening balance	58.54	-	-
Add: Addition during the year	-	58.54	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(58.54)	-	-
Closing balance	**-**	**58.54**	**-**
(c) Retained earnings			
Opening balance	572.48	(502.11)	96.04
Add: Impact due to prior period errors	-	-	(570.10)
Add: Impact due to Ind As adoption	-	-	(28.05)
Add: Profit/(loss) for the year	1,245.40	1,134.30	-
Add: Remeasurement gains/(loss)-net of tax	0.22	(1.17)	-
Add: Movement to Capital Redemption Reserve (Refer Note. 16(b)(e))	-	(58.54)	-
Less: Issue of fully paid bonus shares (Refer Note. 16(a)(g))	(58.24)	-	-
Closing balance	**1,759.87**	**572.48**	**(502.11)**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
(d) Other comprehensive income			
Opening balance	2.92	2.92	-
Add: Change in Controlling interest	2.92	54.13	2.92
Less: Change in Controlling interest	-	(54.13)	-
Closing balance	**5.84**	**2.92**	**2.92**
(e) Share application money pending allotment			
Opening balance	-	-	-
Add: Addition during the year (Refer Note. 16(a)(i))	1,315.19	50.00	-
Less: Share application money transferred to liability (Refer Note 20)	-	(50.00)	-
Closing balance	**1,315.19**	**-**	**-**
Total other equity	**3,573.32**	**1,168.02**	**(93.34)**

Nature and purpose:

(a) **Securities premium:** Securities premium account is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act 2013.

(b) **Capital Redemption Reserve:** Capital Redemption Reserve is created for the shares redeemed/ buyback by the Company in accordance with the provisions of the Companies Act 2013.

(c) **Surplus/(Deficit) in Statement of Profit and Loss:** Represents the amount of accumulated surplus/(deficit) earned till date and remeasurements on post employment defined benefits plans.

(d) **Other Comprehensive Income (OCI):** Other Comprehensive Income Reserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into:

i) Items that will not be reclassified to statement of income & expenses,

ii) item that will be reclassified to statement of income & expenses.

(e) **Other comprehensive income:** Other comprehensive income are remeasurements on post employment defined benefits plans.

(f) **Share application money pending allotment:** Share application money pending allotment is the amount received from investors during the application process for shares, but the allotment of shares has not yet been made.

18. Borrowings

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Secured						
Term loan from banks and financial institutions	-	501.59	-	621.97	-	877.47
Working capital loan	92.05	-	749.65	-	406.98	-
Other short term loans from banks	1,855.30	-	796.13	-	665.14	-

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Unsecured						
Loan from banks and financial institutions	0.55	50.55	0.41	92.83	-	61.74
Loans from related parties (Refer note 39)	28.95	-	84.68	-	49.53	-
Loan from Others-Current	-	-	40.00	-	-	-
Total borrowings	**1,976.85**	**552.14**	**1,670.87**	**714.80**	**1,121.65**	**939.21**
Current maturities of non-current borrowings	251.12	(251.12)	375.84	(375.84)	-	-
Total	**2,227.97**	**301.02**	**2,046.71**	**338.96**	**1,121.65**	**939.21**

The Company has fund based and non-fund based facilities (viz. bank guarantees and letter of credits) from banks.

Notes:

- Refer note 45 for terms and conditions of borrowings.

19. Lease Liabilities

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Lease liabilities (Refer note 38)	-	-	35.67	-	32.29	35.67
Total	**-**	**-**	**35.67**	**-**	**32.29**	**35.67**

20. Other financial liabilities

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Measured at amortised cost						
Payable for capital goods	4.92	-	-	-	-	-
Security deposits	108.27	-	155.00	-	-	10.00
Payable to employees	37.94	-	31.21	-	38.41	-
Interest accrued but not due on borrowings (Refer note 39)	45.24	-	31.75	-	-	-
Interest on share application money	0.31	-	0.31	-	-	-
Other Payables	9.66	-	-	-	5.97	-
Total	**206.34**	**-**	**218.27**	**-**	**44.38**	**10.00**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

21. Provisions

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Current	Non-current	Current	Non-current	Current	Non-current
Provisions for employee benefits (Refer note 37)						
Gratuity	1.41	7.59	0.42	8.29	0.10	3.70
Total	**1.41**	**7.59**	**0.42**	**8.29**	**0.10**	**3.70**

22. Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Total outstanding dues of micro enterprises and small enterprises	18.38	40.02	0.45
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,997.07	1,209.99	249.90
Total	**2,015.45**	**1,250.01**	**250.35**
Of the above, trade payables to:			
- Related parties (Refer note 39)	0.15	-	-
- Others	2,015.30	1,250.01	250.35
Total	**2,015.45**	**1,250.01**	**250.35**

Notes:

(a) Trade payables ageing schedule:

i) As at 31 March 2024

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	18.38	-	-	-	-	18.38
(i) Others	1,304.23	671.16	11.80	5.46	4.42	1,997.07
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**1,322.61**	**671.16**	**11.80**	**5.46**	**4.42**	**2,015.45**

i1) As at 31 March 2023

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2.47	37.55	-	-	-	40.02
(i) Others	236.54	949.92	8.70	14.59	0.24	1,209.99
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**239.01**	**987.47**	**8.70**	**14.59**	**0.24**	**1,250.01**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

iii) As at 31 March 2022

Particulars	Outstanding for following period from due date of payment					Total
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
(i) MSME	0.45	-	-	-	-	0.45
(ii) Others	15.99	222.28	10.06	1.57	-	249.90
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues -Others	-	-	-	-	-	-
Total	**16.44**	**222.28**	**10.06**	**1.57**	**-**	**250.35**

(b) For exposure to currency and liquidity risks related to Trade payables, refer note 40 to the Ind AS financial statements.

23. Other Current Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Statutory dues payable	502.13	365.54	13.39
Total	**502.13**	**365.54**	**13.39**

24. Revenue from operations

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(i) Revenue from Engineering, Procurement & Construction:		
- Revenue from Sale of Services	1,876.64	3,653.90
- Contract Revenue	8,995.18	2,717.04
(ii) Revenue from Sale of Products	-	1,108.14
Total	**10,871.82**	**7,479.08**

25. Other Income

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest on bank deposits	38.43	7.34
Interest on security deposits	0.84	2.79
Interest income on loan to related party (Refer note 39)	0.49	0.50
Liabilities no longer required written back	12.77	-
Interest on income tax refund	-	0.13
Dividend income	0.55	-
Miscellaneous income	-	0.24
Total	**53.08**	**11.00**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

26. Cost of construction

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Construction material	2,201.50	1,415.01
Direct project cost	5,224.04	1,834.00
Total	**7,425.54**	**3,249.01**

27. Purchases of stock-in-trade

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Purchases of stock-in-trade	-	1,092.85
Add: Freight, loading & unloading expenses	-	1.80
Total	**-**	**1,094.65**

28. Changes in inventories

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening stock		
Stock-in-trade	-	109.43
Total (A)	**-**	**109.43**
Closing stock		
Stock-in-trade	-	2.36
Total (B)	**-**	**2.36**
Changes in inventory (A-B)	**-**	**107.07**

29. Net gain/ (Loss) on fair value changes (on financial assets measured at FVTPL)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
- On equity instrument	0.83	-
Total	**0.83**	**-**
Fair value changes:		
- Realised (including reinvested)	0.52	-
- Unrealised	0.31	-
Total	**0.83**	**-**

30. Employee benefits expense

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Salaries and wages, including bonus	415.37	261.74
Contribution to provident and other funds (Refer note 37)	13.49	8.97
Gratuity expense (Refer note 37)	3.73	3.34
Staff welfare expenses	27.82	19.32
Total	**460.41**	**293.37**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

31. Finance costs

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expense on financial liabilities carried at amortised cost:		
Lease liabilities	1.65	5.03
Interest expense	250.56	196.43
Other borrowing costs	17.48	20.81
Total	**269.69**	**222.27**

32. Depreciation and amortisation expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation on property, plant and equipment	163.16	146.83
Depreciation of right-of-use assets	33.44	33.44
Total	**196.60**	**180.27**

33. Other expenses

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Rates and taxes	28.73	10.96
Insurance expenses	19.32	-
Freight and cartage	16.03	1.06
Electricity and water expenses	3.46	1.88
Business development expenses	8.02	2.14
Office expenses	8.57	6.05
Repairs and maintenance	2.96	11.66
Membership & subscription expenses	0.55	0.53
Rent expenses	14.53	3.46
Software and website expenses	7.35	0.80
Travelling and conveyance expenses	33.53	8.77
Expected credit loss allowance on trade receivables and deposits	425.15	230.51
Bad debts	21.46	18.53
Provision for advance to supplier	2.62	-
Design charges	167.04	509.57
Auditors remuneration		
- As statutory auditor	14.00	2.75
- For other matters*	18.50	-
- Out of pocket expenses*	0.55	-
Legal and other professional costs	78.12	6.11
Loss on sale of fixed assets	-	3.26
CSR expense	10.85	-
Director sitting fees	1.30	-
Miscellaneous expenses	14.54	1.43
Total	**897.18**	**819.47**

* Includes fees for issuance of reports and certificates under IPO in the capacity of statutory auditors.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

