LUMAX

LATL:SE:CS:REG34:2024-25 **Date:** 04.09.2024

BSE Limited Listing & Compliance Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	**National Stock Exchange of India Limited** Listing & Compliance Department Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051
Security Code: 532796	**Symbol: LUMAXTECH**

Subject: Submission of Annual Report of the Company for the Financial Year 2023-24 along with the Notice of 43rd Annual General Meeting ("AGM")

Dear Sir/Ma'am,

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed herewith the Annual Report for the Financial Year 2023-24 along with the Notice of the 43rd Annual General Meeting ("AGM") of the Company scheduled to be held on **Friday, September 27, 2024 at 11:00 A.M. (IST)** through two-way communication i.e. Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The said Notice along with the Annual Report for the Financial Year 2023-24 is being sent today electronically to the members whose e-mail addresses are registered with the Registrar and Share Transfer Agent ("RTA") of the Company i.e., Bigshare Services Private Limited/the Company and/or the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited.

The Notice convening the AGM along with the Annual Report has also been uploaded on the Company's website at https://www.lumaxworld.in/lumaxautotech/annual-report.html.

You are requested to kindly take the same in your records.

Thanking you,

Yours faithfully,
For **Lumax Auto Technologies Limited**

PANKAJ MAHENDRU
Digitally signed by PANKAJ MAHENDRU
Date: 2024.09.04 23:25:55 +05'30'

Pankaj Mahendru
Company Secretary & Compliance Officer
ICSI Membership No. - A28161

Encl: As stated Above

Expand. Enhance. Expedite.

Lumax Auto Technologies Limited
Annual Report 2023-24

Across the Pages

Corporate Overview

Statutory Reports

Financial Statements

Investor Information

Market Capitalisation (as on March 31, 2024)	₹ 3,293 Crore
CIN	L31909DL1981PLC349793
BSE Code	532796
NSE Symbol	LUMAXTECH
Dividend Declared	275%
AGM Date	September 27, 2024

For more investor-related information, please click:

https://www.lumaxworld.in/lumaxautotech/annual-report.html

Scan this QR code to navigate investor-related information

Disclaimer

This document contains statements about expected future events and financials of Lumax Auto Technologies Limited ('LATL,' or 'The Company'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

Expand. Enhance. Expedite.

Lumax Auto Technologies Limited (LATL) stands at the threshold of dynamic growth embracing the opportunities presented. It indicates that the Company wants to stay true to its focus of being a multi solution provider, focusing on being the growth engine for the Lumax group, discovering new frontiers, scaling new heights, unlocking its hidden potential.

It symbolizes growth, value addition, agility and overall progress through strategic interventions and initiatives.

LATL's dedication to continuous development, innovation, skill development and swift advancements, through the Company's recently inaugurated new state-of-the-art manufacturing facility in Chakan, Pune of the JV Company - Lumax Cornaglia Auto Technologies Private Limited (LCAT) expanding the Company's position in serving the evolving needs of the Indian automotive industry and expanding its presence in the CV segment.

Similarly, the acquisition of IAC marks a significant milestone in the Company's growth strategy. This acquisition has not only helped the Company's financial strength but has also paved the way for potential future acquisitions, further solidifying its market position and financial stability. Additionally, it has instilled the confidence necessary to pursue further acquisitions, which will accelerate the Company's revenue growth and expand its market share. The Company's cash position is stronger than ever, enabling the Company to seize new opportunities and expand the customer base, driving the Company towards new horizons of success.

Joint ventures and acquisitions have brought new customers into LATL's fold, enriching the Company's market reach and customer relationships.

Moving ahead, LATL is poised for continued growth, leveraging both organic and inorganic strategies to expand its market share, enhance its financial position, and expedite progress towards becoming a leading player in the global automotive component market, presented through the symbols of multiplication, addition and arrows to showcase propelling ahead.

Enhancing the Path to Innovation and Growth

Founded in 1945, the Lumax-DK Jain Group is a robust conglomerate, renowned for its operational track record in the Indian automotive sector. The expertise of Lumax Auto Technologies Limited (LATL) and Lumax Industries Limited (LIL) positions the Group as a premier manufacturer of a wide range of automotive components, catering to OEMs, the aftermarket across India, and export markets.

At the core of the Group's success is a firm commitment to innovation and technology. With a strong foothold in the Indian market, Lumax-DK Jain Group has strategically partnered with globally acclaimed leaders in the automotive industry. Some of these include Stanley, Mannoh, Yokowo, AlpsAlpine, IO from Japan, IAC from the USA, Cornaglia from Italy, Ituran from Israel, Jopp from Germany, FAE from Spain, and SL Corporation from South Korea. These collaborations distinctively position the Group, merging local expertise with global partnerships, reinforcing its standing as a leading force in automotive components.

Group Purpose

We deliver Pride and Progress with Positivity

Vision

Building an Admired High-Performance Global Organization in whom all stakeholders have Absolute Trust

Values

R Respect

I Integrity

P Passion

E Excellence

Group Snapshot

7+
Decades Strong

15
Entities

7 States
Presence

4
R&D and Engineering Centers (Gurugram, Manesar, Pune)

2
Overseas Design Centers (Taiwan & the Czech Republic)

15,000+
Employees

Leader
In Automotive Lighting, Gear Shifters and Vehicle Interior Solutions

38
Manufacturing Facilities

Leading Tier-1 Supplier of Automotive Systems and Components

Founded in 1981, Lumax Auto Technologies Limited ('LATL' or 'the Company') is a prominent manufacturer and supplier of automotive systems and components, serving as a leading supplier to OEMs across diverse segments.

LATL's commitment to credibility and reliability has established the Company as an industry leader. Through collaborations with global automotive giants, LATL has not only strengthened its competitiveness but also spurred innovation throughout its diversified product portfolio. The Company's comprehensive range encompasses the first one being Advanced Plastics, which includes IAC product portfolio along with lighting, emission and moulding products. Number two is the Structure and Control systems domain, which includes the metallic and transmission products. Number three, the Mechatronics, which includes the electronics, sensors and the telematics components. And the last one being the Aftermarket domain. The recent partnership with IAC International Automotive has further expanded LATL's product offerings in the 4-wheeler segment, particularly in plastics, enhancing market presence and wallet share with PV players. LATL's collaborative approach, complemented by an extensive network of over 575 channel partners has firmly solidified its presence.

₹ 78 Crore
Capital Expenditure

54 %
Contribution Toward Group Revenue

12
Product Lines

9,000+
Team/Workforce Employees

9
Partnerships

20+
Clients

26
Manufacturing Plants across **6** States

Expanding Presence with a Spectrum of Solutions

LATL offers a robust and diverse product portfolio, underpinned by the Company's strong product line and strategic market penetration, including after market. The integration of products from joint ventures and acquisitions has further enhanced the Company's offerings, solidifying its position in the industry. LATL's diverse portfolio caters to a wide range of vehicle segments, including 2/3-wheelers, passenger vehicles and SUVs, commercial vehicles, and the farm equipment sector.

Product Portfolio

Advance Plastics

- Cockpit & Consoles
- Door Panels
- Air Intake Systems
- Urea & Plastic Fuel Tanks
- Headliners
- Trims
- Louvers
- Head Lamps
- Tail Lamps
- Front & Rear Fender

Structures & Control Systems

- Gear Shifter
- Control Housing
- Monostable E-shifter
- Smart Actuator
- Shift Tower
- Frames
- Swing Arm
- Seating Structures






Mechatronics

- Power Window Switch
- O2 Sensor
- Telematics Control Unit
- Shark Fin Antenna
- Telematics Antenna
- LF Antenna



Aftermarket

- Wiper Blade
- Horn
- Engine Oil
- Filters
- Lubricants
- Gear Knob
- Mirrors
- Door Visor

and many more...


Horn


Engine Oil


Lubricants


Wiper Blade


Gear Knob


Mirrors


Filters

bluechem GROUP

Car Care Products

Global Partnerships: Catalysts for Product Diversification

LATL has navigated a path of continuous growth and achievement. This journey has been marked by significant milestones that highlight the Company's leadership and innovation in the auto component industry.

Italy
CY 2007
Emission Systems
50% in Lumax Cornaglia

Japan
CY 2008
Gear Shifters
55% in Lumax Mannoh

Israel
CY 2017
Telematics Products & Services
50% in Lumax Ituran

Spain
CY 2017
Oxygen Sensors
84% in Lumax FAE

Germany
CY 2019
Transmission Products
50% in Lumax Jopp

Japan
CY 2020
Antennas & Vehicle Communication Products
50% in Lumax Yokowo

Japan
CY 2021
Electric Devices and Components
50% in Lumax Alps Alpine

Japan
CY 2022
TA for Kinematic Components

USA
CY 2023
Vehicle Interior Systems & Components
75% in IAC India

Enabling growth with Global Partnerships

Global Partnership → Adapting Technologies → Product Diversification → Joint Research & Development → Localization

IAC India-Unlocking Innovation and Growth Opportunities

The strategic partnership showcases the Company's dedication to innovation and growth, leveraging international expertise to drive localized advancements in automotive technology

IAC India Integration with LATL

Diversification

- Addition of significant business in the PV & SUV segment
- Expansion of product portfolio in plastics
- Increased content per vehicle

Management

- Strong and experienced independent professional management team

Technology

- Long-term partnership with a global leader in plastic interiors and exteriors
- IAC technological capabilities & engineering center to be leveraged across products

Synergies

- Interiors and Lighting to offer integrated solutions
- To add new customers to IAC's existing business
- Current product portfolio can be leveraged by doing interior vehicle development
- EPS accretive acquisition

Technology & Engineering

110+

CAD & CAE Workstations

250+

Engineers & Designers

Key Capabilities

- Product Design & Engineering
- Dimensional Engineering
- Product Development
- Program Management
- Tooling Development

Engineering department caters to all tool development requirements from its customers as well as from its global sister concerns

IAC is a leading manufacturer of Interior components to key automotive OEMs in India

Expanding Financially, Operationally, and Sustainably

LATL has demonstrated robust growth across the financial, operational, and sustainability fronts. With a focus on innovation and efficiency, the Company has achieved significant milestones in enhancing its market position while maintaining a strong commitment to sustainability practices.

₹ 2,822 Crores

Revenue in FY 2023-24

₹ 3,293 Crores

Market Capitalization as on March 31, 2024

₹ 167 Crores

Profit after Tax in FY 2023-24

29,38,822 KwH

Rooftop Solar Plants Installed

₹ 1,13,76,957

Energy Savings through Energy Efficiency Initiatives

3,554

Lives Impacted through Education Interventions

1,988

Beneficiaries supported through Healthcare Initiatves

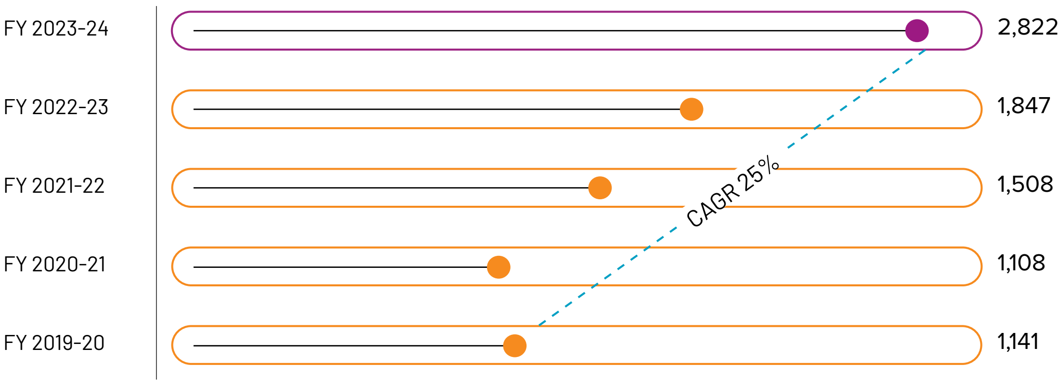
LUMAX

Financial Highlights

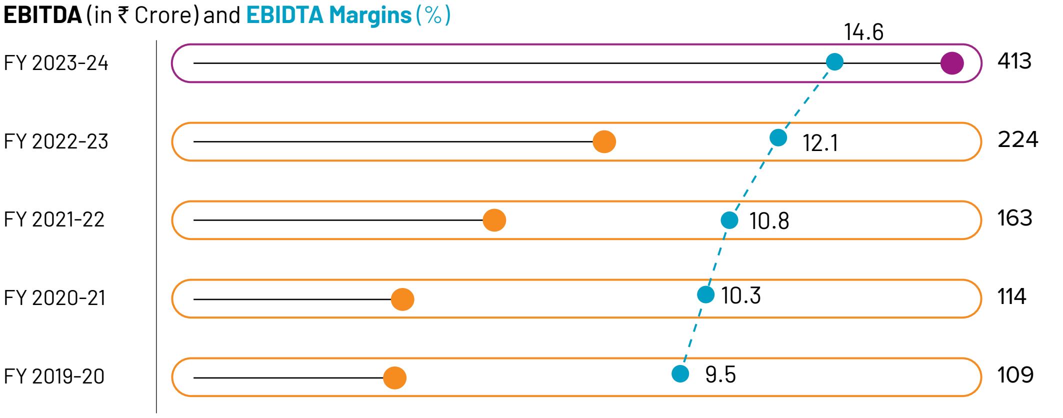
Journey through a Five-Year Financial Track Record

In the past five years, LATL has embarked on a transformative journey, achieving significant milestones, and demonstrating robust growth across key financial metrics. This robust growth can be attributed to the strategic acquisition of IAC, which has strengthened the Company's financial position. Moving forward, LATL is committed to further solidify its financial foundation and ensuring sustainable growth and profitability.

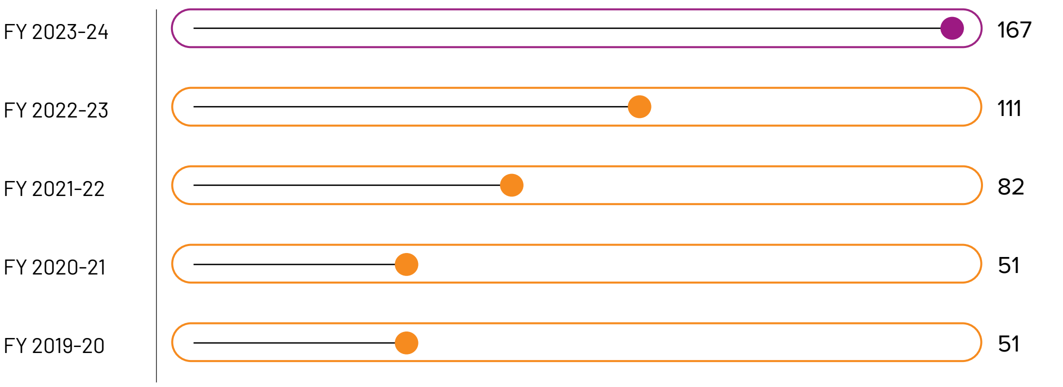
Revenue (in ₹ Crore)



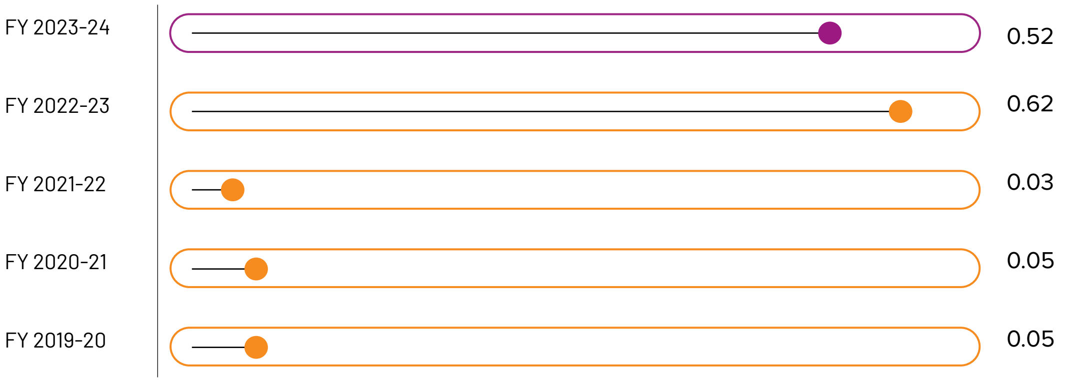
EBITDA (in ₹ Crore) and **EBIDTA Margins** (%)