34. Income taxes

(a) Income tax recognised in profit and loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Current tax	545.13	462.30
(b) Deferred tax charge/ (credit)	(112.47)	(62.07)
(c) Tax related to earlier years	(6.55)	-
Total	**426.11**	**400.23**

(b) Income tax recognised in other comprehensive income (OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Deferred tax charge on remeasurement of defined benefit plan	0.07	(0.40)
Total	**0.07**	**(0.40)**

(c) Tax reconciliation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before tax	1,671.51	1,532.55
Applicable tax rate	25.168%	25.168%
Income tax expenses calculated at above rate	420.69	385.71
Tax effect of:		
- Effect of temporary differences and unabsorbed losses	(112.47)	(62.07)
- Non deductible expenses	124.44	76.59
- Tax related to earlier years	(6.55)	-
Total	**426.11**	**400.23**

(d) Deferred tax movement

For the Year 2023-24	DTA / (DTL)	Balance as at 01 April 2023	(Charged)/ credited to: Profit and loss	(Charged)/ credited to: Other comprehensive income	Balance as at 31 March 2024
On the difference between book balance and tax balance of property, plant and equipment and intangible assets	DTA/ (DTL)	(13.48)	4.87	-	(8.61)
Fair value of financial assets	DTA/ (DTL)	-	(0.08)	-	(0.08)
Expected Credit Loss	DTA/ (DTL)	66.44	107.01	-	173.45
Provision for employee benefits	DTA/ (DTL)	2.19	0.62	(0.07)	2.74
ROU and Lease Liability	DTA/ (DTL)	0.56	(0.56)	-	-
EIR on borrowing	DTA/ (DTL)	0.41	(0.26)	-	0.15
Provision for advance to supplier	DTA/ (DTL)	(0.21)	0.87	-	0.66
Total	**DTA / (DTL)**	**55.91**	**112.47**	**(0.07)**	**168.31**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

For the Year 2022-23	DTA / (DTL)	Balance as at 01 April 2023	(Charged)/ credited to: Profit and loss	(Charged)/ credited to: Other comprehensive income	Balance as at 31 March 2024
On the difference between book balance and tax balance of property, plant and equipment and intangible assets	DTA/ (DTL)	(17.06)	3.58	-	(13.48)
Expected Credit Loss	DTA/ (DTL)	8.71	57.73	-	66.44
Provision for employee benefits	DTA/ (DTL)	0.99	0.80	0.40	2.19
ROU and Lease Liability	DTA/ (DTL)	0.28	0.28	-	0.56
EIR on borrowing	DTA/ (DTL)	0.08	0.33	-	0.41
Fair value of financial assets	DTA/ (DTL)	0.42	(0.63)	-	(0.21)
Preliminary expenses	DTA/ (DTL)	0.02	(0.02)	-	-
Total	**DTA / (DTL)**	**(6.56)**	**62.07**	**0.40**	**55.91**

35. Earning per share (EPS)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Net profit attributable to equity shareholders (₹ in lakhs)	1,245.40	1,134.30
Calculation of weighted average number of equity shares -		
Number of equity shares at the beginning of the year	65,08,551	61,67,378
Number of equity shares outstanding as at the end of the year	92,11,594	65,08,551
Weighted average number of equity shares outstanding during the year for calculation of basic EPS	90,50,730	62,88,624
Effect of dilutive potential equity shares		
Weighted average number of equity shares outstanding during the year for calculation of diluted EPS	90,50,730	73,66,001
Nominal value of equity shares (₹)	10.00	10.00
Basic earnings per equity shares(₹)	**13.76**	**18.04**
Diluted earnings per equity shares (₹)	**13.76**	**15.40**

36. Contingent liabilities and capital commitments

Contingent Liability

a) The Company has pending litigation with Public Works Department Rajasthan relating to rehabilitation work for which matter is to be decided by Hon'ble High Court. The amount involved ₹ 83.48 lakhs as on 31 March 2024 and 31 March 2023.

b) The Company has pending litigation with Public Works Department Rajasthan relating to rehabilitation work for which matter is to be decided by Hon'ble High Court. The amount involved ₹ 11.98 lakhs as on 31 March 2024 and 31 March 2023.

Based on legal advice, management believes that they have a strong case and no provision is required to be made.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Capital Commitment

Based on the information available with the Company, the capital commitment as at 31 March 2024 is ₹ 2.18 lakhs. (As at 31 March 2023-Nil).

37. Employee benefits

The disclosures required under Ind AS 19 "Employee benefits" notified in the Companies (Indian Accounting Standards) Rules, 2015 are given below:-

i) Defined contribution plans

The Company makes contributions, determined as specified percentage of employee salaries in respect of qualifying employees towards provident fund, employees state insurance and labour welfare fund, which are defined contribution plans. The Company has no obligation other than to make the specified contributions. The contributions are charged to statement of profit and loss as they accrue. The amount recognised as expense during year ended 31 March 2024 towards contribution to provident fund, state insurance and labour welfare fund aggregated to ₹ 13.49 lakhs (31 March 2023 ₹ 8.97 lakhs).

ii) Defined benefit plans

The Gratuity amount has been computed based on respective employee's salary and the years of employment with the Company. Gratuity has been accrued based on actuarial valuation as at the balance sheet date, carried by an independent actuary.

The following table sets forth the status of the gratuity plan of the Company and the amounts recognised in the Balance Sheet and the Statement of Profit and Loss.

I. Net liability recognised in the Balance Sheet

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Current liability	1.41	0.42	0.10
Non-Current liability	7.59	8.29	3.70
Net liability recognised in Balance Sheet	**9.00**	**8.71**	**3.80**

II. Expense recognised in the Statement of Profit and Loss

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Current Service Cost	3.09	3.06
Past Service Cost including curtailment Gains/Losses	-	-
Interest cost on the net defined benefit liability/ (asset)	0.64	0.28
Expense recognised in the Statement of Profit and Loss	**3.73**	**3.34**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

III. Remeasurement recognised in the Other Comprehensive Income (OCI)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Actuarial (gains)/ losses		
- Change in demographic assumptions	0.25	-
- Change in financial assumptions	10.14	(0.10)
- Experience adjustments (i.e. actual experience vs assumptions)	(10.68)	1.67
- Return on plan assets, excluding amount recognized in net interest expense	-	-
Remeasurement recognised in the OCI	**(0.29)**	**1.57**

IV. Movement in the present value of defined benefit obligation

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation at the beginning of the year	8.71	3.80
Current service cost	3.09	3.06
Interest cost	0.64	0.28
Past Service Cost including curtailment Gains/Losses	-	-
Re-measurement (or Actuarial) (gain) / loss arising from:		
- Change in demographic assumptions	0.25	-
- Change in financial assumptions	10.14	(0.10)
- experience variance (i.e. Actual experience vs assumptions)	(10.68)	1.67
Benefits paid	(3.15)	-
Present value of defined benefit obligation as at end of the year	**9.00**	**8.71**

V. Principal actuarial assumptions

Particulars	As at 31 March 2024	As at 31 March 2023
Discount rate	7.25%	7.39%
Salary escalation rate (per annum)	12.00%	4.00%
Retirement age (in years)	60 Years	60 Years
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
Withdrawal rate (per annum)		
- upto 30 years	30.00%	5.00%
- 31 to 44 years	30.00%	5.00%
- Above 44 years	30.00%	5.00%

VI. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Particulars	Increase	Decrease
As at 31 March 2024		
Discount rate (0.5% movement)	(0.18)	0.18
Salary escalation rate (0.5% movement)	0.17	(0.17)
As at 31 March 2023		
Discount rate (0.5% movement)	(0.42)	0.46
Salary escalation rate (0.5% movement)	0.47	(0.44)
As at 01 April 2022		
Discount rate (0.5% movement)	(0.21)	0.23
Salary escalation rate (0.5% movement)	0.23	(0.21)

VII. Risk exposure

Interest Rate risk: The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Liquidity Risk: This is the risk that the Company is not able to meet the short-term gratuity payouts. This may arise due to non availability of enough cash/cash equivalent to meet the liabilities or holding of liquid assets not being sold in time.

Salary Escalation Risk: The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic Risk: The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Regulatory Risk: Gratuity benefit is paid in accordance with the requirements of the Payment of Gratuity Act,1972 (as amended from time to time). There is a risk of change in regulations requiring higher gratuity payouts (e.g. increase in the maximum limit on gratuity of ₹ 20 lacs).

38. Disclosure as required under Ind AS 116 Leases

The Company's leases primarily consists of leases for building, fit-outs and vehicles. Generally, the contracts are made for fixed period and does not have a purchase option at the end of lease term. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company applies the 'short-term lease' recognition exemptions for these leases with lease terms of 12 months or less.

(i) Amount recognised in the Balance sheet

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Carrying amount of right-of-use assets (ROU)			
Building	-	33.44	66.88
Carrying amount of lease liability			
Current	-	35.67	32.29
Non-current	-	-	35.67

Notes to Consolidated Financial Statements
for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	2023-2024	2022-2023
Additions to the ROU		
Building	-	-

(ii) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Less than one year	-	37.32	33.33
One to five years	-	-	37.32
More than five years	-	-	-
Total	**-**	**37.32**	**70.65**

(iii) The amount recognised in the statement of profit and loss

Particulars	2023-2024	2022-2023
Depreciation expense on ROU assets recognized during the year	33.44	33.44
Interest expense on lease liability	1.65	5.03
Total cash outflow for leases in ROU	37.32	37.32
Total cash outflow for leases in short-term leases and low value leases	14.53	1.44

(iv) Extension and termination option

Extension and termination options are included in various leases executed by the Company. These are used to maximise operational feasibility in terms of managing the assets used in Company's operations. Generally, these options are exercisable mutually by both the lessor and lessee.

39. Related parties

In the books of Company

Names of related parties and related party relationships

Associate company

K2 Recyclers Private Limited (from 01 September 2022 till date)

K2 Cloud Private Limited

Key managerial personnels

Pankaj Sharma (Managing Director)

Neeraj Kumar Bansal (Director)

Rajesh Tiwari (Director)

Priya Sharma (Director)

Sagar Bhatia (Independent Director) (from 07 November 2023)

Ajai Kumar Singh Chauhan (Independent Director) (from 10 October 2023)

Shipra Sharma(Independent Director) (from 10 October 2023)

Priyanka Pareek (Chief Financial Officer) (27 September 2023)

Jyoti Lakra (Company Secretary) (from 27 September 2023)

Relative of key managerial personnel

Payal Tiwari (Relative of Director)

Rohit Pareek (Relative of Chief Financial Officer)(from 28 August 2023)

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(a) Related party transactions

Name of Related Party	Nature of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
K2 Recyclers Private Limited	Unsecured Loan-Taken	644.00	-
	Unsecured Loan-Repaid	644.00	-
	Unsecured Loan-Given	-	421.90
	Unsecured Loan-Repayment received	-	426.90
	Sales	-	182.84
	Purchases	1.46	-
	Interest on loan	9.71	24.05
K2 Cloud Private Limited	Loan Advanced	10.00	9.00
	Loan Repayment Received	2.00	9.00
	Interest receivable on loan	0.49	0.50
Pankaj Sharma	Unsecured Loan-Taken	17.50	83.63
	Unsecured Loan-Repaid	55.00	41.23
	Bonus Shares	144.16	-
	Reimbursement Expenses	1.10	22.40
	Reimbursement Paid	0.97	28.87
	Professional Fees-Paid	-	6.60
	Salary-Expense**	24.15	-
	Salary-Paid	21.90	-
Rajesh Tiwari	Unsecured Loan-Taken	-	20.50
	Unsecured Loan-Repaid	9.47	36.50
	Bonus Shares	50.97	-
	Sitting Fees	0.20	-
	Salary Paid	-	2.93
	Reimbursement Expenses	0.86	6.55
	Reimbursement Paid	1.09	10.68
Payal Tiwari	Imprest Paid	0.92	-
Neeraj Kumar Bansal	Salary-Expense**	28.65	40.98
	Salary-Paid	35.20	37.79
	Bonus Shares	53.03	-
	Reimbursement Expenses	2.29	5.53
	Reimbursement Paid	5.36	3.00
	Unsecured Loan-Taken	11.00	10.75
	Unsecured Loan-Repaid	19.75	2.00
Priya Sharma	Bonus Shares	67.67	-
	Salary-Expense**	19.61	38.81
	Salary-Paid	19.38	42.57
Sagar Bhatia	Sitting Fees	0.40	-
Ajai Kumar Singh Chauhan	Sitting Fees	0.40	-

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Name of Related Party	Nature of transaction	For the year ended 31 March 2024	For the year ended 31 March 2023
Shipra Sharma	Sitting Fees	0.30	-
Priyanka Pareek	Salary Paid	14.02	-
	Salary-Expense**	15.05	-
	Reimbursement Expenses	0.15	-
	Reimbursement Paid	0.09	-
Jyoti Lakra	Salary-Expense**	4.21	-
	Salary Paid	3.52	-
	Reimbursement Paid	0.02	-
Rohit Pareek	Salary-Expense**	3.44	-
	Salary Paid	3.14	-
	Reimbursement Expenses	2.47	-
	Reimbursement Paid	0.81	-
Aarti Sharma	Bonus Share	35.29	0

(b) Outstanding balances

Name of Related Party	Nature of balance	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
K2 Recyclers Private Limited	Trade receivables	8.06	8.06	-
	Trade payables	0.15	-	-
	Unsecured Loan	-	-	-
	Loan Advanced	-	-	5.00
	Interest payable	33.76	24.05	-
K2 Could Private Limited	Loan-Receivable	8.00	-	-
	Interest receivable	1.00	0.50	-
Pankaj Sharma	Unsecured Loan	28.95	66.45	24.05
	Reimbursement Payable	0.12	-	6.46
	Salary Payable	2.25	-	-
	Payable-Professional fees	-	-	6.60
Rajesh Tiwari	Reimbursement- Payable	-	0.23	4.36
	Sitting Fees Payable	0.20	-	-
	Loan Payable	-	9.48	25.48
Payal Tiwari	Imprest	-	0.92	0.92
Neeraj Kumar Bansal	Reimbursement Payable	0.87	3.93	1.40
	Salary Payable	1.89	8.45	5.26
	Payable-Loan	-	8.75	-
Priya Sharma	Salary Payable	5.54	5.31	1.56
Sagar Bhatia	Sitting Fees Payable	0.40	-	-
Ajai Kumar Singh Chauhan	Sitting Fees Payable	0.40	-	-
Shipra Sharma	Sitting Fees Payable	0.30	-	-
Priyanka Pareek	Salary Payable	1.03	-	-
	Reimbursement Payable	0.05	-	-

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Name of Related Party	Nature of balance	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Jyoti Lakra	Salary Payable	0.69	-	-
	Reimbursement Receivable	0.02	-	-
Rohit Pareek	Salary Payable	0.30	-	-
	Imprest	0.80	-	-

(c) Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and settlement occurs in cash. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(d) The related party transactions disclosed are as per management certification and includes the transactions which were not included in the audited consolidated financial statements for the year ended 31 March 2023 of the Company prepared in accordance with Accounting Standards prescribed under Companies (Accounting Standards) Rules 2006.

** Includes salary, bonus and contribution to provident fund and excludes provision of gratuity, since these are based on actuarial valuation carried out for the Company as a whole.

40. Financial risk management objectives and policies

The Company's principal financial liabilities comprises of borrowings, trade payables, lease liabilities, other financial liabilities and financial assets includes investments, trade receivables, cash and cash equivalents, bank balances, other financial assets that derive directly from its operations. The Company's financial risk management is an integral part of business plan and execution of business strategies. The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

A. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk and interest rate risk. Financial instruments affected by market risk include future commercial transactions, borrowings, investments, trade payables and trade receivables.

i) Foreign exchange risk

There is no foreign exchange risk on the company as no transaction has been done by the Company in foreign currency.

ii) Interest rate risk

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. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Variable rate borrowings	1,855.30	1,251.05	725.14
Fixed rate borrowings	673.69	1,134.62	1,335.72
Total	**2,528.99**	**2,385.67**	**2,060.86**

Sensitivity analysis

A change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below.

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Increase by 100 basis points	(18.55)	(12.51)	(7.25)
Decrease by 100 basis points	18.55	12.51	7.25

B. Credit risk

Credit risk arises from the possibility that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from trade receivables for construction contracts and contract asset relating to construction contracts. The carrying amount of all financial assets represents the maximum credit exposure.

(i) Trade receivables

The Company periodically assesses the financial reliability of customers, taking into account the financial conditions, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. The Company does not hold collateral as security.

The Company has not experienced any significant impairment losses in respect of trade receivables in the past years.

Exposure to credit risk:

Particulars	Gross carrying amount	Expected credit loss provision	Carrying amount net of provision
As at 31 March 2024	6,763.67	689.15	6,074.52
As at 31 March 2023	3,916.97	264.00	3,652.97
As at 01 April 2022	1,034.73	33.49	1,001.24

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ii) Cash and bank balances including fixed deposits

The Company held cash and bank balance including fixed deposits of as at 31 March 2024 ₹ 2,210.88 lakhs, 31 March 2023 ₹ 485.99 lakhs, and 01 April 2022 ₹ 245.23 lakhs. These cash and bank balances are held with high rated banks/institutions and short term in nature and therefore does not carry any significant credit risk.

C. Liquidity risk

Liquidity risk is defined as the risk that Company will not be able to settle or meet its obligation on time or at a reasonable price. The Company's objective is to all time maintain optimum level of equity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. In addition, processes and policies related to such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecast on the basis of expected cash flows.

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Within twelve months	After twelve months	Within twelve months	After twelve months	Within twelve months	After twelve months
Borrowings	2,277.15	335.17	2099.04	378.86	1218.74	1023.56
Lease liabilities	-	-	37.32	-	33.33	37.32
Trade payables	2015.45	-	1,250.01		250.35	-
Other financial liabilities	206.34	-	218.27	-	44.38	10.00
Total	**4,498.94**	**335.17**	**3,604.64**	**378.86**	**1,546.80**	**1,070.88**

41. Capital management

The Company's objective for managing capital is to ensure as under:

i) To ensure the Company's ability to continue as a going concern.

ii) Maintaining a strong credit rating and healthy debt equity ratio in order to support business and maximize the shareholders' value.

iii) Maintain an optimal capital structure.

iv) Compliance financial covenants under the borrowing facilities.