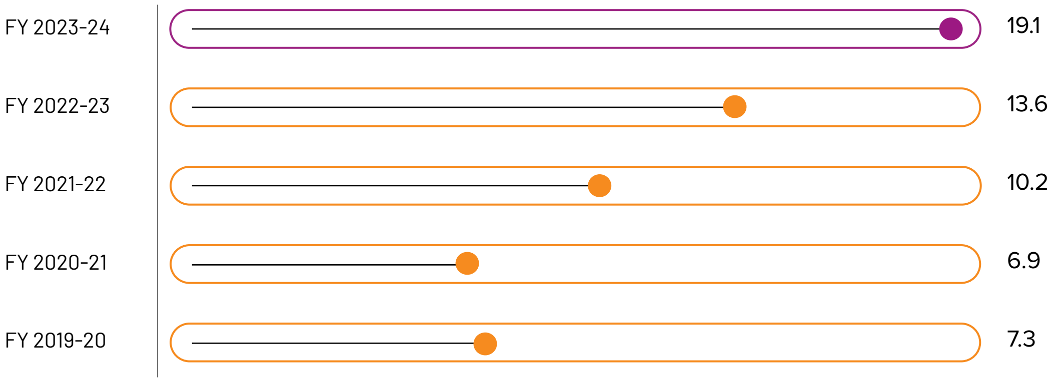
PAT before non-controlling interest (in ₹ Crore)



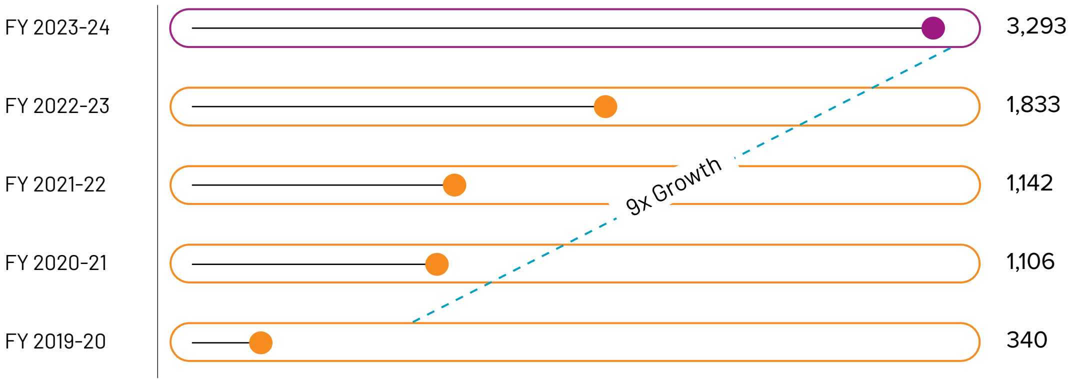
Long-Term Debt-Equity Ratio (x)



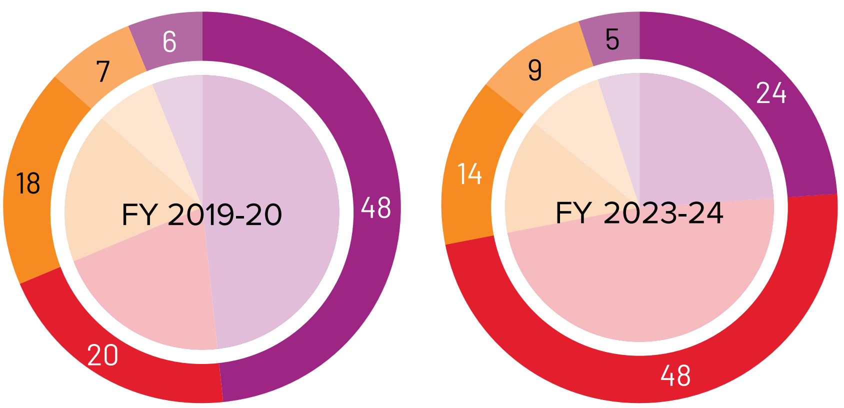
EPS (₹)



Market Capitalization (in ₹ Crore)



Segment-Wise Revenue (in %)



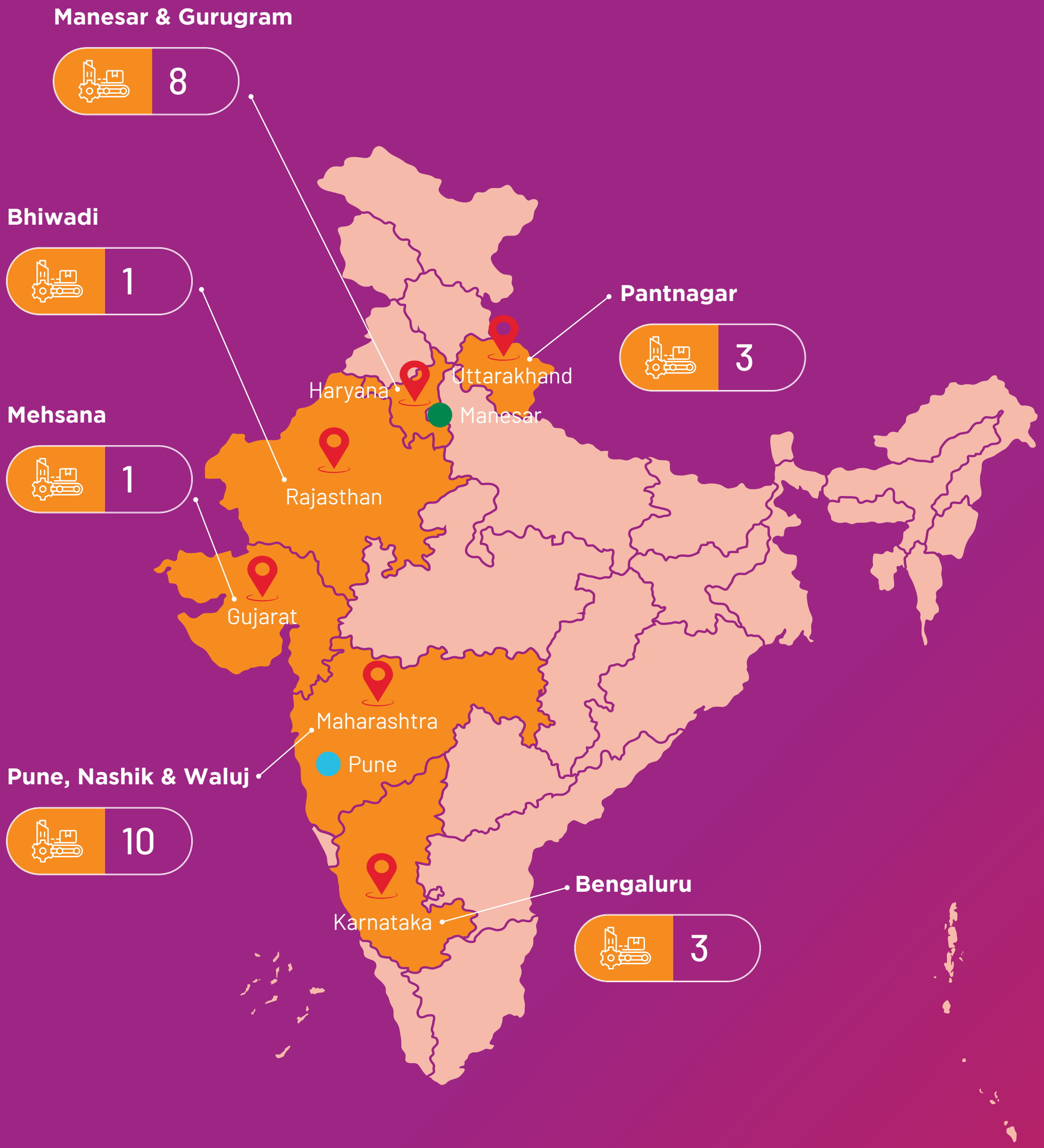
- 2/3-Wheelers
- Passenger Vehicles
- Aftermarket
- CV
- Others

[EBITDA: Earnings Before Interest, Tax, Depreciation and Amortization | PAT: Profit After Tax | EPS: Earnings per Share]

Manufacturing Locations

Expanding with State-of-the-Art Manufacturing Units

LATL's manufacturing facilities are strategically situated across India to effectively support its diverse product portfolio. Each location is equipped with state-of-the-art production capabilities and adheres to rigorous quality standards. This strategic positioning optimizes logistics and enhances supply chain efficiency, allowing the Company to meet the demands of both domestic and international customers with precision and effectiveness.



26 Plants in **6** States

Facilities	Location
R&D Center	Manesar
Engineering Center	Pune

No of Plants

Disclaimer: This map is a generalized illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers, or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection with its accuracy or completeness.

Message from the Management

"Historic Highest Revenue and Profitability for the Company in FY 2023-24."

Dear Shareholders,

We are thrilled to announce that FY 2023-24 marks the most successful year in our Company's history in terms of financial performance. This remarkable achievement highlights our strong commitment to delivering high-quality, diverse automotive technologies and solutions to our customers.

Global Economic Context and Indian Market Dynamics

The global automotive market, with its intricate web of supply chains and technological advancements, has faced significant challenges over the past year. Supply chain disruptions, inflationary pressures, and geopolitical tensions have tested the resilience of businesses worldwide. Yet, in the middle of these hurdles India managed to navigate challenges with remarkable efficiency, demonstrating resilience and adaptability. The country's robust economic policies, coupled with a proactive approach to managing external shocks, have been pivotal in sustaining growth. India's economic resilience is particularly evident in the automotive sector, which has shown a strong correlation with the nation's overall GDP growth. The Indian economy has benefited from several strategic initiatives aimed at fostering industrial growth and development. Government policies and incentives have provided significant support to various sectors, including the automotive industry. This has created a favorable environment for businesses to thrive, even in the face of global economic headwinds.

A Multi-Decade Growth Opportunity

In the ever-evolving landscape of the automotive industry, change is not just a constant—it's the driving force behind progress. As automobiles become increasingly sophisticated and integral to our daily lives, the quest for innovation and excellence has never been more vital. Imagine a world where automobiles are not just modes of transport but marvels of technology, seamlessly integrating with our modern lifestyles. Moreover, the growth of the automotive industry is closely tied to the country's GDP growth, presenting a multi-decade opportunity for expansion.

There is a growing demand for high-end vehicles, particularly in the passenger vehicle and 2-wheeler segments. This trend presents a valuable opportunity for LATL to increase our content per vehicle and enhance our market presence. Consumers are increasingly inclined toward high-end features and cutting-edge technologies in automobile.

The increase in working population, urbanization, improved infrastructure, and higher incomes have significantly boosted demand for automobiles, as more individuals seek personal mobility solutions. Additionally, supportive government policies and incentives have played a crucial role in this growth trajectory, providing a strong foundation for the expansion of the automotive sector. Additionally, India's emergence as a global hub for auto component sourcing, has strengthened the industry's growth prospects. The strategies, aimed at diversifying supply chains away from China and Europe, have made India an increasingly attractive destination for global manufacturers.

This will provide substantial benefits to LATL, allowing us to seize the growing global demand for high-quality automotive components. Our strong market presence, robust technological backbone, investing in sustainable practices, strategic locations near key automotive markets, and comprehensive portfolio positions us well to leverage these growth opportunities and enhance our market leadership.

Additionally, our business model is robust, with healthy margins of more than 14% and strong operating leverage, positioning us for sustained success and growth.

Joint Venture Performances and Future Prospects

Our joint ventures have consistently demonstrated exceptional growth, significantly enhancing our overall performance. These partnerships have not only fortified our market position but also allowed us to broaden our technological capabilities and product offerings. We are particularly enthusiastic about the potential of these joint ventures to drive our future growth. As they gain momentum, we anticipate they will play a vital role in bolstering our market presence and expanding our reach. These collaborations are well-equipped with the resources

Inaugurated a new state-of-the-art manufacturing facility in Chakan, Pune, equipped with a cutting-edge R&D lab providing comprehensive solutions for Vehicle Emissions.

and expertise necessary to seize emerging opportunities within the automotive industry. Furthermore, our strategic emphasis on joint ventures enables us to harness synergies and optimize operations, thereby enhancing our competitive advantage.

New State-of-the-art Manufacturing Facility

We are excited to share that Lumax Cornaglia Auto Technologies Private Limited (LCAT), our joint venture with Cornaglia S.p.A., Italy, inaugurated a new state-of-the-art manufacturing facility in Chakan, Pune. This plant is equipped with a cutting- edge R&D lab and serves as a comprehensive solution for vehicle emission products across all segments. In line with our commitment to innovation, the facility features advanced European precision machines and will produce a diverse range of products, including Air Intake Systems, 3D Blow-Molded Ducts, and Urea Tanks. This plant for the first time is also manufacturing Plastic Fuel Tanks for commercial vehicles.

Integration of IAC India

The integration of the IAC India business in the last financial year has been a key growth driver for us this year. We are confident that the momentum from this acquisition will continue to grow, fueled by the addition of new customers and an increase in wallet share among existing customers. The enhanced customer base and improved operational capabilities will enable us to capitalize on emerging opportunities and reinforce our leadership position in the industry.

This integration has enabled us to expand our offerings to include Advanced Plastics, Structure and Control systems, and Mechatronics, positioning us to address our customer's evolving needs with increased efficiency and innovation.

Aftermarket Presence

The Aftermarket boasts of 8 products categories and continuously aim to enter growing categories offering a large basket of products solutions to the consumer. With a network of over 575 channel partners and approximately 30,000 retail touch points, the aftermarket segment is targeted to become one of the top player's in Indian automotive industry.

Record-Breaking Financial Performance

FY 2023-24 has been the most successful year for us, marked by record-breaking achievements in both revenues and profitability. With a robust foundation and a forward-looking approach, we are well-positioned to sustain and build upon this momentum in the coming years.

The consolidated revenue for FY 2023-24 stood at ₹ 2,822 Crore, marking a 53% increase over FY 2022-23. This significant growth reflects our robust business strategies and our ability to capitalize on market opportunities. During FY 2023-24, our EBITDA reached an all-time high of ₹ 413 Crore, with margins of 14.6%, registering a remarkable improvement compared to an EBITDA of ₹ 224 Crore with margins of 12.1% in the previous year. Our PAT before non-controlling interest grew by 50% year-on-year (Y-o-Y), reaching ₹ 167 Crore in FY 2023-24 with a margin of 6%.

During FY 2023-24, our capital expenditure (capex) was ₹ 111 Crore, including ₹ 33 Crore allocated to leasehold assets. Therefore, the actual capex amounted to

₹ 78 Crore. We are also in a strong liquidity position with a healthy free cash reserve of ₹ 396 Crore, providing us with the financial flexibility to invest in future growth opportunities. With the successful acquisition of IAC, we are confident and well-equipped to pursue further acquisitions and business expansions.

Our Commitment Towards Society

At LATL, environmental stewardship is ingrained as a core value. We have proactively implemented comprehensive Environment Management Systems (EMS) to systematically manage and mitigate our environmental footprint. Our commitment extends beyond environmental stewardship to encompass robust initiatives aimed at fostering sustainable development and social well-being. LATL actively supports the achievement of the United Nations' Sustainable Development Goals (UN SDGs), particularly SDG 3 (Good Health), SDG 4 (Quality Education) and SDG 5 (Gender Equality). Central to our CSR strategy is a focus on transforming lives within communities surrounding our plant locations through Quality education and Good Health interventions. We prioritize initiatives that provide education, impart life skills, and improve health outcomes, thereby promoting a better and healthier life for children, youth, and the elderly. By investing in education, we empower individuals with the knowledge and skills needed to thrive in a rapidly evolving world. Additionally, our efforts towards gender equality aim to create inclusive opportunities that empower women and ensure their active participation in at workplace.

Charting a Path for Future Growth

Looking ahead, we are optimistic about the growth prospects for the upcoming fiscal year and beyond. Our strategic focus remains on carefully monitoring the order book, and we expect margins to improve.

With a particular emphasis on electronics and mechatronics, we aim to position ourselves at the forefront of these technological advancements. This focus will not only diversify our product offerings but also cater to the growing demand for innovative and sustainable automotive solutions.

In addition, the acquisition of IAC has instilled the confidence needed to pursue further acquisitions, enabling us to increase our market share and drive revenue growth.

Concluding Note

We extend our heartfelt gratitude to our dedicated workforce whose commitment and hard work have been instrumental in our success. To our shareholders, we deeply appreciate your continued support and confidence in our vision.

Our commitment remains steadfast in driving sustainable growth and delivering superior value to all our stakeholders. Together, we look forward to navigating future opportunities and challenges, guided by our shared goals of innovation, excellence, and responsible corporate citizenship.