For the purpose of capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company. The Company manages its capital structure keeping in view of:

i) Compliance of financial covenants of borrowing facilities.

ii) Changes in economic conditions.

In order to achieve this overall objective of capital management, amongst other things, the Company aims to ensure that it meets financial covenants attached to the borrowings facilities defining capital structure requirements, where breach in meeting the financial covenants may permit the lender to call the borrowings. There have been no breach in the financial covenants of any borrowing facilities in the current period. There is no change in the objectives, policies or processes for managing capital over previous year. To maintain the capital structure, the Company may vary the dividend payment to shareholders.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
Net Debt* (A)	2,528.99	2,385.67	2,060.86
Total Equity (B)	4,494.48	1,392.45	119.33
Net Debt to Equity Ratio (A/B)	**0.56**	**1.71**	**17.27**

*Includes current and non- current borrowings.

42. Financial instrument by category

The classification of financial assets and financial liabilities by accounting categorisation for the year are as follows:

Particulars	As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss	Amortised cost	Fair value through profit and loss
Non-current						
Investments	66.97	-	68.85	-	1.58	-
Other financial assets	75.84	-	323.71	-	26.34	-
Current						
Investments	-	5.50	-	-	-	-
Trade receivables	6,074.52		3,652.97	-	1,001.24	-
Cash and cash equivalents	40.90	-	44.36	-	102.38	-
Other bank balances	2,134.21	-	187.52	-	142.85	-
Other financial assets	103.14	-	160.55	-	22.07	-
Total financial assets	**8,495.58**	**5.50**	**4,437.96**	**-**	**1,296.46**	**-**
Non-current						
Borrowings	301.02	-	338.96	-	939.21	-
Lease liabilities	-	-	-	-	35.67	-
Other financial liabilities	-	-	-	-	10.00	-
Current						
Borrowings	2,227.97	-	2,046.71	-	1,121.65	-
Lease liabilities	-	-	35.67	-	32.29	-
Trade payables	2,015.45	-	1,250.01	-	250.35	-
Other financial liabilities	206.34	-	218.27	-	44.38	-
Total financial liabilities	**4,750.78**	**-**	**3,889.62**	**-**	**2,433.55**	**-**

The Company considers that the carrying amounts of amortised cost of financial assets and financial liabilities recognised in the financial statements are approximate to their fair values.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ii) Fair value hierarchy

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial investments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath.

Particulars	Level	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022
		Fair value	Fair value	Fair value
Investment in equity shares (other than subsidiaries and associates)	Level 1	5.50	-	-
TOTAL		**5.50**	**-**	**-**

Fair value of financial assets and liabilities measured at amortised cost

(a) The carrying amounts of short-term trade and other receivables, trade payables, cash and cash equivalents, other bank balances, other financial liabilities and other financial assets are considered to be the same as their Fair values, due to their short-term nature.

(b) In respect of other long-term financial assets/liabilities stated above as measured at amortised cost, their carrying values are not considered to be materially different from their fair values.

43. Key accounting changes

Impact of First time adoption of Ind AS

43.1 First-time adoption of Ind-AS

a. The consolidated financial statements of the Company have been prepared in accordance with recognition and measurement principles prescribed under Section 133 of the Companies Act, 2013 read with the rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules 2016 issued thereunder, and other accounting principles generally accepted in India ("IndAS").

b. The Company's management had issued the Audited Consolidated Financial Statements of the Company for the year ended 31 March 2023, and 31 March 2022 on 11 September 2023, and 30 September 2022 respectively that were prepared in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Companies Act, 2013 read with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Indian GAAP').

c. The transition to IndAS was carried out from the accounting principles generally accepted in India ('Indian GAAP') which is considered as "Previous GAAP" as defined in Ind AS 101, "First Time Adoption". An explanation of how the transition to Ind AS has impacted the Company's equity and profits/loss is provided in the Reconciliation of Equity as at 01 April 2022 to March 31 2023 and Reconciliation of Statement of Profit/Loss for the year ended March 31, 2023. The preparation of these Ind AS Financial Statements resulted in changes to the accounting policies as compared to most recent annual financial statements prepared under Indian GAAP. The impact arising from the adoption of IndAS on the date of transition (01 April 2022) has been adjusted in other equity.

d. This note explains the principal adjustments made by the Company in transition from previous Indian GAAP to Ind AS.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43.2 Exemptions and exceptions applied

A. Exemptions

Ind AS 101 First-Time Adoption allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. For transition to Ind AS, the Company has applied the following exemptions:

(i) Derecognition of financial assets and financial liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after 01 April 2022 (the transition date).

B. Exceptions

Ind AS 101 First-Time Adoption provides first-time adopters certain exceptions from the retrospective application of certain requirements under Ind AS. For transition to Ind AS, the Company has applied the following exceptions:

(i) Recognition of financial assets and liabilities

The Company has recognised financial assets and liabilities on transition date which are required to be recognised by IndAS and were not recognised under previous GAAP.

(ii) Classification and measurement of financial assets

Ind AS 101 requires that an entity should assess the classification of its financial assets on the basis of facts and circumstances exist on the date of transition. Accordingly, in its Opening Ind AS Balance Sheet, the Company has classified all the financial assets on basis of facts and circumstances that existed on the date of transition, i.e. 01 April 2022.

(iii) Impairment of financial assets

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

(iv) Estimates

The entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

IndAS estimates as at 01 April 2022 are consistent with the estimates as at the same date made in conformity with previous GAAP except for the following items where application of Indian GAAP did not require estimation:

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43.3 Reconciliation of Balance Sheet as at 01 April 2022 to 31 March 2023

Particular	Previous GAAP as at 01 April 2022	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 01 April 2022	Previous GAAP as at 31 March 2023	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 31 March 2023
I. ASSETS								
A. Non-current assets								
Property, Plant and Equipment	899.43	-	-	899.43	808.38	-	-	808.38
Right -of-use asset	-	66.88	-	66.88	-	33.44	-	33.44
Intangible assets	0.01	-	-	0.01	0.01	-	-	0.01
Financial assets:								
(i) Investments	4.86	-	(3.28)	1.58	60.97	-	7.88	68.85
(ii) Other financial assets	27.96	(1.62)	-	26.34	377.40	(0.84)	(52.85)	323.71
Deferred tax assets (Net)	-	-	-	-	-	55.91	-	55.91
Sub-total (A)	**932.26**	**65.26**	**(3.28)**	**994.24**	**1,246.76**	**88.51**	**(44.97)**	**1,290.30**
B. Current assets								
Inventories	108.23	-	-	108.23	282.95	-	(282.95)	-
Financial assets:								
(i) Trade receivables	1,596.16	(33.49)	(561.43)	1,001.24	3,584.85	(264.01)	332.13	3,652.97
(ii) Cash and cash equivalents	102.38	-	-	102.38	44.36	-	-	44.36
(iii) Bank balances other than (ii) above	142.85	-	-	142.85	437.52	-	(250.00)	187.52
(iv) Other financial assets	22.07	-	-	22.07	169.84	-	(9.29)	160.55
Current tax assets (Net)	15.73	(0.65)	-	15.08	33.24	(33.24)	-	-
Other current assets	202.46	2.62	(0.03)	205.05	366.08	-	(11.38)	354.70
Sub-total (B)	**2,189.88**	**(31.52)**	**(561.46)**	**1,596.90**	**4,918.84**	**(297.25)**	**(221.49)**	**4,400.10**
Total Assets (A+B)	**3,122.14**	**33.74**	**(564.74)**	**2,591.14**	**6,165.60**	**(208.74)**	**(266.46)**	**5,690.40**
II. EQUITY AND LIABILITIES								
C. Equity								
Equity Share Capital	212.67	-	-	212.67	224.43	-	-	224.43
Other equity	501.91	(23.95)	(571.30)	(93.34)	1,738.63	(266.41)	(304.20)	1,168.02
Equity attributable to equity shareholders of the parent	**714.58**	**(23.95)**	**(571.30)**	**119.33**	**1,963.06**	**(266.41)**	**(304.20)**	**1,392.45**
Non Controlling Interest	14.39	(4.10)	4.22	14.51	-	-	-	-
Sub-total (C)	**728.97**	**(28.05)**	**(567.08)**	**133.84**	**1,963.06**	**(266.41)**	**(304.20)**	**1,392.45**

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particular	Previous GAAP as at 01 April 2022	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 01 April 2022	Previous GAAP as at 31 March 2023	Effect of transition to Ind AS	Other Adjustments*	Ind AS as at 31 March 2023
Liabilities								
D. Non-current liabilities								
Financial Liabilities								
(i) Borrowings	939.52	(0.31)	-	939.21	382.72	(1.61)	(42.15)	338.96
(ii) Lease liabilities	-	35.67	-	35.67	-	-	-	-
(iii) Other financial liabilities	10.00	-	-	10.00	-	-	-	-
Provisions	-	1.46	2.24	3.70	-	3.02	5.27	8.29
Deferred tax liabilities (Net)	16.49	(9.93)	-	6.56	13.49	(13.49)	-	-
Sub-total (D)	**966.01**	**26.89**	**2.24**	**995.14**	**396.21**	**(12.08)**	**(36.88)**	**347.25**
E. Current liabilities								
Financial Liabilities								
(i) Borrowings	933.97	-	187.68	1,121.65	1,997.32	-	49.39	2,046.71
(ii) Lease liabilities	-	32.29	-	32.29	-	35.67	-	35.67
(iii) Trade payables								
- Total outstanding dues of micro enterprises and small enterprises	0.45	-	-	0.45	40.02	-	-	40.02
-Total outstanding dues of creditors other than micro enterprises and small enterprises	249.90	-	-	249.90	1,209.99	-	-	1,209.99
(iv) Other financial liabilities	232.06		(187.68)	44.38	193.46	-	24.81	218.27
Other current liabilities	10.78	2.61	-	13.39	365.54	-	-	365.54
Provisions	-	-	0.10	0.10	-	-	0.42	0.42
Current tax liabilities (Net)	-	-	-	-	-	34.08	-	34.08
Sub-total (E)	**1,427.16**	**34.90**	**0.10**	**1,462.16**	**3,806.33**	**69.75**	**74.62**	**3,950.70**
Total equity and liabilities (C+D+E)	**3,122.14**	**33.74**	**(564.74)**	**2,591.14**	**6,165.60**	**(208.74)**	**(266.46)**	**5,690.40**

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

*Refer Note 47

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43.4 Reconciliation of Statement of Profit and Loss

Particulars	For the year ended 31 March 2023			
	Previous GAAP*	Other Adjustments*	Effect of transition to Ind AS	Ind AS
I. Revenue from operations	6,883.14	595.94	-	7,479.08
II. Other income	9.71	0.50	0.79	11.00
III. Total Revenue	**6,892.85**	**596.44**	**0.79**	**7,490.08**
IV. Expenses				
Cost of construction	3,063.89	185.12	-	3,249.01
Purchase of Stock in Trade	1,094.65	-	-	1,094.65
Changes in inventories	0.25	106.82	-	107.07
Employee benefits expense	290.04	3.33	-	293.37
Finance costs	193.59	24.94	3.74	222.27
Depreciation and amortisation expenses	146.83	-	33.44	180.27
Other expenses	608.67	17.42	193.38	819.47
Total expenses	**5,397.92**	**337.63**	**230.56**	**5,966.11**
V. Profit / (Loss) before share of profit / (loss) of an associate and tax (III-IV)	**1,494.93**	**258.81**	**(229.77)**	**1,523.97**
VI. Share of profit / (loss) of an associates	1.26	7.78	(0.46)	8.58
VII. Profit/(Loss) before tax (V+VI)	**1,496.19**	**266.59**	**(230.23)**	**1,532.55**
VIII. Tax expense				
Current tax expense	395.63	-	66.67	462.30
Deferred tax charge/ (credit)	(3.01)	-	(59.06)	(62.07)
Total tax expense	**392.62**	**-**	**7.61**	**400.23**
IX. Profit/(Loss) for the year (VII-VIII)	**1,103.57**	**266.59**	**(237.84)**	**1,132.32**
X. Other comprehensive income				
Items that will not be reclassified to profit or loss				
(i) Remeasurement of defined benefit plan	-	-	(1.57)	(1.57)
(ii) Income tax impact on above	-	-	0.40	0.40
Other comprehensive income/ (loss) for the year	-	-	(1.17)	(1.17)
XI. Total comprehensive profit / (loss) for the year (IX+X)	**1,103.57**	**266.59**	**(239.01)**	**1,131.15**

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

*Refer Note 47

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

43.5 Other equity reconciliation

Particulars	As at 31 March 2023	As at 01 April 2022
Retained earnings as per IGAAP	1,199.60	96.04
Add / (Less):-		
Opening adjustment for error in IGAAP financials	(570.10)	(570.10)
Adjustment for error in IGAAP financials for the year	266.59	-
Adjustment for Profit/ (loss) attributable to NCI	1.98	-
OCI - Remeasurement of defined benefit obligation	(3.02)	(1.46)
Right-of-use asset and lease liability impact	(2.23)	(1.08)
Expected credit loss	(264.01)	(33.49)
Fair value of financial assets	(0.84)	(1.62)
EIR on borrowing	1.61	0.32
Current Tax	(67.32)	(0.65)
Deferred tax	69.40	9.93
Transfer to Capital Redemption Reserve	(58.54)	-
Share of profit / (loss) of an associate	(0.46)	-
Other	(0.18)	-
Retained earnings as per Ind AS	572.48	(502.11)

43.6. Notes to Reconciliation

1 Measurement of Security Deposit at amortised cost

Under the previous GAAP, interest free lease security deposits (that are refundable in cash on completion of lease term) are recorded at transaction price. Under Ind AS All financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued the security deposits and the difference between the fair value and transaction value of the security deposit has been recognised as prepaid rent. Under Ind AS 116, such prepaid lease rental have been form part of ROU not the lease liability.

Accordingly, the difference between the fair value and the transaction value of the security deposit has been recognised as prepaid rent.

2 Actuarial gain/(loss) on Defined Benefit Scheme

Under the previous GAAP, cost relating to post employment benefit obligations including actuarial gain/losses were recognised in Profit & Loss. Under Ind AS, actuarial gain/losses on the net defined benefit liability are recognised in other comprehensive income instead of profit & loss.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

3 **Lease Liability**

i) On 01 April 2022, the Company adopted Ind AS 116. On account of adoption of IND AS 116, existing prepaid lease rentals and advances have been reclassified as right-of-use assets.

ii) Under Previous GAAP, lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over lease term in respect of asset taken on operating lease . On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right-of-use asset, and finance cost for interest accrued on lease liability. Interest expense on the lease liability is a component of finance cost that requires to be presented separately in the statement of profit and loss. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

4 **Expected Credit Loss**

Under the previous GAAP, provision for doubtful debt has been made based on Company's credit policy. Under Ind AS impairment allowance has been determined based on Expected Credit Loss. Due to this Company has estimated an impairment loss on account of estimated credit loss and for significant credit deterioration in respect of its trade receivable.

5 **Deferred taxes**

Under previous GAAP, deferred taxes were recognised based on Profit & loss approach i.e. tax impact on difference between the accounting income and taxable income. Under Ind AS, deferred tax is recognised by following balance sheet approach i.e. tax impact on temporary difference between the carrying value of asset and liabilities in the books and their respective tax base.

6 **Borrowings**

Ind AS 109 requires transaction costs incurred towards borrowings to be deducted from the transaction value on initial recognition. These cost are recognised in profit & loss over the tenure of borrowings as a part of the interest expense by applying effective interest rate method.

44. (a) The consolidated financial statements include the financial statements of the Company and its associates.

Significant associates of the Company are:

Name of the entities	Country of incorporation	% equity interest		
		31 March 2024	31 March 2023	01 April 2022
1. K2 Recyclers Private Limited*	India	44.27%	44.27%	78.00%
2. K2 Cloud Private Limited	India	45.20%	45.20%	33.33%

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(b) Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements

As at 31 March 2024

Name of the entities	Net assets .i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
K2 Infragen Limited (Previously known as K2 Infragen Pvt. Ltd.)	100.04%	4,496.36	100.39%	1,250.20	100.00%	0.22	100.39%	1,250.42
Adjustment arising out of consolidation	(0.04)%	(1.88)	(0.39)%	(4.80)	0.00%	-	(0.39)%	(4.80)
Total	**100.00%**	**4,494.48**	**100.00%**	**1,245.40**	**100.00%**	**0.22**	**100.00%**	**1,245.62**

As at 31 March 2023

Name of the entities	Net assets .i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
K2 Infragen Limited (Previously known as K2 Infragen Pvt. Ltd.)	100.21%	1,395.37	99.62%	1,128.03	100.00%	(1.17)	99.62%	1,126.86
Subsidiaries								
Indian								
K2 Recyclers Private Limited*	0.00%	-	(0.37)%	(4.21)	0.00%	-	(0.37)%	(4.21)
Adjustment arising out of consolidation	(0.21)%	(2.92)	0.75%	8.50	0.00%	-	0.75%	8.50
Total	**100.00%**	**1,392.45**	**100.00%**	**1,132.32**	**100.00%**	**(1.17)**	**100.00%**	**1,131.15**

* During the year ended 31 March 2023, the Company has renounced the right for subscription of equity shares of K2 Recyclers Private Limited at its fair value i.e. ₹ 40.22 per share. This transaction has resulted into loss of control by the Company. Accordingly, the Company has reclassified investment in K2 Recycler Private Limited as an associate from subsidiary w.e.f. 31 August 2022.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