Warm regards,

D. K. Jain
Chairman

Anmol Jain
Managing Director

Deepak Jain
Director

Journey Towards a Promising Future

India is poised to soar higher than many fast-growing large economies over the next decade. At the same time, automotive OEMs and component manufacturers in the country aspire to achieve global eminence. The future of the automotive OEMs and auto component industry is being shaped by multiple trends, policies and discontinuities.

Indian automotive manufacturers have been very successful across segments in the local market as the population becomes upwardly mobile. Globally, India's automotive industry is at the forefront of many segments—by volumes, it ranks number 1 in 2-wheelers, segment A cars, and tractors.

An optimism pervades across all vehicle categories—passenger vehicles, commercial vehicles, 2-wheelers, and tractors. The pace of infrastructure development (adding an average of 91 km of road per day in CY 2023) could support this growth.

This surge in the automotive sector will significantly enhance the auto component industry. As India's automotive manufacturers scale new heights and achieve global prominence, the demand for high-quality components will rise correspondingly.

Trends Shaping the Automotive and Auto Component Industry

Multiple trends along the following five themes are shaping the future of the automotive and the auto component industry:

Make in India, for India, and the World

For most major domestic and foreign OEMs across vehicle segments, India's growing localization levels indicate the industry's capability to manufacture a diverse portfolio. Top selling models across vehicle segments—hatchbacks, SUVs, premium sedans, commercial vehicles—have achieved 85% or higher localization. Market leaders in 2-wheelers have started developing bikes that are 100% indigenous. Besides, cost-sensitive segments such as tractors are at nearly 100% localization. This increasing localization not only strengthens supply chains but also presents opportunities for auto component manufacturers like LATL to expand its market share and innovate within a growing domestic market.

Changing Pockets of Growth

While traditional vehicle segments will continue to perform at their steady pace, much of the growth is expected from premium and higher-powered sub-segments. As disposable incomes grow, people seem more willing to indulge their desire to ride what they see as a better machine—perhaps by graduating from a 125-cc to a 250-cc motorcycle, or evolving from driving a 2-wheeler to a 4-wheeler. This shift towards higher-powered and premium vehicles will drive demand for advanced components, creating lucrative prospects for manufacturers to upgrade their offerings and tap into new market segments.

Shifting Towards Premium and Higher Capacity Bikes

In the past few years, manufacturers have scaled their offerings. More recently, they have flooded the market with 'premium products' as this segment continues to outpace the overall growth of 2-wheeler market.

The premium segment which comprises bikes above 150-cc, grew in strong double-digits in FY 2022-23 and accounted for 18% of the total 2-wheelers sold in the country. This is a big jump given that premium bikes accounted for about 14% of total sales in FY 2017-18. The share of entry-level bikes (76-100-cc) and commuter bikes (110-150-cc) has seen a noticeable fall in the past five years. This change in market dynamic comes even as the overall 2-wheeler market fell to a decadal low in FY 2021-22 and could only witness a minor recovery in FY 2022-23. Following the uneven monsoon this season and continued distress in the agrarian economy, recovery of smaller-engine 2-wheelers remains uncertain. The premium category, however, appears to be bucking the slowdown trend. This growing preference for premium and high-capacity bikes presents a key opportunity for the Company to focus on high-performance parts and capture a significant share of the evolving market.

Growing Demand for Luxury Cars in India

In CY 2024, the Indian luxury car market is set to cross the 50,000-unit sales mark for the first time, with key players gunning for a strong double-digit growth. In CY 2023, the luxury car market grew more than double the pace of the mainstream car market, with volumes estimated to have hit a new peak of around 47,000 units. This surge in luxury car sales drives the need for high-end automotive components, offering manufacturers a chance to enhance their product lines and cater to the growing demand for premium automotive solutions.

Government Schemes

The government has permitted 100% FDI under the automatic route for auto components sector. The Bharat New Car Assessment Program (BNCAP) will strengthen the value chain of the auto component sector and also drive the manufacturing of cutting-edge components, encourage innovation, and foster global excellence.

Value Creation Model

Enhancing Outcomes with a Sustainable Value Creation Process

Input

Financial Capital

Shareholders' Fund: ₹ **1,013** Crore

Free Cash Available: ₹ **396** Crore

Long-Term Borrowings: ₹ **411** Crore

Manufacturing Capital

Manufacturing Plants: **26**
States: **6**
Product Lines: **12**

Human Capital

Employee Strength: **9,000+**

Social Capital

Spend Toward Uplifting Communities: ₹ **319 Lakhs**

Lives Impacted through CSR Programs: **5,542**

Value Creation Approach

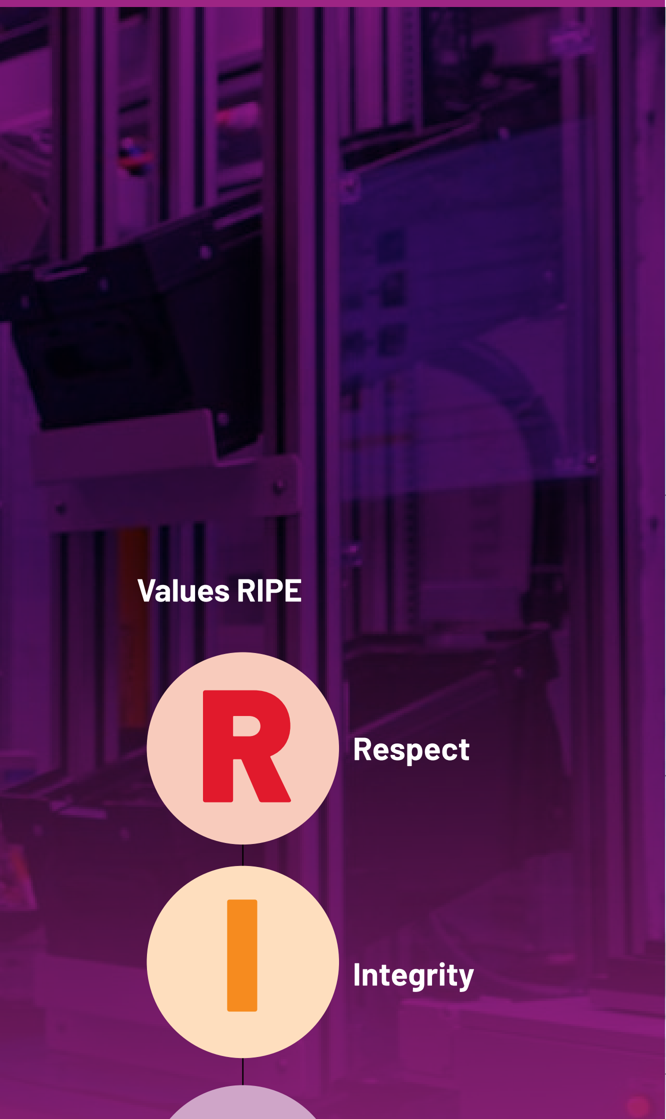
Group Purpose

Deliver Pride and Progress with Positivity

Vision

Building an Admired High-Performance Global Organization in whom all stakeholders have Absolute Trust

LATL is committed to creating value for all stakeholders through a strategic and inclusive approach. The Company's value creation process encompasses various dimensions aimed at fostering sustainable growth, innovation, and positive impact.



Values RIPE

- **R** Respect
- **I** Integrity
- **P** Passion
- **E** Excellence

Output

Robust Financial Health

Consolidated Revenue: ₹ **2,822 Crore**

Consolidated EBITDA: ₹ **413 Crore**

Consolidated PAT: ₹ **167 Crore**

Consolidated EPS: ₹ **19.10 per share**

Superior Manufacturing Capabilities

- Products adhering to global standards
- Best-in-class operational excellence

Committed Workforce

- Upskilled, motivated, and experienced workforce
- Well-defined career progression path for employees

Community Development

- Upliftment of surrounding communities

SDGs Mapping

- 3 GOOD HEALTH AND WELL-BEING
- 5 GENDER EQUALITY
- 7 AFFORDABLE AND CLEAN ENERGY
- 8 DECENT WORK AND ECONOMIC GROWTH
- 9 INDUSTRY, INNOVATION AND INFRASTRUCTURE
- 10 REDUCED INEQUALITIES
- 11 SUSTAINABLE CITIES AND COMMUNITIES
- 17 PARTNERSHIPS FOR THE GOALS

Environment, Social, and Governance (ESG)

At the heart of Lumax's business strategy is a strong commitment to sustainability. The Company focuses on designing sustainable products and conducting business responsibly to minimize the environmental impact of operations and the value chain. Lumax is dedicated to providing a safe and inclusive workplace and promoting holistic growth within the organization.

The Company's success is rooted in maintaining a delicate balance between commercial prosperity and a steadfast commitment to meeting the needs of the environment and society through exceptional governance. As a responsible corporate citizen, Lumax fully embraces its duty to integrate environmental, social, and governance (ESG) considerations into all aspects of operations.

ESG Strategy Development Process

The development of Lumax's ESG strategy is anchored in a meticulous analysis, which begins with identifying key areas of focus within the ESG strategy framework. The Company has transitioned from an external to an internal focus approach.

External Focus

Global ESG Trends: Lumax closely monitors global ESG trends by drawing insights from authoritative sources such as the World Economic Forum Global Risk Report, ERM 2024 Sustainability Trends, and MSCI ESG Trends to Watch. These sources provide valuable information on global ESG trends, helping the Company to identify relevant sectoral aspects crucial to strategy development.

Sector ESG Trends: Understanding that each sector has unique ESG challenges that impact its operations, Lumax evaluates sector-specific ESG trends. The Company relies on reputable organizations like S&P Global, MSCI, and SASB, as well as feedback from peers and customers, to identify these trends. This sector-specific insight is vital for shaping the Company's ESG strategy effectively.

Internal Focus

Materiality Assessment: In FY 2023-24, Lumax-DK Jain Group conducted its inaugural comprehensive materiality assessment. This initiative was designed to identify critical issues that influence business growth and have significant effects on stakeholders. The Company employed a structured approach, including one-on-one discussions, online surveys, and reviews with both internal and external stakeholders, to gather valuable insights and assess risks impacting value creation capabilities. Additionally, an extensive desk review was conducted to evaluate topics relevant to the Company.

All relevant aspects were compiled into a Universe of Material Issues. These aspects were then shortlisted based on their importance to the sector and their frequency of occurrence. This process allows Lumax Group to pinpoint key focus areas to prioritize in the ESG strategy, ensuring alignment with sector-specific dynamics and global ESG trends.

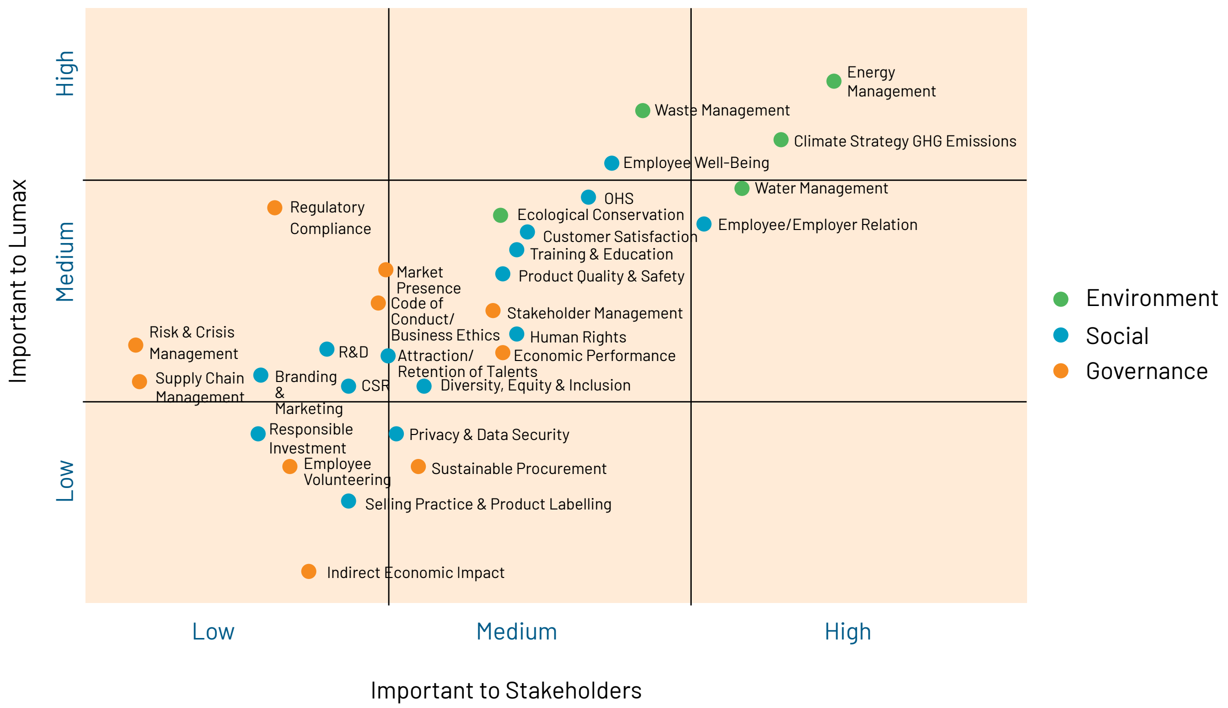
Internal Stakeholders

- The Board
- Business Partners
- Senior Management
- Employees

External Stakeholders

- Shareholders
- Customer
- Suppliers & Vendors
- CSR Partners
- Industry Bodies
- Regulatory Authorities

The final output of the above process is presented in the materiality matrix below:



Lumax Group's Material Topics

- Energy Management & Conservation
- Carbon Emissions
- Waste Management
- Water Management
- Occupational Health & Safety
- Employee Well-Being
- Diversity, Equity & Inclusion
- Customer Satisfaction
- Research & Development
- Corporate Social Responsibility
- Code of Conduct
- Regulatory Compliance
- Risk & Crisis Management
- Data Security
- Sustainable Procurement
- Stakeholder Management

ESG Strategy: Turning Goals into Action

At Lumax, ESG represents both a responsibility and an opportunity to create lasting value for all stakeholders. The Company's dynamic and adaptable approach transforms aspirations into tangible results, ensuring financial success alongside positive social and environmental impacts. Lumax has developed a strategic framework that guides the pursuit of responsible and scalable operations, a talented and future-ready workforce, and consistent financial returns.

This commitment to building a better world is deeply embedded in Lumax's culture. The Company fosters cross-functional collaboration and initiative development, ensuring that every team member contributes to ESG efforts aligned with core values. Lumax's relentless pursuit of environmental stewardship and employee well-being is the cornerstone of its success. Sustainability and social responsibility are viewed not merely as goals but as essential elements of a thriving and enduring organization.

Strategy Framework

To achieve sustainable growth, Lumax has utilized insights from the Materiality Assessment to craft its ESG strategy, based on the following four key pillars:

- Environmental Resilience
- Workforce Synergy
- Business Outreach
- Sustainable Business Practices

Within these pillars, Lumax has identified 15 focus areas that drive the Company's ESG goals. A robust governance structure has been established to ensure effective oversight and transparent monitoring of progress and disclosures. This framework guarantees that the strategy is executed efficiently and held accountable at every stage.

Environment Resilience

- Energy Management & Conservation
- Carbon Emissions
- Waste Management
- Water Management

Workforce Synergy

- Occupational Health & Safety
- Employee Well-Being
- Diversity, Equity & Inclusion

Sustainable Business Practices

- Code of Conduct
- Regulatory Compliance
- Risk & Crisis Management
- Data Security
- Sustainable Procurement
- Stakeholder Management

Business Outreach

- Customer Satisfaction
- Research & Development
- Corporate Social Responsibility

Contribution to UN SDGs

Lumax's extensive ESG strategy is crafted to align with the United Nations' Sustainable Development Goals (UN SDGs) and to contribute to India's environmental and socioeconomic development objectives.

ESG Strategic Pillar: Environmental Resilience

This strategic focus area aims to minimize the environmental impact and carbon footprint of operations. The Company prioritizes enhancing the sustainability of assets, optimizing resource use, increasing efficiency, and reducing waste generation and water consumption. It emphasizes:

Pillar	Material Topic	3-Year Target
Environment Resilience	Energy Management & Conservation	RE100 by 2027-2028
	Carbon Emissions	Monitoring, reducing and reporting GHG emissions
	Waste Management	Waste Management as per 3'R
	Water Management	Water Neutral

ESG Strategic Pillar: Workforce Synergy

This pillar highlights the importance of a motivated and engaged workforce for achieving true success. The Company prioritizes creating a safe, inclusive, and positive work environment where team members can thrive, fostering the unique character of the organization. It emphasizes:

Pillar	Material Topic	3-Year Target
Workforce Synergy	Occupational Health & Safety	Maintain zero fatality at the sites
	Employee Well-Being	Employee feedback & Redressal system
	Diversity, Equity & Inclusivity	Increase existing women workforce by 25%

ESG Strategic Pillar: Business Outreach

The Company has consistently held the belief that comprehensive and inclusive growth is essential for long-term and sustained well-being. Commitment lies in fostering sustainable growth through customer satisfaction, innovation, and social responsibility, which leads to overall societal development. It emphasizes:

Pillar	Material Topic	3-Year Target
Business Outreach	Customer Satisfaction	To implement Customer Satisfaction Survey and Score, Redressal Mechanism for Customer Complaints
	Research & Development	Increase focus on Patent
	Corporate Social Responsibility	Enhance Community Relations

ESG Strategic Pillar: Sustainable Business Practices

This pillar aligns with the mission to be the customer's first choice for superior engineered solutions. This is achieved by conducting business ethically, transparently, and responsibly to build trust and foster long-term relationships. It emphasizes:

Pillar	Material Topic	3-Year Target
Sustainable Business Practices	Code of Conduct	Zero Tolerance towards violation of Code of Conduct
	Regulatory Compliance	Zero instances of non-compliance
	Risk & Crisis Management	100% mitigation of identified risk
	Data Security	Zero Data Security Breaches
	Sustainable Procurement	100% adherence to the Sustainable Procurement Policy

Environment

Environment

In today's world, where environmental challenges loom large, the role of an automotive component manufacturer extends beyond crafting quality products—it encompasses a broader responsibility to safeguard the planet. The Company understands that actions today profoundly impact the world passed on to future generations. This understanding drives the commitment to place environmental sustainability at the core of the business.

Energy and Emissions

Forging a Sustainable Path

As the environment faces unprecedented challenges, the commitment to sustainable, low-carbon operations is integral to the business. As an automotive component manufacturer, the Company acknowledges its role in shaping a greener future.

Measuring Carbon Footprints

The climate crisis demands immediate action. To understand its impact, the Company measured greenhouse gas emissions in 2024 using the WRI Greenhouse Gas Protocol. This assessment highlighted areas for improvement and reinforced dedication to sustainable operations. By prioritizing responsible energy stewardship, the Company aims to optimize its business while contributing to a healthier planet.

GHG Emissions (FY 2023-24)*

843.00 tCO_2e

Scope 1 Emissions

17,004.32 tCO_2e

Scope 2 Emissions

17,847.32 tCO_2e

Total Emissions

7,737.50 tCO_2e

Emissions Avoided (Solar & Wind Power Plants)

* Excluding IAC data

Reducing Impact

Reducing the impact of energy consumption and emissions is vital for fostering environmental sustainability and supporting global climate goals. By enhancing energy efficiency and cutting down on emissions, organizations not only minimize their carbon footprint but also contribute to a healthier planet.

Energy Conservation and Efficiency Initiatives

The Company is committed to reducing energy consumption and enhancing efficiency through innovative and sustainable practices. Several initiatives have been implemented to achieve these goals, including:

Switching to Solar Smart Street Lights

Traditional streetlights have been replaced with solar smart street lights across facilities. This transition reduces energy consumption by harnessing renewable solar energy, contributing to sustainability targets.

Installation of Retrofit Emission Control Device on the DG Set

Retrofit emission control devices have been installed on diesel generator sets to minimize emissions, reduce air pollutants, and adhere to environmental regulations.

Energy-Saving Insulation Jackets for Band Heaters on IMM Machines

Energy-saving insulation jackets have been installed on band heaters for Injection Molding Machines (IMMs), significantly reducing heat loss and energy consumption, and improving overall energy efficiency.

VFD Provision for Hot Plates

Variable Frequency Drives (VFDs) have been implemented for hot plates, optimizing energy use by adjusting motor speed to match demand, thus reducing power consumption.

Installation of Motion Sensors for Conference Hall AC Units and Lights

Motion sensors have been installed for air conditioning units and lights in conference halls to optimize idle running and reduce energy waste, ensuring these systems operate only when needed.

Installation of Passive Infrared (PIR) Sensors in All Shop Floor Toilets

PIR sensors in all Shop Floor toilets control lighting and ventilation, further reducing unnecessary energy usage and consumption.

Addition of Rooftop Solar Panels in Expansion Areas

Rooftop solar panels have been added to new expansion areas, increasing the use of renewable energy and reducing dependency on non-renewable energy sources.

Optimization of Vehicle Trips for Dispatching Finished Goods and Work-in-Progress Items

Vehicle trips for dispatching finished goods and work-in-progress items have been optimized to reduce fuel consumption and associated emissions.

Group Captive Solar Power Generation Initiative

Participation in a group captive solar power generation initiative enables sharing of solar energy resources and further reduces the carbon footprint.

Installation of High-Volume Low-Speed (HVLS) Fans on Shop Floors

High-volume low-speed (HVLS) fans have been installed on shop floors to improve air circulation efficiently, enhancing worker comfort while consuming less energy.

Through these comprehensive energy-saving initiatives, the Company has significantly reduced its energy consumption, lowered operational costs, and minimized its environmental impact.

Renewable Energy Commitment: Rooftop Solar Plants

In the ongoing commitment to sustainability and reducing reliance on non-renewable energy sources, the Company has prioritized the integration of renewable energy solutions. These initiatives aim to harness clean energy, decrease greenhouse gas emissions, and establish a more sustainable operational model.

A cornerstone of the renewable energy strategy has been the installation of rooftop solar plants on manufacturing facilities. To date, the Company has successfully implemented rooftop solar plant installations in 8 of its plants. Additionally, renewable energy efforts include the consumption of wind energy at one of the plants. Together, these renewable sources have generated a total of 10,154,078 kWh of energy, leading to a reduction of 8,356.81 tCO_2e emissions.

Looking ahead, the Company is exploring opportunities to further expand renewable energy initiatives by assessing the feasibility of additional solar installations across other facilities and properties.

Water*

In the automotive component manufacturing industry, where precision, innovation, and efficiency are of paramount importance, responsible resource management has become increasingly crucial. Water, a vital yet finite resource, significantly affects operations, impacting both product quality and environmental preservation. As a responsible industry leader, the Company recognizes the importance of water in its processes and is committed to its responsible use and conservation.

1,74,311.91 KL

Total Water Withdrawal

5,022 KL

Total Water Discharge

1,69,289.91 KL

Total Water Consumption

* Excluding IAC data

Water Conservation Efforts

In the ongoing commitment to sustainable water management, the Company has implemented a range of initiatives designed to optimize water usage and minimize waste. These efforts reflect the dedication to environmental stewardship and responsible resource management.

1. Zero Liquid Discharge

A core component of the water conservation strategy is the deployment of Zero Liquid Discharge (ZLD) systems, facilitated through Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs). These advanced systems enable the effective treatment and recycling of wastewater, ensuring that no liquid waste is discharged into the environment. The Entity has established Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) across all its Plants except one Plant where STP is not installed reflecting a strong commitment to sustainable water management practices.

Looking forward, the Company aims to extend the implementation of ZLD systems to additional facilities and continuously seek innovative technologies to enhance the efficiency and effectiveness of water treatment processes. The goal is to further strengthen environmental stewardship and promote responsible water use across all operations.

2. Rainwater Harvesting

Rainwater harvesting is a key component of the water conservation strategy. By collecting and storing rainwater, the Company reduces reliance on traditional water sources and enhances the ability to manage water resources efficiently. Rainwater harvesting systems have been successfully integrated into several facilities, with ongoing exploration of expansion opportunities. The Company is committed to exploring new technologies and methods to improve the efficiency and effectiveness of rainwater harvesting systems.

3. Other Water-Saving Initiatives

Water Jet Technology for Solar Module Cleaning

Advanced water jet technology is used for cleaning solar modules, which is highly efficient and minimizes water usage compared to traditional methods. This approach maintains the performance of solar panels while conserving water.

Reuse of Wastewater from Water Coolers and STPs for Gardening

Systems have been implemented to reuse wastewater from water coolers and treated STP water for gardening purposes. This practice reduces the need for fresh water and supports the maintenance of green spaces around facilities.

Installation of Aerators in Washbasin Taps

Aerators have been installed in washbasin taps to reduce water flow while maintaining effective performance. This measure conserves water without compromising user experience.

Leak Detection and Repair

Active leak detection and repair activities are conducted to address water wastage. Promptly fixing leaks prevents unnecessary water loss and ensures efficient water use throughout the facilities.

Through these initiatives, the Company is taking important steps toward conserving water, improving operational efficiency, and supporting broader environmental sustainability goals. The commitment to innovative water management practices highlights dedication to resource conservation and environmental protection.

Waste*

In its ongoing efforts to manage waste responsibly, the Company has made several notable improvements, all contributing to a commitment to environmental sustainability.

Parameter	Unit	FY 2023-24
Plastic Waste	MT	723.70
E-Waste	MT	980.52
Biomedical Waste	MT	0.0038
Construction & Demolition Waste	MT	0
Battery Waste	MT	0
Radioactive Waste	MT	0
Other Hazardous Waste	MT	124.02
Other Non-Hazardous Waste	MT	716.66
Total	**MT**	**2,544.90**

* Excluding IAC data

Waste Reduction & Management

Recognizing the critical importance of waste reduction and management for environmental sustainability and operational efficiency, the Company has implemented several key initiatives. Effective waste management helps reduce environmental impact, conserve resources, and create a healthier workplace. The comprehensive efforts include:

a. Implementation of 3R (Reduce, Reuse, Recycle) Initiatives: Commitment to the 3R principles—Reduce, Reuse, and Recycle—is the basis of the waste management strategy. Programs are being launched to reduce waste at the source, encourage the reuse of materials, and establish robust recycling systems. These initiatives are designed to minimize the overall waste footprint and promote a culture of sustainability within the organization.

b. Investment in Advanced Waste Collection and Disposal Systems: To ensure efficient and environmentally responsible waste management, the Company is investing in advanced waste collection and disposal systems. These systems will enhance the ability to segregate, collect, and dispose of both hazardous and non-hazardous waste effectively.

By undertaking these initiatives, the Company is addressing the immediate need for effective waste management and contributing to long-term environmental sustainability and resource conservation.

Social

Social

The Company has recognized that fostering holistic and inclusive growth for all stakeholders is crucial to the Company's ongoing success. Engaging employees, supply chain partners, customers, and the community in a sustainability-driven growth journey is fundamental to the approach.

Employees

The success of LATL is built upon the abilities and contributions of its employees. Their commitment and efforts drive achievements. The Company provides a meritocratic workplace that offers equal opportunity and encourages excellence, regardless of race, religion, color, nationality, gender, age, disability, and other differences. Top talent is attracted through numerous professional growth and development opportunities, along with competitively benchmarked remuneration and benefits. Comprehensive people policies are designed to make every employee feel secure and confident.

Given the nature of its operations, the Company maintains a relentless focus on ensuring the health and safety of its employees. Additionally, the Whistleblower Policy empowers employees to raise concerns about any unlawful or unethical activity or violations of the Code of Conduct without fear of reprisal.

Employee Training and Development

Comprehensive skill development programs are essential to equip employees to meet client expectations and ensure smooth operations. It is imperative to develop and enhance the skills and competencies of employees to meet the growing demands of the customers and cater to the needs with Quality products and solutions. As expansion continues, there is recognition of the need to prepare talent for larger responsibilities and leadership roles to guide the Company into the next stage of its evolution.

Learning initiatives focus on leadership development, functional and operational skills, and executive coaching programs. Ongoing training programs provide employees with functional and technical skills to maintain product quality, enhance productivity and safety, and minimize losses.

Technical and Operational Training

- CATIA Basics
- Advance Mold Flow
- MS Excel

Sustainability and ESG Training

- Basics of ESG & Sustainability
- ESG Awareness
- GHG Accounting
- ISO 50001:2018

Process Improvement and Quality Management

- Design Failure Mode and Effects Analysis
- Process Failure Mode and Effects Analysis
- TPM Certification Program

Leadership and Personal Development Training

- Hoshin Kanri Workshop
- Negotiation Skill Management
- Sessions on Goal Setting
- Procurement From Tactical to Strategic

Health, Safety, and Well-Being

- Fire Safety
- First Aid
- HIRA
- Behavior on Shop Floors
- POSH

Employee Benefits

The employee benefits program is designed to motivate and engage the workforce while providing financial security. A comprehensive suite of benefits is offered to support employees and their families, ensuring their well-being and fostering a positive work environment.

The commitment to the financial well-being of employees and workers is demonstrated through a comprehensive benefits package, that include PF, Health insurance, Term Life insurance, Gratuity etc.

Health & Safety

The Company has an Occupational Health and Safety Management System as a crucial component of its operations. The primary objective is to foster a work environment that prioritizes the health & safety of employees while adhering to environmental sustainability principles. Various measures have been implemented, including:

- Ensuring continuous improvement of occupational health and safety performance.
- Creating an incident-free work environment.
- Adhering to legal requirements.
- Promoting innovation to prevent pollution, injury, and illness.

The Company is ISO 45001 certified, covering 30% of its plants, demonstrating a commitment to maintaining high standards of occupational health and safety across operations.

Initiatives for Employee Safety

- Regional safety meetings across all locations.
- Hazard-specific safety training.
- Safety Gemba Audit and monitoring of all critical points.
- Hazard identification and risk assessment of machinery.
- KYT (Kiken Yochi Training) for identifying hazards and taking corrective measures with the help of actual users.
- Comprehensive audits as per ISO standards.
- Emergency Response Manual.
- Preparation for potential emergencies.

During FY 2023-24, the total recordable work-related injuries was zero.

Employee Well-Being

Enhancing the healthcare infrastructure for employees is a priority. To ensure staff well being, a Medical Officer is deployed at Medical Room/ OHC, which offers a comprehensive range of preventive and curative health services. Medical rooms/OHC services offer a comprehensive range of healthcare services, including:

- Consultations and medicines for minor ailments.
- Emergency care.
- Pre-employment health check-ups for contractual employees.
- Daily hygiene audits of the plants.
- Health wellness and awareness sessions.

These efforts ensure that employees have access to robust healthcare support, contributing to their overall well-being and fostering a healthier work environment.

Corporate Social Responsibility

At LATL, success is inextricably linked to the well-being of the communities where operations are based. Corporate Social Responsibility (CSR) initiatives are rooted in the belief that investing in people and the planet creates a lasting positive impact. This section outlines the commitment to fostering social and economic development while upholding environmental sustainability. Through its CSR arm, Lumax Charitable Foundation, the Company is dedicated to transforming lives, particularly those of children, youth, and the elderly, by providing education, life skills, and healthcare. CSR programs align with the United Nations' Sustainable Development Goals (UN SDGs), demonstrating a commitment to a holistic and inclusive approach to building a brighter future for all.

To maximize the impact of initiatives, a structured approach is employed, including:

- **Conducting Detailed Needs Assessments:** Identifying areas and communities that would benefit most from CSR activities.
- **Engaging Stakeholders and Community Members:** Using effective on-ground mobilization strategies.
- **Partnering with Like-Minded Organizations:** Collaborating with organizations that share values and can contribute effectively to goals.
- **Monitoring Projects:** Daily and weekly monitoring to ensure timely progress and address any challenges.
- **Performing Evaluations:** Thorough internal and external evaluations to assess the impact and success of initiatives.

CSR initiatives are strategically designed to foster holistic community development and environmental sustainability. Here are the highlights of key projects:

Educational Support and Development

- **'Sunehra Kal' - Life Skill Development Initiative:** Conducted in Haryana, Maharashtra, and Gujarat, this program equips students from grades 9 to 12 with essential life skills, benefiting 2,600 individuals.
- **Career Counselling:** Providing career guidance and aptitude tests to students in Haryana, Maharashtra, and Gujarat, impacting 2,600 individuals by enhancing their career prospects.
- **'Usha Ki Kiran' Scholarship:** Supporting underprivileged students in Haryana, Maharashtra, and Gujarat, this scholarship program has directly benefited 240 students and inspired over 5,000 more.
- **School Infrastructure Support:** Improving basic facilities in government schools across Haryana and Maharashtra.
- **Development of School in Pune:** Extensive repairs and upgrades at Shrimati Kalavati Dattatraya Kotwal High School in Hadapsar, Pune, improving the educational environment for all students.