45. Terms of repayment of loans and nature of security provided

A. Secured

(i) Term loan from banks / Financial Institutions

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ASHOK LEYLAND-7427 INDUSIND LOAN	-	7.03	18.22	9.49%	Repayment is monthly instalments over 36 months starting from Nov'20 and ending on Oct'23	Secured against hypothecation of ASHOK LEYLAND UE2820 T TIPPER BS VI
ASHOK LEYLAND-7485 INDUSIND LOAN	-	7.03	18.22	9.49%	Repayment is monthly instalments over 36 months starting from Nov'20 and ending on Oct'23	Secured against hypothecation ASHOK LEYLAND UE2820 T TIPPER BS VI
Axis Bank 395864 Hot Mix Plant	15.06	28.90	-	8.50%	Repayment is monthly instalments over 35 months starting from May'22 and ending on Mar'25	Secured against HOT MIX PLANT
AXIS GRADER-77826	4.67	20.70	35.35	9.01%	Repayment is monthly instalments over 52 months starting from Apr'20 and ending on Jul'24	Secured against hypothecation of GRADER
AXIS SOIL COMPACTOR -77913	-	3.80	10.44	9.02%	Repayment is monthly instalments over 43 months starting from Apr'20 and ending on Oct'23	Secured against hypothecation of COMPACTOR
BHARATBENZ- AXIS 93840	2.65	12.28	21.09	9.02%	Repayment is monthly instalments over 48 months starting from Aug'20 and ending on Jul'24	Secured against hypothecation of Construction Equipment- Vehicle
BHARATBENZ- AXIS 94084	2.64	12.24	21.02	9.02%	Repayment is monthly instalments over 48 months starting from Aug'20 and ending on Jul'24	Secured against hypothecation of Construction Equipment- Vehicle
BOLERO CAMPER - 84446 ICICI LOAN	0.27	2.21	3.98	9.00%	Repayment is monthly instalments over 53 months starting from Jan'20 and ending on May'24	Secured against hypothecation of BOLERO CAMPER
CASE 1107 SOIL COMPACTOR - INDUSIND BANK 2228E	-	4.56	11.82	9.55%	Repayment is monthly instalments over 36 months starting from Dec'20 and ending on Nov'23	Secured against hypothecation of COMPACTOR
CATERPILLAR 120-14 GRADER- CAT FINANCIALS	23.18	55.87	86.20	7.49%	Repayment is monthly instalments over 49 months starting from Jan'21 and ending on Nov'24	Secured against hypothecation of GRADER
CNH IND. CAPITAL LTD COMPACTOR LAON-35330	-	0.66	8.48	9.46%	Repayment is monthly instalments over 41 months starting from Jan'20 and ending on Apr'23	Secured against hypothecation of COMPACTOR

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
EXCAVATOR ASHWA ICICI LOAN-1690	0.64	14.87	27.88	9.00%	Repayment is monthly instalments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of VOLVO HYDRAULIC EXCAVATOR/EC200D
EXCAVTOR LOAN -HDFC BANK 83530635	-	2.91	16.21	9.15%	Repayment is monthly instalments over 54 months starting from Jan'19 and ending on Jun'23	Secured against hypothecation of COMMERCIAL EQUIPMENT- HYUNDAI 215L SMART
HDFC BANK -MG HECTOR PLUS	13.95	17.66	-	9.15%	Repayment is monthly instalments over 60 months starting from Jul'22 and ending on Jun'27	Secured against hypothecation of MG HECTOR PLUS
HDFC BOLERO LOAN -8317	-	-	1.90	9.00%	Repayment is monthly instalments over 43 months starting from Jul'19 and ending on Jan'23	Secured against hypothecation of BOLERO
HDFC LOAN 6089 VOLVO EXCAVATOR EC200D	9.26	22.20	34.09	9.00%	Repayment is monthly instalments over 48 months starting from Dec'20 and ending on Nov'24	Secured against hypothecation of VOLVO EXCAVATOR EC200D
HDFC LOAN - MAHINDRA GRADER 3416	-	-	10.85	9.00%	Repayment is monthly instalments over 42 months starting from Sep'19 and ending on Feb'23	Secured against hypothecation of MAHINDRA GRADER
HDFC LOAN -SD110BA SOIL COMPACTOR 2010	3.84	9.20	14.13	9.00%	Repayment is monthly instalments over 48 months starting from Dec'20 and ending on Nov'24	Secured against hypothecation of SD110BA SOIL COMPACTOR 2010
ICICI LOAN - HECTOR	3.25	5.31	8.46	9.15%	Repayment is monthly instalments over 60 months starting from Oct'19 and ending on Sep'24	Secured against hypothecation of HECTOR
ICICI LOAN NO- 6187 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly instalments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6224 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly instalments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6257 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly instalments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6314 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly instalments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
ICICI LOAN NO- 6322 AL TIPPERS	-	2.57	11.73	9.00%	Repayment is monthly instalments over 41 months starting from Mar'20 and ending on Jul'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI LOAN NO- 9406 AL TIPPERS	-	3.60	12.67	9.00%	Repayment is monthly instalments over 42 months starting from Mar'20 and ending on Aug'23	Secured against hypothecation of COMMERCIAL VEHICLE-AL TIPPERS
INDUSIND BANK-CASE770EX PRO BACKHOE LOADER	15.10	22.43	-	8.50%	Repayment is monthly instalments over 42 months starting from Aug'22 and ending on Jan'26	Secured against hypothecation of CASE770EX PRO BACKHOE LOADER
INNOVA CRYSTA - KOTAK LOAN CF-20035817	11.11	14.51	17.67	9.50%	Repayment is monthly instalments over 60 months starting from Feb'22 and ending on Jan'27	Secured against hypothecation of INNOVA INNOVA GX 7 SEATER
SUNDARAM FINANCE	-	29.79	57.03	9.00%	Repayment is monthly instalments over 40 months starting from Dec'20 and ending on Mar'24	Secured against hypothecation of commercial vehicle
TATA ABHI ICICI LAON -1873	-	8.64	16.20	9.00%	Repayment is monthly instalments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
TATA FANA ICICI LAON - 2024	0.38	8.72	16.34	9.00%	Repayment is monthly instalments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
TATA HYWA LAON HDFC-2215	-	0.96	9.19	9.01%	Repayment is monthly instalments over 54 months starting from Apr'20 and ending on May'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN AXIS BANK -2241	-	-	7.47	9.01%	Repayment is monthly instalments over 50 months starting from Dec'18 and ending on Jan'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN AXIS BANK 2468	-	-	7.47	9.01%	Repayment is monthly instalments over 50 months starting from Dec'18 and ending on Jan'23	Secured against hypothecation of commercial vehicle
TATA HYWA LOAN HDFC-2467	-	0.96	9.19	9.00%	Repayment is monthly instalments over 54 months starting from Apr'20 and ending on May'23	Secured against hypothecation of commercial vehicle
TATA NAAZ ICICI LAON - 1901	-	8.72	16.34	9.00%	Repayment is monthly instalments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
TATA TISA ICICI LAON-1825	0.38	8.64	16.20	9.00%	Repayment is monthly instalments over 53 months starting from Dec'19 and ending on Apr'24	Secured against hypothecation of commercial vehicle
VOLVO FINANCIAL SERVICES	10.98	26.37	40.54	8.25%	Repayment is monthly instalments over 47 months starting from Jan'21 and ending on Nov'24	Secured against hypothecation of commercial vehicle

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
AXIS Bank ECLGS - UER005607007371	44.24	46.46	46.46	9.25%	Repayment is monthly instalments over 60 months starting from Feb'22 and ending on Oct'26.	Secured against hypothecation of Construction Equipment- Vehicle
HDFC BANK LTD-EX 452980118 ECLGS	22.28	22.28	-	9.25%	Repayment is monthly instalments over 61 months starting from Apr'22 and ending on May'27.	Secured against hypothecation of Construction Equipment- Vehicle
HDFC ECLGS - 8488288	4.30	12.38	19.82	9.25%	Repayment is monthly instalments over 48 months starting from Oct'20 and ending on Sep'24	Secured against hypothecation of Construction Equipment- Vehicle
ICICI BANK LTD ECLGS	30.44	32.75	32.75	9.25%	Repayment is monthly instalments over 60 months starting from Apr'22 and ending on Mar'27.	Secured against hypothecation of Construction Equipment- Vehicle
ICICI BANK LTD - UVGUR00046021430	2.31	3.94	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021514	-	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021521	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021544	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021565	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021573	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021609	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046021629	2.31	3.95	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI BANK LTD - UVGUR00046034211	2.47	3.94	-	9.50%	Repayment is monthly instalments over 35 months starting from Aug'22 and ending on June'25	Secured against hypothecation of commercial vehicle
ICICI ECLGS - 054755000007	6.58	32.60	59.25	9.25%	Repayment is monthly instalments over 48 months starting from Apr'21 and ending on June'24	Secured against hypothecation of Construction Equipment- Vehicle