Health and Well-Being

- **Cancer Awareness and Screening Camps:** Organized in rural areas of Haryana, these camps provide free screenings and early detection, benefiting 473 individuals.
- **Eye Screening and Free Cataract Surgeries:** Offering comprehensive eye care services in Haryana, including 167 successful cataract surgeries.
- **Juvenile Diabetes Support:** Providing financial and medical support to 15 deprived patients with juvenile diabetes in Maharashtra.

Governance

Integrating ESG principles into core operations enables the creation of long-term value while addressing societal and environmental challenges. By prioritizing responsible governance, LATL builds trust with stakeholders, mitigates risks, and captures new opportunities. This section outlines the commitment to transparency, ethical conduct, and accountability, striving to meet the evolving expectations of stakeholders.

ESG Management System

LATL is committed to fostering responsible and sustainable business practices through a comprehensive ESG Management System. This structured framework ensures that ESG leadership, oversight, and focused initiatives are aligned with corporate objectives and drive measurable impact.

The ESG team sets sustainability goals for the organization and guides its agenda on this front. The team formulates strategies and execution roadmaps in line with the ESG vision defined by the team. The team provides specific guidance and operational insights to the ESG Working Groups, reviews public disclosures (such as the ESG Report, policies, and other related presentations or reports), and presents them to the Board for approval. Additionally, the team engages with stakeholders, including external agencies and auditors, on topics relevant to the Company's ESG performance and meets every quarter.

Roles and Responsibilities of the ESG Team

Formulate Strategies and Execution Roadmaps

Align strategies with the ESG vision set by the ESG Team.

Set Annual Targets

Establish yearly goals to achieve the organization's sustainability objectives.

Identify KPI Owners

Assign owners for specific Key Performance Indicators (KPIs) in each focus area and define their roles and responsibilities.

Provide Guidance and Operational Insight

Support KPI owners and the ESG Working Team with necessary guidance and insights.

Track KPI Progress

Monitor the progress of KPIs on a quarterly basis.

Review and Approve Public Disclosures

Evaluate and approve ESG-related public disclosures, including the Annual Report, ESG Report, and specific disclosures and policies.

Present Disclosures for Approval

Submit the reviewed disclosures to the Board for final approval.

Engagement with Stakeholders

Interact with stakeholders, including external agencies and auditors, on topics relevant to ESG matters.

Stakeholder Engagement

As an automotive manufacturer, the Company recognizes that its sustainability journey depends on the active involvement of a diverse range of stakeholders, including employees, suppliers, customers, communities, government agencies, and investors.

To engage regularly with these stakeholders and promote transparency and understanding, the Company utilizes various channels, including e-mails, SMS, community meetings, notice boards, and the Company's website. The engagement initiatives cover a broad spectrum of topics and concerns, ensuring that all relevant issues are addressed effectively:

Employees

The Company ensures that employees' voices are heard and acted upon, fostering a positive and inclusive work environment.

Suppliers and Service Providers

Collaboration with suppliers and service providers is aimed at achieving mutually beneficial outcomes.

Customers

Customer feedback is actively sought to improve products and services, ensuring high levels of satisfaction and loyalty.

Local Communities

CSR activities focus on building sustainable relationships and addressing community-specific concerns.

Government Agencies

The Company maintains regulatory and statutory compliance while proactively engaging with authorities.

Investors and Shareholders

Regular meetings are held to discuss financial and strategic topics, influencing the Company's corporate direction.

Policies and Standards

The Company's policies provide a structured framework that supports the realization of its governance vision and ensures transparency both within and outside the organization. These policies encompass various areas critical to maintaining operational integrity and ethical conduct. Some key policies include:

- Code of Conduct
- Anti-Corruption and Anti-Bribery Policy
- Environmental Policy
- Health and Safety Policy
- Data Privacy and Protection Policy
- Whistleblower Policy
- Supplier Code of Conduct

External Audits and Assessments

In its pursuit of robust internal controls and timely compliance, the Company regularly undergoes external audits and assessments. These audits are essential to ensure that the Company's operations adhere to industry standards, regulatory requirements, and ethical norms. This rigorous process reflects the Company's commitment to transparency and accountability in its business practices. External audits and assessments are conducted by independent third parties to validate the effectiveness of the Company's controls and compliance measures.

LUMAX

Awards

Celebrating Milestones with Awards and Accolades

JIPM

LATL Pantnagar - Received the esteemed Special Award for TPM Achievement from Japan Institute of Plant Maintenance (JIPM) in March 2024.

JIPM

LATL Chakan - Honored with the esteemed Award for Excellence in Consistent TPM Commitment from Japan Institute of Plant Maintenance (JIPM) in March 2024.

Supplier Recognition – 4 Awards at Maruti Suzuki Vendor Conference 2024

Lumax Group at Maruti Suzuki Vendor Conference 2024 at Antalya - Turkey won 4 awards from MSIL in following categories - Part Design and Development award for IAC India, Financial Prudence award for Lumax Mannoh Allied Technologies, VA VE award for Lumax Auto Technologies - Bengaluru Plant, Supplier Collaboration Initiatives award for Lumax Group

Best QCD Performance Award

The Bengaluru plant received the 'Best QCD Performance Award' at the HMSI Annual Supplier Convention held in Mumbai in March 2024.

Quick Resolution of Market Feedback

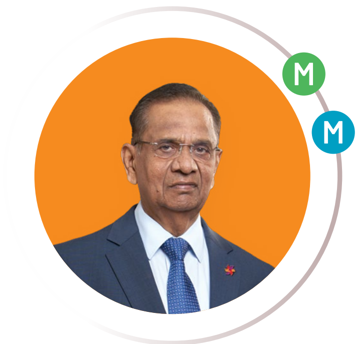
Lumax Alps Alpine India received the award for Quick Resolution of Market Feedback from Maruti Suzuki India in May 2024.

Best Cost Management Award

IAC India won the Best Cost Management Performance Award at the Mahindra Supplier Excellence Awards in February 2024.

Upholding Excellence

LATL believes that good corporate governance serves as the foundation upon which businesses can thrive and achieve their long-term goals. Corporate governance at the Company plays a crucial role in fostering trust, transparency, and accountability across all operations. It is significant because it promotes a culture of accountability and transparency, enhances investor confidence, facilitates efficient risk management, encourages ethical behavior, focuses on long-term value creation, ensures regulatory compliance, and protects the interests of all stakeholders. By establishing effective governance practices, the Company can build trust, attract investment, and achieve sustainable growth.

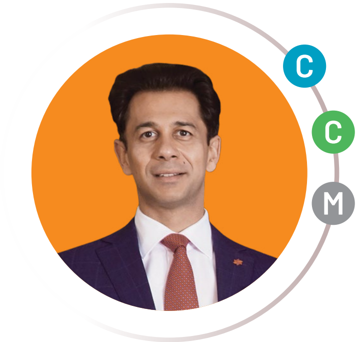


Mr D. K. Jain (Chairman)

- He is 81 years of age and is an MBA from Delhi University. He has successfully completed President Management Program from Harvard Business School
- Possesses over 50 years of experience in the automotive industry in management, operations, and administrative roles
- He has held various industry positions
- Former President of ACMA, Past President Suppliers Association – Toyota Kirloskar Motors, Past Chairman of Trade Fairs Committee ACMA, Past Co-Chairman of Regional Committee on Membership of Northern Region CII, Past Chairman of CSR sub-committee of the Northern Region of CII

Mr Anmol Jain (Managing Director)

- He is 45 years of age and holds a bachelor's degree in Business Administration in Finance and Supply Chain Management (double major) from Michigan State University, USA
- He worked as a Management Trainee with GHSP, USA and subsequently, joined Lumax Group, in 2000.
- Possesses over 23 years of experience
- He holds various key positions in the different associations:
    - Executive Council member of ACMA
    - Chairman, Pillar-1 (Business Development) Chairman, Sub-Pillar (OEM)
    - HCI Suppliers Club Society - Advisor : FY 2024-25
- He held various key positions in the different associations:
    - President of the Honda Cars Supplier's Club
    - Management Committee member - Bajaj Auto Vendor Association
    - National Coordinator of ACMA – YBLF 2014-16
    - Chairman CII Haryana State Council 2012-13



Mr Deepak Jain (Non Executive Director)

- He is 49 years of age and holds a business graduate degree from the Illinois Institute of Technology, USA with specialization in operations management & international business.
- Trained extensively at Stanley Co. Inc., USA & Stanley Electric Co. Limited, Japan
- Possesses over 25 years of experience
- He holds various key positions in the different associations:
  - Co-Chair of CII Manufacturing Excellence Council and CII National Committee on Environment, also member of CII International Council 2024-25.
  - Member of Governing Council for National Automotive Board (NAB), Member of International Centre for Automotive Technology (ICAT), Member of Research Advisory Board (RAB) and Vice President of the Governing Council of Central Manufacturing Technology Institute (CMTI)
  - President of Toyota Kirloskar Supplier's Association (TKSA), Executive Council Member of Maruti Suzuki Supplier Welfare Association (MSSWA), TATA Motors Suppliers Council and Hero Supplier Council
- He held various key positions in the different associations:
  - Immediate past Chairman of CII Northern Region
  - Past President of Automotive Component Manufacturers Association of India (ACMA) - (2019-2021)

Mr Sanjay Mehta (Non Executive Director)

- He is 56 years of age and holds a bachelors degree of Commerce, Chartered Accountant and Company Secretary
- Possesses over 3 decades of experience in field of Corporate Finance and Corporate Strategy
- Expertise in Business Leadership, Risk Management, Corporate Governance, Merger & Acquisitions

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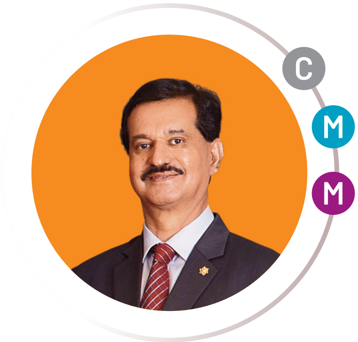
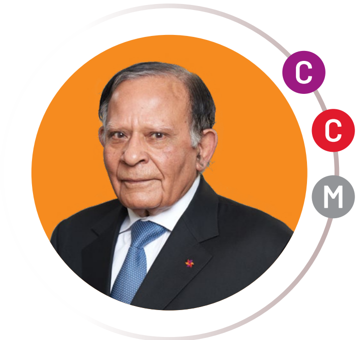
Ms Diviya Chanana (Independent Director)

- She is 51 years of age and holds a Diploma degree in travel and tourism.
- She is the Executive Director of Damus Travels Private Limited.
- Damus Travels Private Limited is engaged in supporting auxiliary transport activities as well as activities of travel agencies.



Mr Arun Kumar Malhotra (Independent Director)

- He is 65 years of age and holds a degree in B.E. Mechanical and MBA from IIM, Kolkata.
- An Indian automotive sector veteran.
- Last assignment was Managing Director of Nissan India
- Subsequent Role: Senior Corporate Advisor at Nissan India.
- Possesses over 30 years of experience with organizations like Escorts, Bajaj Auto Ltd, and Maruti Suzuki India Ltd



Mr Avinash Parkash Gandhi (Independent Director)

- He is 85 years of age and holds a degree in Mechanical Engineering.
- Possesses over 5 decades of experience
- He has held top leadership positions in prestigious organizations, including President at Hyundai Motors India Limited, Chief Executive of R&D at Escorts Limited and Telco

Mr Parag Chandulal Shah (Independent Director)

- He is 48 years old and holds a BS Degree in Computer Engineering from the Illinois Institute of Technology with special electives in Psychology and Manufacturing Technology. He is also a graduate of the General Management Program from Harvard Business School
- Founder and Partner of Amara Partners, a mid-market Private Equity fund
- Held various positions with the Mahindra Group and in his last role, he was a Member of the Group Executive Board and also former Managing Partner of Mahindra Partners
- Has been an Executive Committee Member of the CII National Committee on Private Equity and Venture Capital, FICCI Solar Energy Task Force, CII National Committee on Renewable Energy, CII National Healthcare Council, American Alumni Association in addition to other external associations

C Chairman — M Member — Audit Committee — Risk Management Committee — Corporate Social Responsibility Committee — Nomination and Remuneration Committee — Share Transfer/Stakeholders Relationship Committee

Corporate Information

BOARD OF DIRECTORS

Mr D. K. Jain
Executive Chairman

Mr Anmol Jain
Managing Director

Mr Deepak Jain
Non-Executive Director

Mr Sanjay Mehta
Non-Executive Director

Mr Arun Kumar Malhotra
Independent Director

Mr Avinash Parkash Gandhi
Independent Director

Ms Diviya Chanana
Independent Director

Mr Parag Chandulal Shah
Independent Director (w.e.f. July 23, 2024)

Mr Milap Jain
Independent Director (till July 22, 2024)

Mr Roop Salotra
Independent Director (till July 22, 2024)

BOARD COMMITTEES

AUDIT COMMITTEE

Mr Avinash Parkash Gandhi – Chairman

Mr Anmol Jain – Member

Mr Arun Kumar Malhotra – Member

Mr Parag Chandulal Shah – Member

NOMINATION AND REMUNERATION COMMITTEE

Mr Arun Kumar Malhotra - Chairman

Mr Deepak Jain– Member

Mr Avinash Parkash Gandhi – Member

SHARE TRANSFER/STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr Deepak Jain – Chairman

Mr D.K. Jain – Member

Mr Arun Kumar Malhotra – Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr Deepak Jain – Chairman

Mr D.K. Jain – Member

Ms Diviya Chanana – Member

RISK MANAGEMENT COMMITTEE

Mr Avinash Parkash Gandhi – Chairman

Mr Anmol Jain – Member

Mr Sanjay Mehta – Member

Mr Vikas Marwah – Member

Mr Ashish Dubey – Member

GROUP CHIEF FINANCIAL OFFICER

Mr Sanjay Mehta

CHIEF EXECUTIVE OFFICER

Mr Vikas Marwah

CHIEF FINANCIAL OFFICER

Mr Ashish Dubey

COMPANY SECRETARY

Mr Pankaj Mahendru

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai - 400 093
E-mail: vinod.y@bigshareonline.com

REGISTERED OFFICE

2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi - 110 046
E-mail: shares@lumaxmail.com
Website: https://www.lumaxworld.in/lumaxautotech

CORPORATE IDENTIFICATION NUMBER

L31909DL1981PLC349793

BANKERS

Canara Bank

Citibank N.A.

CTBC Bank Co. Limited

HDFC Bank Limited

ICICI Bank Limited

Kotak Mahindra Bank Limited

Yes Bank Limited

State Bank of India

STATUTORY AUDITORS

S.R. Batliboi & Co. LLP
New Delhi

INTERNAL AUDITORS

Grant Thornton Bharat LLP

WORKS

- Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
- B - 14/3, M.I.D.C., Waluj, Industrial Area, Aurangabad, Maharashtra
- Plot No. 9, 10, 23-25, Gat No. 53, Sahajapur, Aurangabad, Maharashtra
- Plot No. G8, G Block, Chakan Industrial Area, Phase III, Village Kuruli, Tehsil Khed, District Pune, Maharashtra
- Plot No. 70, Sector - 10, PCNTDA, Bhosari, Pune, Maharashtra
- Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bengaluru, Karnataka
- Plot No. 164-165, Sector-5, IMT Manesar, Gurugram, Haryana
- Plot No. 12, Sector- 10, IIE Pantnagar, Dist- Udham Singh Nagar, Uttarakhand

MARKETING/TRADING DIVISION

- Unit 2102-2108, Tower – I, DLF Corporate Greens, Sector – 74 A, Gurugram, Haryana
- Khasra No. 25/12/2,18,23,19, Revenue Estate, Vill. Khawaspur, Jamalpur, Main Pataudi Road, Gurugram, Haryana

BOARD'S REPORT

Dear Members,

Your Directors with immense pleasure present the 43rd Annual Report of Lumax Auto Technologies Limited ("Company") on the business and operations together with Audited Financial Statements of the Company for the year ended March 31, 2024.

The Key highlights of Financial Performance of the Company for the year along with previous year figures are as follows:

I. FINANCIAL PERFORMANCE - STANDALONE & CONSOLIDATED

(₹ in Lakhs unless otherwise stated)

	Standalone		Consolidated	
	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from contracts with customers	1,33,457.26	1,32,174.10	2,82,173.58	1,84,746.00
Other income	6,311.72	3,368.10	4,500.73	2,386.64
Total income	**1,39,768.98**	**1,35,542.20**	**286,674.31**	**1,87,132.64**
Total expenses	**1,28,358.17**	**1,25,674.70**	**2,64,001.57**	**1,71,574.11**
Profit before exceptional items and tax	**11,410.81**	**9,867.50**	**22,672.74**	**15,558.53**
Exceptional Item	-	880.00	-	880.00
Profit before tax	**11,410.81**	**8,987.50**	**22,672.74**	**14,678.53**
Tax expense	2,144.60	1,635.46	5,976.45	3,532.75
Profit for the year	**9,266.21**	**7,352.04**	**16,696.29**	**11,145.78**
Profit for the year attributable to -				
A) Owners of Lumax Auto Technologies Limited	9,266.21	7,352.04	13,018.32	9,287.53
B) Non-controlling interest	-	-	3,677.97	1,858.25
Other comprehensive income (net of tax)	**2,890.59**	**4,987.80**	**2,842.59**	**5,045.50**
Other comprehensive income attributable to -				
A) Owners of Lumax Auto Technologies Limited	2,890.59	4,987.80	2,848.01	5,030.95
B) Non-controlling interest	-	-	(5.42)	14.55
Total comprehensive income	**12,156.80**	**12,339.84**	**19,538.88**	**16,191.28**
Total comprehensive income attributable to -				
A) Owners of Lumax Auto Technologies Limited	12,156.80	12,339.84	15,866.33	14,318.48
B) Non-controlling interest	-	-	3,672.55	1,872.80
Paid-up equity share capital (face value of ₹ 2 each)	**1,363.15**	**1,363.15**	**1,363.15**	**1,363.15**
Earnings per share (EPS) basic & diluted (in ₹)	**13.60**	**10.79**	**19.10**	**13.63**

COMPANY PERFORMANCE

STANDALONE

On standalone basis, the revenue from contracts with customers during the Financial Year 2023-24 stood at ₹ 1,33,457.26 Lakhs as compared to ₹ 1,32,174.10 Lakhs in the last year. For the Financial Year 2023-24, the profit before exceptional items and tax stood at ₹ 11,410.81 Lakhs as compared to ₹ 9,867.50 Lakhs in the last year witnessing an increase of 15.64%. The Profit After Tax (PAT) stood at ₹ 9,266.21 Lakhs as compared to ₹ 7,352.04 Lakhs registering a significant increase of 26.04%. The Basic and Diluted Earnings per share stood at ₹ 13.60 registering a significant increase of 26.04%.

BOARD'S REPORT (Contd.)

CONSOLIDATED

On consolidated basis, the revenue from contracts with customers stood at ₹ 2,82,173.58 Lakhs as compared to ₹ 1,84,746.00 Lakhs in the last year registering a growth of 52.74%. The profit before exceptional items and tax for the FY 2023-24 stood at ₹ 22,672.74 Lakhs as compared to ₹ 15,558.53 Lakhs in the last year witnessing a significant increase of 45.73%. The profit after tax before non-controlling interest for the FY 2023-24 stood at ₹ 16,696.29 Lakhs as compared to ₹ 11,145.78 Lakhs registering a significant increase of 49.80%. The Basic and Diluted Earnings per share for the FY 2023-24 stood at ₹ 19.10 registering a significant increase of 40.13%.

SHARE CAPITAL

The paid-up Equity Share Capital as on March 31, 2024 was ₹ 1,363.15 Lakhs divided into 6,81,57,705 equity shares of ₹ 2/- each, fully paid up. During the year under review, the Company has not issued shares or granted stock options or sweat equity.

DIVIDEND

The Board of Directors (herein referred to as "the Board") have recommended a dividend of ₹ 5.50/- (i.e. 275%) per equity share of face value of ₹ 2/- each for the FY 2023-24 subject to the approval of the shareholders at the ensuing Annual General Meeting ("AGM").

The proposed Dividend for FY 2023-24, would result in appropriation of ₹ 3,748.67 Lakhs as against ₹ 3,067.10 Lakhs in last FY 2022-23. The Dividend payout ratio works out to 40.46%.

The dividend, if declared, will be subject to tax deduction at source at the applicable rates. For details, shareholders are requested to refer to the Notice of AGM.

The Dividend as recommended by the Board, if approved by the shareholders at the ensuing AGM, shall be paid to the eligible shareholders, whose names appear in the Register of Members as on September 09, 2024, within the stipulated time period.

DIVIDEND DISTRIBUTION POLICY

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") (as amended from time to time), the Company has Dividend Distribution Policy in place which can be accessed on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/dividend-distribution-policy.pdf

AMOUNT TRANSFER TO RESERVES

The Board of the Company does not propose to transfer any amount to reserves other than transfer of undistributed profits to surplus in statement of Profit & Loss.

PERFORMANCE OF SUBSIDIARIES AND ASSOCIATE COMPANIES & CONSOLIDATED FINANCIAL STATEMENTS

As per Regulation 33 of the Listing Regulations, applicable provisions of the Companies Act, 2013 (herein referred to as "the Act") and Ind AS 110, the Audited Consolidated Financial Statements are provided in the Annual Report of the Company.

As on March 31, 2024, the Company had Eleven (11) Subsidiaries. The performance highlights of these Companies are follows:

a) **Lumax Mannoh Allied Technologies Limited (LMAT)**

   LMAT was formed in collaboration with Mannoh Industrial Co., Limited, Japan. The Company holds 55% of the Equity in LMAT. The entity manufactures gear shifters and enjoys a market leadership position in India. The Revenue from operations of LMAT stood at ₹ 35,249.45 Lakhs for the FY 2023-24.

b) **Lumax Cornaglia Auto Technologies Private Limited (LCAT)**

   LCAT was formed in collaboration with Cornaglia Metallurgical Products India Private Limited (wholly owned subsidiary of Officine Metallurgiche G. Cornaglia S.p.A. Italy). The Company holds 50% of the Equity in LCAT. The entity manufactures Air Intake Systems, Urea Tank, Plastic Fuel Tank & Injection Blow Moulded Parts. The revenue from operations of LCAT stood at ₹ 15,732.81 Lakhs for the FY 2023-24.

c) **Lumax FAE Technologies Private Limited (LFAE)**

   LFAE was formed in collaboration with FAE, Spain. The Company holds 84.03% of the Equity in LFAE. LFAE manufactures Oxygen Sensors. The revenue from operations of LFAE stood at ₹ 255.00 Lakhs for the FY 2023-24.

d) **Lumax Jopp Allied Technologies Private Limited (LJAT)**

   LJAT was formed in collaboration with Jopp Holding GmbH, Germany. The Company holds 50% of the Equity in LJAT. LJAT manufactures

Gear Shift Towers, AMT Kits & AGS. The revenue from operations of LJAT stood at ₹ 807.14 Lakhs for the FY 2023-24.

e) **Lumax Yokowo Technologies Private Limited (LYTL)**

LYTL was formed in collaboration with Yokowo Co., Limited, Japan to manufacture On-board Antennas & other Vehicle Communication Products. The Company holds 50% of the Equity in LYTL. The revenue from operations of LYTL stood at ₹ 1,103.84 Lakhs for the FY 2023-24.

f) **Lumax Ituran Telematics Private Limited (LITPL)**

LITPL was formed in collaboration with Ituran Location and Control Limited, Israel for the manufacture of telematic products and services. The Company holds 50% of the Equity in LITPL. The revenue from operations of LITPL stood at ₹ 1,952.08 Lakhs for the FY 2023-24.

g) **Lumax Alps Alpine India Private Limited (LAIPL)**

LAIPL was formed in collaboration with Alps Alpine Co. Limited, Japan. The Company holds 50% of the Equity in LAIPL. LAIPL is engaged in the business of manufacturing of electric devices and components for automotive use. The revenue from operations of LAIPL stood at ₹ 3,073.51 Lakhs for the FY 2023-24.

h) **Lumax Management Services Private Limited (LMS)**

LMS, a wholly owned subsidiary of the Company, is a full-time corporate service provider to Lumax-DK Jain Group Entities. The revenue from operations of LMS stood at ₹ 3,846.77 Lakhs for the FY 2023-24.

i) **IAC International Automotive India Private Limited (Formerly known as Lumax Integrated Ventures Private Limited) (IAC)**

Earlier Lumax Integrated Ventures Private Limited (LIVE) was a wholly owned subsidiary of the Company and IAC International Automotive India Private Limited was a subsidiary Company of LIVE and was recognized as a material and step down subsidiary of the Company.

During FY 2023-24, the Scheme of Amalgamation was filed with Hon'ble National Company Law Tribunal (NCLT) for the Merger between IAC International Automotive India Private Limited (Transferor Company) and Lumax Integrated Ventures Private Limited (Transferee Company). The Scheme was approved by the Hon'ble NCLT vide its order dated February 16, 2024. The certified copy of the order was filed with Registrar of Companies (ROC) on March 18, 2024 and consequently the Transferor Company was dissolved without being wound up w.e.f. March 18, 2024 (Effective Date). Consequent to the Scheme becoming effective, the name of Lumax Integrated Ventures Private Limited was changed to IAC International Automotive India Private Limited on June 07, 2024.

The revenue from operations of IAC stood at ₹ 88,558.92 Lakhs for the FY 2023-24.

j) **Lumax Ancillary Limited (LAL)**

LAL is, inter alia, engaged in the manufacturing of wiring harness and lamp assembly. During FY 2023-24, the Company held 14.31% Equity stake in LAL and on January 25, 2024, the Company acquired remaining 85.69% of Equity stake of LAL from its existing shareholders. Consequently, LAL has become a wholly owned subsidiary of the Company with effect from January 25, 2024. The revenue from operations of LAL stood at ₹ 19,306.04 Lakhs for the FY 2023-24.

k) **Lumax Resources Private Limited (LRPL)**

LRPL is a wholly owned subsidiary of the Company incorporated on March 12, 2024. The operations of LRPL will be in line with the Company's vision to further address growth opportunities in automotive sector.

STATEMENT CONTAINING HIGHLIGHTS OF PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

In accordance with the provisions of Section 129(3) of the Act read with Rule 8(1) of the Companies (Accounts) Rules, 2014, a report on performance and financial position of Subsidiaries, Joint Venture and Associate Companies forms part of this Annual Report in the prescribed **Form AOC-1.**

Further, in accordance with the provisions of Section 136(1) of the Act, the Audited Financial Statements, including the Consolidated Financial Statements and related information and Audited Financial Statements of Subsidiaries are available on the website of the Company i.e. https://www.lumaxworld.in/lumaxautotech/index.html and the same shall also be made available for inspection at Registered Office of the Company during the working hours.

BOARD'S REPORT (Contd.)

II. STATE OF COMPANY'S AFFAIRS

The past fiscal year was a significant year for the Indian automotive segment especially for the passenger vehicle segment.

The passenger vehicle segment recorded a strong growth in production vis-à-vis the last year. All the other segments showed a decent growth indicating the strong economic growth. With the significant new model launches and the trust shown by the Original Equipment Manufacturers (OEMs), on consolidated basis, the Company was able to clock growth more than that of the industry.

It has been a pretty successful year for the Company with addition of new customers in its portfolio coupled with the new businesses from existing customers to improve top line.

With the introduction and emphasis of localization by OEMs, to avoid the risks associated with the supply chains, the Company has invested in the upgradation of its existing manufacturing facilities. The same will help in successful localization of technologically advanced products thus giving the customers immunity from supply chain risks with best quality products.

The Company is strongly moving its pie to service PV segment, and is taking various steps on its alignment to cater this space by adding future product lines under various JVs.

Driving Force to Achieve Excellence within Organization

- Operational excellence within plants through strong focus on Kaizen, TEI, Quality Circles, TPM, etc.
- Strong connect within plant level through communication such as town halls, business communication meets etc.
- Promoting Open Culture, R&R policy for Human Resource Development
- Focusing on Implementing ESG Practices within the organization

Future Approach

- Focus to capitalize on new opportunities in the passenger vehicle industry drives demand for high-value components.
- Driving on future growth related to EV segment, scouting future partners to leverage this potential.
- Bringing New Technologies to capitalize the growth which is coming from the market shift in the premium segment, focus on ADAS etc.
- Strong focus to become self-reliant supplier, focus on developing In-house R&D to capitalizing the growing OEMs requirements

To stay ahead in the competition, the Company is exploring best technologies in all its operations.

This year, your Company focused extensively on digitalization and cybersecurity. All process approvals have been digitized, covering:

- Capital Expenditure (Capex)
- Corporate Sourcing
- Human Resources and Administration
- Marketing
- Strategy ad Business
- Finance and Accounts
- Banking
- Legal and Secretarial etc.

On the ERP front, the Company has upgraded its existing SAP system to SAP S/4HANA RISE and all SAP servers will now be hosted in Google's data-center and managed by the SAP team. Earlier servers were hosted in a local data-center. This transition is expected to enhance cyber security and system availability, with SAP providing a 99.70% uptime guarantee. Additionally, the Company has acquired licenses for SAP Analytics Cloud, which includes built-in AI capabilities to support data-driven decision-making.

To enhance customer support and integration, the Company has implemented Electronic Data Integration (EDI) to establish real-time connections for daily supply schedules and delivery status.

LSETU, the Suppliers' Portal of the Company, is now available to all its domestic and international suppliers. All schedules are generated through SAP's Material Resource Planning (MRP) system, which integrates with LSETU in real time. Through LSETU suppliers can create Advance Shipment Notes before sending deliveries, and they can check real-time delivery and payment status.

To enhance cybersecurity, the Company has upgraded from traditional antivirus to Endpoint Detection & Response (EDR) and acquired tools for Vulnerability Assessment and Penetration Testing (VAPT). With these tools, the Company now tests its IT environment regularly, whereas previously, this process was conducted by third-party software only twice a year.

The Company continues to uphold the highest standards of Corporate Governance, treating its various stakeholders as an ethical requisite rather than a regulatory necessity and continue to base all its actions on the principles of fairness, trust and transparency, standing by its core values of Respect, Integrity, Passion and Excellence.

All in all, the Company made good progress in all areas in FY 2023-24, and the management is confident that going forward the Company will continue to deliver value to all its customers and stakeholders. The long-term outlook for the Company remains positive and it is poised to outperform the industry.

A. CAPACITY & FACILITY EXPANSION

During the FY 2023-24, the Company has upgraded its manufacturing facilities as per the customer requirements to cater new product lines and meet their increased volumes.

B. QUALITY INITIATIVES

The Company strives to be a supplier of choice across all its customers and is always committed to develop and design new products, in line with its strategy towards delivering competitive advantage to the customers. In the said perspective, Total Productive Maintenance (TPM) has been successfully implemented across all plants of the Company to create a culture and environment which continuously improves quality, cost and delivery parameters.

In addition, various plants of the Company have received awards i.e. Japan Institute of Plant Maintenance (JIPM) TPM, Bajaj Auto Limited (BAL) TPM, Gold & Silver Awards for Quality Circle Forum of India, for Quality initiatives, Gold Award in RCCQC, Stellantis Award for accessories division, Gold Award for Productivity improvement. Quality Control Circle (QCC) is an integral part for ensuring quality across all processes. By implementing these various initiatives, improvement of Quality is willingly carried out by employees in true spirit, resulting in minimizing rejection and cost.

C. MANAGEMENT DISCUSSION & ANALYSIS REPORT

Pursuant to the provisions of Regulation 34 read with Schedule V of the Listing Regulations, Management Discussion & Analysis Report is annexed as part of this report as **Annexure - A** and provides details on overall Industry Structure and Developments, financial and operational performance and other material developments during Financial Year under review.

D. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the Financial Year ended March 31, 2024, there was no change in the nature of business of the Company.

III. GOVERNANCE AND ETHICS

A. CORPORATE GOVERNANCE

The report on Corporate Governance together with the Auditor's Certificate on Compliance of conditions of Corporate Governance as stipulated in Regulation 34 read with Schedule V of the Listing Regulations is annexed and forms part of this Report as **Annexure - B**.

B. DIRECTORS & KEY MANAGERIAL PERSONNEL INCLUDING THOSE WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

DIRECTORS

The Composition of Board of Directors is in conformity with the applicable provisions of the Act and Listing Regulations.

During the year under review, there was no change in the composition of the Board of Directors of the Company.