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI QUTUB - ECLGS-1927	4.91	29.32	49.04	9.25%	Repayment is monthly instalments over 48 months starting from Jul'19 and ending on July'24	Secured against hypothecation of commercial vehicle
INDUSIND BANK ECLGS	15.01	14.97	14.97	8.75%	Repayment is monthly instalments over 36 months starting from May 22 and ending on April'27	Secured against hypothecation of commercial vehicle
Sundaram Finance ECLGS	19.51	20.00	20.00	9.25%	Repayment is monthly instalments over 60 months starting from Mar'22 and ending on Feb'27	Secured against hypothecation of commercial vehicle
HDFC-TOYOTA FORTUNER	39.46	-	-	9.00%	Repayment is monthly instalments over 60 months starting from Jun'23 and ending on May'28	Secured against hypothecation of TOYOTO FORTUNER
Axis-Jayo	8.66	-	-	9.15%	Repayment is monthly instalments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of commercial vehicle cum equipment
Axis-Self loading concrete mixture	35.37	-	-	9.15%	Repayment is monthly instalments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of Self loading concrete mixture
Axis-Batching plant	25.29	-	-	9.15%	Repayment is monthly instalments over 48 months starting from Oct'23 and ending on Sep'27.	Secured against hypothecation of Batching Plant
HDFC-Scorpio N	22.96	-	-	8.80%	Repayment is monthly instalments over 60 months starting from Oct'23 and ending on Sep'28.	Secured against hypothecation of Scorpio N
Axis-XUV700	22.86	-	-	8.95%	Repayment is monthly instalments over 60 months starting from Oct'23 and ending on Sep'28.	Secured against hypothecation of XUV-700
MAHINDRA BLAZO 28- 1	31.86	-	-	8.95%	Repayment is monthly instalments over 48 months starting from Jan'24 and ending on Dec'27.	Secured against hypothecation of commercial vehicle
MAHINDRA BLAZO 28- 2	31.86	-	-	8.95%	Repayment is monthly instalments over 48 months starting from Jan'24 and ending on Dec'27.	Secured against hypothecation of commercial vehicle
	501.59	**621.97**	**877.47**			

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ii) Working capital loan

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
HDFC Ltd.	-	400.00	-	9% Linked to 3M T-Bill	Repayment as per our Security FD	1. Pari passu charge of the Company's entire current assets which includes stocks of Raw Material, WIP, Semi finished & Finished goods, Consumable stores spares including book debts, Bill, Outstanding monies both present and future. 2. Unconditional and irrevocable personal guarantee of directors. 3. Gross Cover of 50% to be maintained. 4. 10% in the form of FDR to be lien marked in HDFC Bank's favour.
NATIONAL SMALL INDUSTRIES COPORATION LTD	92.05	294.73	346.98	Upto 180 days - 9%, after 180 days- 9% + 1.25% for each quarter	In 180 days	Secured against bank guarantee.
OXYZO FINANCIAL SERVICES PVT LTD	-	54.92	60.00	HDFC MCLR 6 months + Spread (4.38% p.a.)	Repayment as per our Security FD	Secured against Fixed deposit
	92.05	**749.65**	**406.98**			

(iii) Other short term loans from banks

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI BANK	579.63	418.54	-	RBI Repo rate + Spread (2.9% p.a.)	Repayable on demand	a) First Pari-passu charge on current assets of the Company, b) First Pari-passu charge on moveable fixed assets of the Company, and c) Exclusive charge on the immovable fixed assets of the directors of the Company.
ICICI BANK-1	-	48.16	-	RBI Repo rate + Spread (2.9% p.a.)	Repayable on demand	a) First Pari-passu charge on current assets of the Company, b) First Pari-passu charge on moveable fixed assets of the Company, and c) Exclusive charge on the immovable fixed assets of the directors of the Company.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
ICICI BANK-2	-	-	448.73			
ICICI BANK -3	40.58	329.43	216.41			
ICICI BANK- LC issued	117.95	-	-			
HDFC BANK LTD - 2	421.00	-	-	9% Linked to 3M T-Bill	Repayment as per our Security FD	a) First Pari-passu charge on current assets of the Company, b) First Pari-passu charge on moveable fixed assets of the Company, and c) Exclusive charge on the immovable fixed assets of the directors of the Company.
Punjab National Bank	696.14	-	-	RLLR + BSP(0.25%) + Spread (0.60%)	Repayable on demand	Pari-passu charge on entire current assets of the Company, present and future.
	1,855.30	**796.13**	**665.14**			
Total secured (i+ii+iii)	**2,448.94**	**2,167.75**	**1,949.59**			

B. Unsecured

(i) Loan from Banks / Financial Institutions

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
BL - ADITYA BIRLA FINANACE LTD	16.01	25.00	18.87	18.00%	Repayment is monthly instalments over 36 months starting from Aug'22 and ending on Aug'25	NA
BL-INDUSLND BANK	18.53	28.86	-	18.00%	Repayment is monthly instalments over 38 months starting from Aug'22 and ending on Sep'25	NA
BL-MONEYWISE FINANCIAL SERVICES PVT LTD	-	7.11	19.33	18.50%	Repayment is monthly instalments over 24 months starting from Oct'21 and ending on Sep'23	NA
BUSINESS LOAN-NEOGROWTH CREDIT PVT LTD	16.01	31.86	23.54	18.50%	Repayment is monthly instalments over 30 months starting from May'22 and ending on May'25	NA
SUNDARAM FINANCE LTD	0.55	0.41	-	9.00%	Repayable on demand	NA
	51.10	**93.24**	**61.74**			

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

(ii) Loan from related parties

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
NEERAJ KUMAR BANSAL	-	8.75	-	NA	Repayable on demand	NA
PANKAJ SHARMA	28.95	66.45	24.05	NA	Repayable on demand	NA
RAJESH TIWARI	-	9.48	25.48	NA	Repayable on demand	NA
	28.95	**84.68**	**49.53**			

(iii) Loan from others

Particulars	As at 31 March 2024	As at 31 March 2023	As at 01 April 2022	Rate of interest	Repayment terms	Security and other terms
KAVITA TULSHYAN (UL)	-	40.00	-	NA	Repayable on demand	NA
Total unsecured (i+ii+iii)	**80.05**	**217.92**	**111.27**			

C) Default/delay in payment

There is no default or delay in repayment of principal amount and payment of interest during the current year and previous year.

D) Borrowing based on security of current assets

The Company has obtained various borrowings from banks on basis of security of current assets wherein the revised quarterly statements of current assets as filed with banks are in agreement with the books.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

46 Revenue from contracts with customers

46.1 Disaggregation of revenue from contract with customers

The Company has determined the categories for disaggregation of revenue considering the types/nature of contracts. The Company recognises revenue from following types construction contracts, sale of services and sale of goods at the point in time and overtime as below:

For the year ended March 31, 2024	Construction and design work	Sale of products	Total
Revenue from external customers	10,871.82	-	10,871.82
Timing of revenue recognition			
- At a point in time	1,876.64	-	1,876.64
- Overtime	8,995.18	-	8,995.18
Total	**10,871.82**	**-**	**10,871.82**

For the year ended March 31, 2023	Construction and design work	Sale of products	Total
Revenue from external customers	6,370.94	1,108.14	7,479.08
Timing of revenue recognition			
- At a point in time	3,653.90	1,108.14	4,762.04
- Overtime	2,717.04	-	2,717.04
Total	**6,370.94**	**1,108.14**	**7,479.08**

47. Disclosure as per Ind AS 8 - 'Accounting Policies, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements'.

In accordance with Ind AS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' and Ind AS 1 'Presentation of Financial Statements', the Company has retrospectively restated its Consolidated Balance Sheet as at 31 March 2023, and 01 April 2022 and Statement of Profit and Loss for the year ended 31 March 2023 for the reasons as stated below.

Material Adjustments

Statement of adjustments in the Financial Statements:

Balance Sheet

Nature	Head	Note No.	As at 31 March 2023	As at 01 April 2022
Provision for Gratuity - Current	Provision	47.1	(0.42)	(0.11)
Provision for Gratuity - Non Current	Provision	47.1	(5.27)	(2.24)
Other Payables	Other current financial liabilities	47.4	7.24	187.68
Bank Overdrafts	Current Borrowings	47.4	(7.24)	(187.68)
Short term borrowings	Current Borrowings	47.4	(42.15)	-
Long term borrowings	Non Current Borrowings	47.4	42.15	-
Long term fixed deposits	Other non current financial assets	47.4	250.00	-
Long term fixed deposits	Other bank balances	47.4	(250.00)	-
Retention money	Other non current financial assets	47.4	(218.58)	-
Retention money	Trade receivables	47.4	218.58	-

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Nature	Head	Note No.	As at 31 March 2023	As at 01 April 2022
Security deposits	Trade receivables	47.4	79.04	-
Security deposits	Other non current financial assets	47.4	(79.04)	-
Interest payable to related party	Other current financial liabilities	47.3	(24.05)	-
Contract asset	Trade receivables	47.2	34.51	(561.43)
Inventory charged to contract cost	Inventory	47.2	(282.95)	-
Interest receivable from related party	Other current financial assets	47.3	0.50	-
Advance to Staff	Other current financial assets	47.3	(7.96)	-
Other Receivables	Other current financial assets	47.3	(1.83)	-
Security Deposits - Non Current	Other non current financial assets	47.3	(5.23)	-
Advance to Suppliers	Other current assets	47.3	(8.98)	-
Interest accrued but not due on borrowings	Other current financial liabilities	47.3	(7.68)	-
Interest on share application money	Other current financial liabilities	47.3	(0.31)	-
Balance with Govt Authorities	Other current assets	47.3	(2.40)	-
Investments	Non Current Financial Assets	47.5	7.88	(6.52)
Non Controlling Interest	Non Controlling Interest	47.5	-	(4.22)
Security Premium Reserve	Other equity	47.5	-	(1.65)
(Profit)/ loss on consolidation	Other equity	47.5	-	(4.39)
Surplus	Other equity	47.5	0.68	(3.08)
Capital reserve	Other equity	47.5	-	8.66
Other equity	Other equity		(303.51)	(574.98)