However, subsequent to March 31, 2024 the second term of 5 years of Mr Roop Salotra and Mr Milap Jain, Independent Directors of the Company completed on July 22, 2024 and they ceased to hold the position of Independent Directors on the Board. The Board in its meeting held on July 22, 2024 had appointed Mr Parag Chandulal Shah (DIN: 00374944) as a Non Executive Independent Director on the Board of the Company with effect from July 23, 2024. Mr Parag Chandulal Shah shall hold office upto the date of ensuing AGM and the Company has received Notice from a member signifying the candidature for his appointment as Director. The Board recommends to the members for his appointment as a Non-Executive Independent Director.

Brief profile of Mr Parag Chandulal Shah is provided in the notice of AGM.

KEY MANAGERIAL PERSONNEL

As on March 31, 2024, Mr D.K. Jain, Executive Chairman, Mr Anmol Jain, Managing Director, Mr Vikas Marwah, Chief Executive Officer, Mr Ashish Dubey, Chief Financial Officer and

BOARD'S REPORT (Contd.)

Mr Pankaj Mahendru, Company Secretary were Key Managerial Personnel (KMPs) of the Company as per the provisions of the Act.

Mr Raajesh Kumar Gupta resigned from the position of Company Secretary of the Company with effect from May 26, 2023 consequent to his transfer to a Group Company and Mr Pankaj Mahendru was appointed as the Company Secretary (KMP) of the Company with effect from May 30, 2023.

RETIREMENT BY ROTATION AND SUBSEQUENT RE-APPOINTMENT

In accordance with the Articles of Association of the Company and Section 152 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr Sanjay Mehta, Director (DIN:06434661) is liable to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. The said re-appointment was considered by the Board of Directors and accordingly the same is recommended to the members in the ensuing 43rd Annual General Meeting of the Company.

A brief profile of Mr Sanjay Mehta is provided in the Notice of the ensuing AGM of the Company.

C. INDEPENDENT DIRECTORS

As on March 31, 2024, the Board had 5 (Five) Independent Directors including one Woman Independent Director, representing diversified fields and expertise.

Subsequent to the financial year ended March 31, 2024, Mr Roop Salotra and Mr Milap Jain ceased to be Independent Directors of the Company w.e.f. the close of business hours of July 22, 2024 consequent upon completion of second tenure of 5 years and Mr Parag Chandulal Shah (DIN: 00374944) was appointed as a Non-Executive Independent Director on the Board of the Company w.e.f. July 23, 2024. Therefore the Board comprises of 4 (Four) Independent Directors including one Woman Independent Director.

All Independent Directors have registered themselves with the Indian Institute of Corporate Affairs for the inclusion of their name in the data bank of independent directors, pursuant to the provision of Rule 6 (1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Further, as stipulated under the Regulation 17(10) and 19 read with Schedules thereto of Listing Regulations, an evaluation exercise of Independent Directors was conducted by the Nomination and Remuneration Committee and the Board of the Company who satisfied themselves with the performance and contribution of all the Independent Directors.

D. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

As per the Regulation 16 (1) (b) and Regulation 25 read with the provisions of Section 149 (6) of the Act, declarations have been received from all the Independent Directors regarding meeting the criteria of Independence as laid down under those provisions. Further, in terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

The Board took on record the declarations and confirmations submitted by the Independent Directors, after undertaking due assessment of the veracity of the same as required under Regulation 25(9) of the Listing Regulations.

E. NUMBER OF BOARD MEETINGS AND COMMITTEES OF BOARD

During the FY 2023-24, the Board of Directors met Five (5) times viz. May 30, 2023, August 10, 2023, November 08, 2023, December 26, 2023 and February 13, 2024. Further, it is confirmed that the gap between two consecutive meetings was not more than one hundred and twenty days as provided in Section 173 of the Act.

Pursuant to the requirements of Para VII (1) of Schedule IV of the Act and the Listing Regulations, a separate Meeting of Independent Directors was held on March 21, 2024, without the presence of Non-Independent Directors and Members of the management to review the performance of Non-Independent Directors and the Board as a whole, the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors and also to assess the quality, quantity and timeliness of flow of information between the

Company Management and the Board. The details on Attendance during the Board Meetings and other Committee Meetings of Board of Directors are provided in Corporate Governance Report which forms part of the Board's Report.

BOARD DIVERSITY AND POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board will be able to leverage different skills, qualifications, professional experience, perspectives and background which is necessary for achieving sustainable and balanced development. The Board has adopted Nomination and Remuneration Policy of Directors, Key Managerial Personnel (KMP) and Other Employees in terms of the provisions of Section 178(1) of the Act and Regulation 19(4) read with Part D of Schedule II of Listing Regulations and Policy on Diversity which sets out the criteria for determining qualifications, positive attributes and independence of a director.

The main features of the above policies are as follows:

- It acts as a guideline for matters relating to appointment and re-appointment of directors;
- It contains guidelines for determining qualifications, positive attributes of Directors, and independence of a Director;
- It lays down the criteria for Board Membership;
- It sets out the approach of the Company on Board Diversity; and
- It lays down the criteria for determining independence of a Director, in case of appointment of an Independent Director.

The aforesaid policies are available on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/nomination-and-remuneration-policy-of-directors.pdf and https://www.lumaxworld.in/lumaxautotech/downloads/policy-on-diversity.pdf

F. PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

In accordance with applicable provisions of the Act and Listing Regulations, the evaluation of the Board as a whole, committees and all the Directors was conducted, as per the internally designed evaluation process approved by the Nomination and Remuneration Committee. The evaluation tested key areas of the Board's work including strategy, business performance, risk and governance processes. The evaluation considers the balance of skills, experience, independence and knowledge of the Board, its overall diversity, and analysis of the Board and its functioning.

EVALUATION TECHNIQUE

- The evaluation methodology involves completion of questionnaires consisting of certain parameters such as Evaluation factor, Ratings and Comments, if any.
- The performance of entire Board is evaluated by all the Directors based on Board composition and quality, Board meetings and procedures, Board development, Board strategy and risk management etc.
- The performance of the Managing Director and Executive Directors is evaluated by all the Board Members based on factors such as leadership, strategy formulation, strategy execution, external relations etc.
- The performance of Non-Executive Director and Independent Directors is evaluated by other Board Members based on criteria like managing relationship, knowledge and skill, personal attributes, independence from the management etc.
- It also involves self-assessment by all the Directors and evaluation of Committees of Board based on knowledge, diligence and participation, leadership team and management relations, committee meetings and procedures respectively.
- Further, the assessment of Chairman's performance is done by each Board Member on similar qualitative parameters.

EVALUATION OUTCOME

The feedback of the evaluation exercise and inputs of Directors were collated and presented to the Board and an action plan to further improve the effectiveness and efficiency of the Board and Committees was placed.

The Board as a whole together with each of its committees was working effectively in performance of its key functions- Providing strategic guidance to the Company, reviewing and guiding business plans, ensuring effective monitoring of the management and overseeing risk management function. The Board is kept well informed at all times through regular communication and meets once per quarter and more often as and when the need arises. Comprehensive agendas are sent to all the Board Members well in advance

BOARD'S REPORT (Contd.)

to help them prepare and ensure the meetings are productive. The Company makes consistent efforts to familiarize the Board with the overall business performance covering all Business verticals, Product Categories and Corporate Functions from time to time.

The performance of the Chairman was evaluated satisfactory in the effective and efficient discharge of his role and responsibilities for the day-to-day management of the business, with reference to the strategy and long-term objectives.

The Executive Directors and Non-Executive Directors provided entrepreneurial leadership to the Company within a framework of prudent and effective controls, with a balanced focus on policy formulation and development of operational procedures. It was acknowledged that the management accorded sufficient insight to the Board in keeping it up-to-date with key business developments which was essential for each of the individual Directors to maintain and enhance their effectiveness.

G. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered by the Company with related parties were in ordinary course of business and on an arm's length basis. All Related Party Transactions, which are foreseen and repetitive in nature, are placed before the Audit Committee on yearly basis for obtaining prior omnibus approval of the Committee.

All related party transactions to be entered into by Subsidiary Companies to which the subsidiary of the Company is a party but the Company is not a party and the value of the transaction(s) exceeds / is likely to exceed the limit of 10% of the Annual Standalone Turnover of the Subsidiary Company during the Financial Year are placed before the Audit Committee of the Company for obtaining prior approval of the Committee.

All transactions with related parties were reviewed and approved by the Audit Committee and are in accordance with the Policy on Related Party Transactions formulated by the Company. All Related Party Transactions are subjected to independent review by a reputed accounting firm to establish compliance with the provisions of the Act and Listing Regulations.

The details of the related party transactions as per Ind AS 24 are set out in Notes to the Financial Statements of the Company. Policy Document on Materiality and Dealing with Related Party Transactions adopted by the Company is available on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/policy-document-on-materiality-and-dealing-with-related-party-transactions.pdf

During the year, there were no materially significant related party transactions entered into, by the Company with Promoters, Directors or Key Managerial Personnel, which may have a potential conflict of interest for the Company at large.

Pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, **Form AOC-2**, containing the details of Related Party Transactions is set out as **Annexure - C** to this report. Further, the Shareholder's approval on Material Related Party Transactions have been taken by way of Postal Ballot for which the results were declared by the Company on September 28, 2023.

H. COMPLIANCE MANAGEMENT FRAMEWORK

The Company has a robust and effective framework for monitoring compliances with applicable laws.

The Company has installed a Software namely AVACOM (Product of Team lease) for Compliance Management and through this Software the Company is able to get the structured control over applicable compliances by each of the units of the Company.

A separate Corporate Compliance Management Team periodically reviews and monitors compliances by units and supports in effective implementation of same in a time bound manner. The Board and Audit Committee along with Compliance team periodically monitors status of compliances with applicable laws based on quarterly certification provided by Senior Management.

I. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has established a vigil mechanism and formulated Vigil Mechanism/Whistle Blower Policy for Directors, employees and business associates to report to the management, concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics, in accordance with the provisions of Section 177 (10) of the Act and Regulation 22 of the Listing Regulations. Audit committee oversees the implementation of vigil mechanism and provides adequate safeguards against unfair treatment to the whistle blower who wishes to raise a concern and also provides for direct access to the Chairman of the Audit committee in appropriate/exceptional cases.

The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company www.lumaxworld.in/lumaxautotech. To further strengthen this mechanism, the Company has an Employee App which is available for both android and iOS users to report any instances of financial irregularities, breach of Code of Conduct, abuse of authority, unethical/unfair actions concerning Company vendors/suppliers, malafide manipulation of Company records, discrimination among employees, anonymously to provide protection to the employees who report such unethical practices and irregularities.

Any incident(s), that are reported, are investigated and suitable action is taken in line with the Vigil Mechanism/Whistle Blower Policy.

During the year under review, no incidence under above mechanism was reported.

J. SECRETARIAL STANDARDS

The Board states that the applicable Secretarial Standards, i.e., SS-1 and SS-2 issued by the Institute of Company Secretaries of India, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively, have been duly complied by the Company.

K. DIRECTORS RESPONSIBILITY STATEMENT

In terms of section 134 (3) (c) & 134 (5) of the Act and to the best of the knowledge and belief, your Directors hereby state as under:

(i) that in the preparation of the Annual Accounts for the Financial Year ended March 31, 2024, the applicable Accounting Standards had been followed and there were no material departures;

(ii) that the Directors had 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 and loss of the Company for that period;

(iii) that the Directors had taken proper and sufficient care for the 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 fraud and other irregularities;

(iv) that the Directors had prepared the Annual Accounts on a "going concern" basis;

(v) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and were operating effectively;

(vi) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

L. PARTICULARS OF REMUNERATION OF DIRECTORS AND OTHER EMPLOYEES

Information on Employees as required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms an integral part of this Report as an **Annexure - D**.

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names of the top ten employees in terms of remuneration drawn and names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules which form part of the Board's Report, will be made available to any shareholder on request, as per provisions of Section 136(1) of the Act.

M. AUDIT COMMITTEE & COMPOSITION

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Act read with the Rules framed thereunder and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and having expertise of Financial Management.

As on March 31, 2024, the Audit Committee comprised of Mr Arun Kumar Malhotra as Chairman, Mr Roop Salotra, Mr Milap Jain, Mr Avinash Parkash Gandhi and Mr Anmol Jain as Members.

BOARD'S REPORT (Contd.)

The Company Secretary acts as Secretary to the Audit Committee.

The Audit Committee of the Company reviews the reports to be submitted to the Board of Directors with respect to auditing and accounting matters. It also supervises the Company's internal control process, financial reporting and vigil mechanism.

All the recommendations made by the Audit Committee were accepted by the Board of the Company.

Further, brief terms of reference and Meetings of the Audit Committee along with attendance of members are provided in Corporate Governance Report forming part of this Report.

Consequent upon cessation of Mr Roop Salotra and Mr Milap Jain, Non-Executive Independent Directors of the Company w.e.f. the close of business hours of July 22, 2024, the Board of Directors in their meeting held on July 22, 2024 reconstituted the Audit Committee to comprise Mr Avinash Parkash Gandhi as Chairman, Mr Arun Kumar Malhotra, Mr Parag Chandulal Shah and Mr Anmol Jain as Members w.e.f. July 23, 2024.

N. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Please refer to the Paragraph on Familiarization Program in the Corporate Governance Report for detailed analysis.

O. HUMAN RESOURCES

Please refer to the paragraph on Human Resources in the Management Discussion & Analysis section for detailed analysis.

IV. INTERNAL FINANCIAL CONTROLS AND ADEQUACY

A. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO INTERNAL FINANCIAL STATEMENTS

The Company has a robust and well embedded system of internal controls in place to ensure reliability of financial reporting, orderly and efficient conduct of business, compliance with policies, procedures, safeguarding of assets and economical and efficient use of resources. Appropriate review and control mechanisms are put in place to ensure that such control systems are adequate and operate effectively.

Periodical programs of Internal Audits are planned and conducted which are also aligned with business objectives of the Company. The meetings with Internal Auditors are conducted wherein the status of audits and management reviews are informed to the Audit Committee.

The Company has adopted accounting policies which are in line with the Indian Accounting Standards notified under Section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015.

The Company gets its Standalone and Consolidated Financial Results reviewed/Audited by its Statutory Auditors in due compliance with the Act and Listing Regulations.

The Company uses an established ERP 'SAP HANA' Systems to record day to day transactions for accounting and financial reporting. The SAP system is configured to ensure that all transactions are integrated seamlessly with the underline books of accounts, which helps in obtaining accurate and complete accounting records and timely preparation of reliable financial disclosures.

The Company on May 01, 2024 has upgraded its existing SAP System to SAP S/4HANA RISE System.

B. RISK MANAGEMENT POLICY

The Company has adopted the Risk Management Policy as per Regulation 21 of the Listing Regulations.

The Risk Management Committee is responsible to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for development and implementation of a Risk management Policy for the Company including identification therein elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company and is responsible for reviewing the risk management plan and its effectiveness. The Company has Risk Management Policy which can be accessed on Company's website https://www.lumaxworld.in/lumaxautotech/downloads/risk-management-policy.pdf

C. CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS (CODE OF CONDUCT)

The Company has adopted a Code of Conduct to regulate, monitor and report trading by Designated Persons. This Code of Conduct is intended to prevent misuse of Unpublished Price Sensitive Information ("UPSI") by designated persons.

The said Code lays down guidelines, which advise Designated Persons on the procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautions them on consequences of non-compliances. The Company has also updated its Code of practices and procedures of fair disclosures of unpublished price sensitive information by including a policy for determination of legitimate purposes. Further, the Company has put in place adequate & effective system of internal controls and standard processes to ensure compliance with the requirements given under these regulations to prevent insider trading.

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT OF THE COMPANY

The Company has adopted the Code of Conduct for Directors and Senior Management of the Company. The same is available on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/latl_code-of-conduct-for-directors-and-senior-management.pdf

Annual affirmations for adherence to the Code is also obtained by the Company from its Directors and Senior Management on an annual basis.

D. AUDITORS

STATUTORY AUDITORS

The shareholders had approved the re-appointment of S.R. Batliboi & Co. LLP (Firm Registration No. 301003E/E300005), Chartered Accountants as Statutory Auditors of the Company in the 38th Annual General Meeting held on August 23, 2019 to hold office till the conclusion of the ensuing 43rd Annual General Meeting of the Company, accordingly, they will cease to act as Statutory Auditors upon the conclusion of the ensuing Annual General Meeting.

S.R. Batliboi & Co. LLP, Chartered Accountants have maintained the highest level of governance and substantially contributed in to the efforts of the Company towards strengthening the internal controls, processes and procedures in line with expanding size of operations. The Board places on record its deep sense of appreciation for the services rendered and guidance given by them as the Statutory Auditors of the Company.