Statement of Change in Equity

Nature	Head	For the year ended 31 March 2023	Remarks
Opening reserve	Opening reserve	96.04	Opening reserve as per AS financials
Adjustment in opening reserve due to adoption of Ind AS	Adjustment in opening reserve due to adoption of Ind AS	(28.05)	Opening impact of Ind AS
Adjustment in opening reserve	Adjustment in opening reserve	(570.10)	Adjustment due to errors
Profit for the year	Profit for the year	1,103.56	Profit as per AS financials
Adjustment in Profit	Adjustment in Profit	266.59	Adjustment due to errors
Adjustment in total comprehensive income due to adoption of Ind AS	Adjustment in total comprehensive income due to adoption of Ind AS	(239.01)	Adjustment due to Ind AS impact
Transfer to Capital Redemption Reserve	Transfer to Capital Redemption Reserve	(58.54)	
Profit/ (loss) attributable to NCI	Profit/ (loss) attributable to NCI	1.98	Adjustment due to errors
Closing reserve	Closing reserve	572.48	

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Statement of profit and loss

Nature	Head	Note No.	For the year ended 31 March 2023
Contract revenue	Contract revenue	47.2	(595.94)
Interest income	Other income	47.3	(0.50)
Total Income	Total Income		(596.44)
Gratuity expense	Employee benefits expense	47.1	3.33
Interest expense	Finance cost	47.3	16.93
Interest expense	Finance cost	47.3	7.70
Interest on share application money	Finance cost	47.3	0.31
Inventory charged to contract cost	Change in inventory	47.2	106.82
Inventory charged to contract cost	Cost of construction	47.2	176.13
Bad debts	Other expenses	47.3	15.02
Cost of construction	Cost of construction	47.3	8.99
Sundry Debtors Written off	Bad Debts	47.3	2.40
Total expense	**Total expense**		**337.63**
Share of profit / (loss) of an associate and joint venture	Share of profit / (loss) of an associate and joint venture	47.5	7.78
Profit after tax	**Profit after tax**		**266.59**
Total Comprehensive Income	**Total Comprehensive Income**		**266.59**
Profit / (loss) for the year attributable to:	**Profit / (loss) for the year attributable to:**		
Equity shareholders of the parent	Equity shareholders of the parent	47.5	(3.92)
Non-controlling interest	Non-controlling interest	47.5	(1.98)
Other comprehensive income / (loss) for the year attributable to:	**Other comprehensive income / (loss) for the year attributable to:**		
Equity shareholders of the parent	Equity shareholders of the parent	47.5	-
Non-controlling interest	Non-controlling interest	47.5	-
Total comprehensive income / (loss) for the year attributable to:	**Total comprehensive income / (loss) for the year attributable to:**		
Equity shareholders of the parent	Equity shareholders of the parent	47.5	(3.92)
Non-controlling interest	Non-controlling interest	47.5	(1.98)
Earning Per Share: Basic	Earning Per Share: Basic		(0.06)
Earning Per Share: Diluted	Earning Per Share: Diluted		(0.05)

47.1. Provision for gratuity

Company had accounted gratuity on cash basis, the Company has complied with the requirement of Ind AS –19 (Revised) “Employee Benefits” and accordingly booked Gratuity expenses basis of actuarial valuation report.

47.2. Accounting of Construction Contracts

Expense booking has been reconsidered basis of the year to which expenses is pertaining to and accordingly all prior period expenses has been charged to Statement of Profit and Loss account of respective years. It also includes sundry balances written off, excess booking of expenses.

47.3. Accounting of Prior Period Errors

Expense booking has been reconsidered basis of the year to which expenses is pertaining to and accordingly all prior period expenses has been charged to Statement of Profit and Loss account of respective years. It also includes sundry balances written off, excess booking of expenses.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

47.4. Regrouping adjustments

For Assets and Liabilities, the grouping of items has been considered basis of nature those balances pertains and accordingly figures have been regrouped.

47.5. Accounting of Consolidation Errors

Consolidation adjustment has been reconsidered basis of the year to which adjustment is pertaining to and accordingly all prior period adjustments have been charged to Statement of Profit and Loss account of respective years.

48. Segment Reporting

The Company has two principal operating and reporting segments; viz. Construction and Design works and Trading of goods.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting:

a) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

(I) Primary Segment Information

Business Segments	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Construction & Design Works	Trading of goods#	Total	Construction & Design Works	Trading of goods#	Total
Revenue	10,871.82	-	10,871.82	6,370.94	1,108.14	7,479.08
External Sales and Other Operating Income (Net)	10,871.82	-	10,871.82	6,370.94	1,108.14	7,479.08
Inter Segment Sales (at arm's length basis)	-	-	-	-	-	-
Total Revenue from Operations	**10,871.82**	**-**	**10,871.82**	**6,370.94**	**1,108.14**	**7,479.08**
Results						
Segment Results	2,687.04	-	2,687.04	2,148.02	13.28	2,161.30
Interest Expense (Net)	-	-	(269.69)	-	-	(222.27)
Other Unallocable Expense (Net of unallocable income)	-	-	(745.84)	-	-	(406.48)
Tax Expenses (Net)	-	-	(426.11)	-	-	(400.23)
Profit After Tax	**-**	**-**	**1,245.40**	**-**	**-**	**1,132.32**
Other Information						
Segment Assets	8,854.60	8.06	8,862.66	5,361.83	8.08	5,369.91
Unallocable Assets	-	-	1,947.61	-	-	320.49
Total Assets	**8,854.60**	**8.06**	**10,810.27**	**5,361.83**	**8.08**	**5,690.40**

Notes to Consolidated Financial Statements
for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Business Segments	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Construction & Design Works	Trading of goods#	Total	Construction & Design Works	Trading of goods#	Total
Segment Liabilities	2,123.72	-	2,123.72	1,403.89	1.12	1,405.01
Unallocable Liabilities	-	-	3,502.92	-	-	2,892.94
Total Liabilities	**2,123.72**	**-**	**5,626.64**	**1,403.89**	**1.12**	**4,297.95**
Capital expenditure incurred*	252.22	-	260.00	52.42	-	59.60
Depreciation and amortisation*	140.42	-	196.60	134.59	-	180.27
Non cash expenditure*	861.77	-	861.77	435.63	-	435.63

* Total value of Capital expenditure incurred, Depreciation and amortisation and Non cash expenditure also includes unallocable portion.

The segment primarily represents the business pertains to subsidiary Company. The Company has diluted the controlling stake in subsidiary Company during the year ended 31 March 2023. Accordingly the segment represent figures upto the date of loss of control.

(II) Information about major customer:

Particulars	As at 31 March 2023	As at 01 April 2022
Revenue from customers contributing 10% or more to the Company's revenues from product sale	7,998.75	5,974.34

(III) Information about geographical areas

The Company's activities are predominantly within India and hence no separate geographical segment disclosure is considered necessary.

49. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024 and 2023.

50. The Company did not enter into any transactions which are not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 during the year ended 31 March 2024 and 2023.

51. During the year ended 31 March 2024 and 2023, 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 Intermediaries shall;

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries."

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

52. During the year ended 31 March 2024 and 2023, the Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall;

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

53. No proceedings have been initiated or pending against the Company for holding any benami property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year ended 31 March 2024 and 2023.

54. The Company has not traded or invested in Crypto currency or Virtual currency anytime during the year ended 31 March 2024 and 2023.

55. The Company does not have any transaction/balances with struck off companies during the year ended 31 March 2024 and 2023.

56. The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

57. During the year ended 31 March 2024 and 2023, the Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

58. The Company has not revalued any of its property, plant and equipment during the year ended 31 March 2024 and 2023. Hence, the amount of change in gross and net carrying amount due to revaluation and impairment losses/reversals is nil.

59. The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the year ended 31 March 2024 and 2023.

60. During the year ended 31 March 2024 and 2023, no loans or advances in the nature of loans have been granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

(a) repayable on demand, or,

(b) without specifying any terms or period of repayment.

61. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

62. On 07 August 2023, the Board of Directors of the Company have approved to convert the Company from Private Limited Company to Public Company. The necessary approvals from registrar of company received and accordingly, status of the Company changed to Public Limited from Private Limited w.e.f. 06 November 2023.

Notes to Consolidated Financial Statements

for the year ended 31 March 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

63. As at 31 March 2024 and 31 March 2023, the Company has taken interest free loan amounting to ₹ 28.95 lakhs ₹ 84.68 lakhs, respectively from the directors. As confirmed by directors, these loans are not provided out of borrowed fund.

64. The Company has used an accounting software for maintaining its books of account for the financial year ended 31 March 2024, which does not have a feature of recording audit trail (edit log) facility.

65. Previous years figures has been reclassified/regrouped whenever necessary to correspond with current year classifications and disclosures.

For S.N. Dhawan & CO LLP
Chartered Accountants
Firm Registration No.000050N/N500045

Rahul Singhal
Partner
Membership No.096570

Place: Gurugram
Date: 27th May 2024

For and on behalf of the Board of Directors
K2 Infragen Limited (Previously Known as K2 Infragen Private Limited)

Pankaj Sharma
Managing Director
DIN: 03318951

Priya Sharma
Director
DIN: 02743915

Priyanka Pareek
CFO
Membership No.: 424961

Jyoti Lakra
Company Secretary
Membership No.: 37300

K2 Infragen Limited
(Previously known as K2 Infragen Private Limited)

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