In terms of Section 139(2) of the Act, the Board, upon recommendation of the Audit Committee, has recommended the appointment of Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) as the Statutory Auditors of the Company, for a period of five consecutive years from the conclusion of the 43rd Annual General Meeting up to the conclusion of the 48th Annual General Meeting, to the members of the Company for approval.

Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) have given their eligibility letter for appointment as the Statutory Auditors of the Company stating that they are not disqualified for being appointed as Auditors of the Company.

Accordingly, an item for appointment of Price Waterhouse Chartered Accountants LLP as the Statutory Auditors of the Company for a period of 5 (five) years is being placed at the ensuing AGM for approval of the members. Information about the proposed appointment of Price Waterhouse Chartered Accountants LLP is given under the Notice of AGM, which forms part of this Annual Report.

Statutory Auditor Report

The Report given by the Statutory Auditors on the Financial Statements of the Company for the Financial Year 2023-24 forms a part of this Annual Report. The Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer.

COST AUDITORS

In terms of Section 148 (1) of the Act, the Company is required to maintain cost records for certain products as specified by the Central Government and accordingly such accounts and records are prepared and maintained in the prescribed manner.

The Board on recommendation of Audit Committee has re-appointed M/s Jitender, Navneet & Co., (Firm Registration No. 000119) as the Cost Auditors of the Company in Board Meeting held on May 27, 2024 for the audit of the cost records of the Company for the FY 2024-25.

The remuneration proposed to be paid to the Cost Auditor requires ratification by the shareholders of the Company. In view of this, your approval for payment of remuneration to Cost Auditors is being sought at the ensuing AGM. Accordingly, a resolution, seeking approval by members for the ratification of the remuneration to be paid to

BOARD'S REPORT (Contd.)

Cost Auditors amounting to ₹ 2.00 Lakhs (Rupees Two Lakhs) excluding taxes and out of pocket expenses, if any, payable to M/s Jitender Navneet & Co., is included in the Notice convening 43rd AGM of the Company.

Cost Audit Report

The Cost Audit Report for the FY 2022-23 does not contain any qualification, reservation or adverse remark. The Cost Audit Report for the FY 2023-24 will be submitted within the prescribed timelines.

DISCLOSURE ON MAINTENANCE OF COST RECORDS AS SPECIFIED BY CENTRAL GOVERNMENT UNDER SUB SECTION (1) OF SECTION 148

The Company is maintaining cost records as stipulated under applicable laws for the time being in force.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr Maneesh Gupta (Membership No. F-4982), Practising Company Secretary as the Secretarial Auditor in Board Meeting held on May 27, 2024 to undertake the Secretarial Audit for FY 2024-25. The Company has also received the consent from Mr Maneesh Gupta to act as Secretarial Auditor for conducting audit of the secretarial records of the Company for the FY 2024-25.

ANNUAL SECRETARIAL AUDIT REPORT & ANNUAL SECRETARIAL COMPLIANCE REPORT

The Secretarial Audit Report for the FY 2023-24 of the Company along with its Material Subsidiaries i.e. Lumax Mannoh Allied Technologies Limited and Lumax Integrated Ventures Private Limited (Now known as IAC International Automotive India Private Limited) under the Act read with the Rules made thereunder and Regulation 24A (1) of the Listing Regulations forms a part of this Report as **Annexure - E**. There are no qualifications, reservations, adverse remarks or disclaimers given by the Secretarial Auditors in their Reports.

Pursuant to Regulation 24A (2) of the Listing Regulations, all listed entities on annual basis are required to get a check done by Practising Company Secretary (PCS) on compliance of all applicable SEBI Regulations and circulars/ guidelines issued thereunder and get an Annual Secretarial Compliance Report issued by a PCS and such Report is required to be submitted to the Stock Exchanges within 60 days of the end of the Financial Year.

The Company has engaged Mr Maneesh Gupta (Membership No. F-4982), PCS and Secretarial Auditor of the Company for issuing the Annual Secretarial Compliance Report for the FY 2023-24.

Accordingly, the Company has complied with the above said provisions and an Annual Secretarial Compliance Report for the FY 2023-24 has been submitted to the Stock Exchanges within stipulated time.

INTERNAL AUDITORS

In compliance with the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, the Internal Audit of various units of Company, for the FY 2023-24 was carried out by Grant Thornton Bharat LLP. Further, the Board of Directors in its meeting held on May 27, 2024 have reappointed Grant Thornton Bharat LLP as Internal Auditors of the Company for the FY 2024-25.

E. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE ACT OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the year under review, no fraud was reported by Statutory Auditors or Secretarial Auditor against the Company which would be required to be mentioned in this Board's Report.

V. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

A detailed Business Responsibility and Sustainability Report in terms of the provisions of Regulation 34 of the Listing Regulations forms a part of this Annual Report.

VI. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY AND INITIATIVES

The Company is dedicated to continuing to give back to the society while expanding and conducting business in a socially responsible and sustainable manner. A judiciously thought-out CSR program improves and influences communities by generating social and environmental value. The Company's primary areas of interest have been Quality Education and Good Health for underprivileged sections in society. The Company's focus areas are covered under Schedule VII and Sustainable Development Goals. During the year, the

BOARD'S REPORT (Contd.)

Company kept up its support for the current educational institutions by offering career counselling, integrating students into the learning centres and schools, providing books and other learning resources, and improving possibilities for a comprehensive education. The Company focuses on preventative healthcare as part of its health initiatives by regularly conducting health check-up camps for cataract surgeries and providing financial support to juvenile diabetic patients.

The Lumax Charitable Foundation ("Foundation"), the Company's CSR arm/trust, is principally responsible for carrying out the CSR projects. The Foundation focuses on providing healthcare and education to underprivileged girls and women.

In compliance with the Act's provisions, the Company established the CSR Committee of the Board and created and executed a CSR Policy. The Committee monitors and oversees the Company's numerous CSR projects and endeavours.

During the year under review, the Company's obligation to spend on CSR activities was ₹ 137.13 Lakhs i.e. 2% of the average net profits during the three immediately preceding financial years against which the Company has actually spent ₹ 144.27 Lakhs including the administrative expenses. During the year, the Company has also got Impact Assessment on a voluntary basis.

KEY CSR ACTIVITIES

As part of its commitment to the India Sustainable Development Goals of 'Quality Education' and 'Good Health', the Company offers holistic education opportunities as well as preventive and curative health initiatives. The Lumax Charitable Foundation team and its implementation partners oversee these initiatives and programs.

EDUCATION

Aiming to deliver holistic and quality education, the interventions include, girl child enrolment in schools, learnings aids, beyond school learning support. Its goal is to provide and enable underprivileged students to enhance their learning experience through continual life-skills and soft-skills training, comprehensive career counselling, and field excursion trips. The programs assist in providing scholarships to students to continue with their education without any disruption due to financial constraints.

Continuous infrastructure support is provided to the government schools that include construction of toilets, classroom, wall painting and other infra work to ensure a conducive environment at school.

Preferably, the programs are held in the vicinity of the Company's plants.

HEALTH

Under health intervention, the Foundation has been organising camps for screening and awareness on cancer prevention to the communities close to the facilities. Blood profiling is part of the cancer screening process, which also entails physical examinations by gynaecologists, surgeons, and ENT specialists, as well as radiological examinations.

It has also organized camps for eye care, conducting eye examination and cataract procedures are performed.

CONSTITUTION OF CSR COMMITTEE

As on March 31, 2024, the CSR Committee comprised of Mr Roop Salotra as Chairman, Mr D.K. Jain and Mr Deepak Jain as Members.

Consequent upon the cessation of Mr Roop Salotra as Non-Executive Independent Director of the Company w.e.f. the close of business hours of July 22, 2024, the Board of Directors in their meeting held on July 22, 2024 reconstituted the CSR Committee with Mr Deepak Jain as Chairman, Mr D.K. Jain and Ms Diviya Chanana as Members w.e.f. July 23, 2024.

Further, the Board has also adopted the CSR Policy of the Company as approved by the Corporate Social Responsibility Committee which is also available on the website of the Company at https://www.lumaxworld.in/lumaxautotech/downloads/CSR-policy-latl.pdf

Brief terms of reference and Meetings held of the Corporate Social Responsibility Committee along with attendance of members are provided in Corporate Governance Report forming part of this Report.

The key contents of the said policy are as below:

1. Background & CSR Philosophy
2. Scope & Purpose
3. Constitution of CSR Committee
4. Composition & Role of CSR Committee
5. Implementation of CSR Projects, Programs and Activities
6. Allocation of Budget
7. Treatment of Unspent CSR Expenditure
8. Lumax domains of engagement in accordance with Schedule VII
9. Monitoring and Review Mechanism
10. Impact Assessment

BOARD'S REPORT (Contd.)

11. Reporting
12. Management Commitment

In terms of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, Annual Report on CSR for the Financial Year 2023-24 in the prescribed format is attached as **Annexure-F** to this Report.

VII. OTHER STATUTORY DISCLOSURES AS REQUIRED UNDER SECTION 134 OF THE ACT

A. NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR.

During the period under review, following Companies became or ceased to be Subsidiaries, Joint Venture, and Associate Company of the Company:

1. **Lumax Energy Solutions Private Limited (LESPL):** a Subsidiary of LIVE which was under the process of Voluntary Liquidation has been dissolved w.e.f. April 19, 2023, and thus ceased to be a subsidiary of the Company.
2. **Lumax Ancillary Limited (LAL):** During the period under review, the Company has acquired the remaining 85.69% Equity stake from the existing shareholders and consequently, LAL has become a Wholly owned subsidiary of the Company w.e.f. January 25, 2024..
3. **Lumax Resources Private Limited (LRPL):** LRPL is a Wholly owned subsidiary of the Company incorporated on March 12, 2024.
4. **IAC International Automotive India Private Limited:** IAC International Automotive India Private Limited (IAC) was step down subsidiary of the Company and subsidiary of Lumax Integrated Ventures Private Limited (LIVE). During the year under review, IAC was merged with LIVE, consequent to which IAC was dissolved without being wound up w.e.f. March 18, 2024 and the name of LIVE was changed from LIVE to IAC.

B. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return for the Financial Year ended March 31, 2024 is available on the Company's website at https://www.lumaxworld.in/lumaxautotech/annual-return.html

C. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Transfer of Unpaid Dividend

Pursuant to the provisions of Section 124(5) and other applicable provisions of the Act read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government, after the completion of seven (7) years from the date of transfer to Unclaimed/Unpaid Dividend Account of the Company.

Consequently, the Company had transferred an unclaimed Dividend Amount (Interim Dividend) of ₹ 1,14,713/- to the IEPF, lying with it for a period of seven years pertaining to FY 2015-16 on May 03, 2023.

Transfer of Shares underlying Unpaid Dividend

Pursuant to the provisions of Section 124(6) and other applicable provisions of the Act read with the Rules, the shares in respect of which Dividend has not been paid or remains unclaimed for seven (7) consecutive years or more are also required to be transferred to the Demat account of IEPF Authority. The said provisions do not apply to the shares in respect of which there is a specific order of the Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

Consequently, the Company had transferred 1,990 underlying Equity Shares to IEPF pertaining to FY 2015-16 on May 11, 2023.

Transfer of Unclaimed Dividend and underlying Shares for FY 2016-17

The due date for transfer into IEPF of the Unpaid/Unclaimed Dividend lying in the Unpaid Dividend Account of the Company for the FY 2016-17 is September 19, 2024. In compliance with the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the Company had issued a due notice in the newspapers and also sent the individual notices through speed post/registered post, at the latest available address to the concerned Shareholders, whose Dividend/Shares were liable to be transferred to IEPF, requesting them to claim their dividend on or before September 19, 2024.

D. DEPOSITS

During the year under review, the Company has neither accepted nor renewed any Deposit in terms of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 and hence the provisions of this Section are not applicable to the Company.

E. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The particulars of loans, guarantees given and investments made during the year under review in accordance with Section 186 of the Act are given in the Notes to Financial Statements.

F. MATERIAL CHANGES AND COMMITMENTS

Due to phased out technology and continuous losses the operations of Bhosari Plant were shifted to other units of the Company and the Board approved the Closure of the said unit of the Company w.e.f. May 31, 2023.

Due to lower demand from the customer, the operations of K-76, Aurangabad has been shifted to another unit in Aurangabad and the Board approved the Closure of the said unit of the Company w.e.f. May 31, 2023.

There was no adverse impact of this closure on the financials of the Company.

Unless elsewhere stated in this Report, there were no other material changes and commitments which have occurred after the end of the financial year ended March 31, 2024 till the date of this Report that affects the financial position of the Company.

G. INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

One of the several commitments that continued to remain in force throughout the Financial Year was developing business along with improvement in environmental performance to maintain a reliable and sustainable future.

During the course of the year, the manufacturing units of the Company have continued their efforts to reduce energy consumption in all areas of its operations. These manufacturing units are constantly encouraged to improve operational activities and maximizing production volumes and minimizing consumption of natural resources. Systems and processes have been put in place for utilization of alternate sources of energy and monitoring of energy consumption for all the units.

Disclosure of information regarding Conservation of Energy, Research & Development, Technology Absorption and Foreign Exchange Earning and Outgo etc. under Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014, is annexed as **Annexure - G** to this Report.

H. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant and material orders passed by the Regulators/Courts/Tribunals, which would impact the going concern status of the Company and its future operations.

I. CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE (ICC) UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 (POSH)

In terms of the provisions of Section 134(3) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, a "Statement to the effect that the Company has duly complied with the provisions related to Constitution of Internal Complaints Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)" has to be included in the Board's Report.

In accordance with the above-mentioned provisions of POSH, the Company is in compliance with and has adopted the "Policy on Prevention of Sexual Harassment of Women at Workplace" and constituted an ICC for Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace and matters connected therewith or incidental thereto covering all the related aspects. The constitution of ICC is as per the provisions of POSH and includes external Members from NGO or those individuals having relevant experience.

The detail on status of complaints filed, disposed off and pending with regard to POSH is incorporated in Corporate Governance Report forming part of the Report.

During the year under review, 38 (Thirty Eight) training sessions of ICC across all plant locations were held. Further, as per the applicable provisions of POSH, the Company continues to submit Annual Report to the District Officer consisting of details as stipulated under the said Act.

BOARD'S REPORT (Contd.)

J. ENVIRONMENT, HEALTH & SAFETY

The Company is deeply committed to protecting the well-being of its employees and prioritizes safety above all. It consistently focuses on aligning its policies, procedures, and systems with current laws and best practices. Over the past eight years, the Company has made substantial efforts to improve its safety management practices.

This has involved a progressive refinement of policies and procedures to ensure their effectiveness and relevance. The Company regularly updates the said policies to stay current with evolving standards and regulations. Additionally, it has enhanced its systems for conducting risk assessments, ensuring these assessments are thorough and conducted regularly. This includes evaluating workstations and other key components of a comprehensive safety management system.

Beyond internal initiatives, the Company works closely with safety officers and external agencies. This collaboration supports ongoing improvements in safety practices and fosters a culture of continuous learning and development. By engaging with both internal and external partners, the Company aims to create a safer work environment for all employees.

Key aims and objectives achieved in 2023-24 includes:

- Corporate safety procedures & Emergency Procedures: The Company closely reviewed its safety rules and emergency plans to ensure they were current and effective. Additionally, audits were conducted to assess the management of safety measures.
- Safety Competence, Awareness and Training: Employees received training to understand safety procedures and be aware of potential risks. This ensured that everyone was equipped to stay safe while working.
- Safety Performance and Risk Management: The Company established a system to manage safety and address potential risks. This approach helped prevent accidents and ensured the well-being of everyone.
- Team Approach to Safety Objectives: Teams within the Company collaborated to reach key safety goals, which facilitated improvements in safety throughout the organization.
- Strong Safety Management System and Committees: The Company upheld a strong safety management system, supported by safety committees that played a crucial role in discussing and advancing safety improvements swiftly and effectively.
- Embedding Safety in Meeting agendas for cultural change: Safety was consistently prioritized in meeting agendas across all levels of the Company. This approach ensured that safety practices were regularly reinforced and contributed to fostering a culture of ongoing enhancement in safety standards.

Apart from the above, the Company has also performed below activities in FY 2023-24:

1. Employee Engagement Activities (Celebrated National Safety week, Personal Protective equipment demonstrations, Mock Drill, Unplanned – Evacuation Drill, Road Safety Week, World Environment Day, Safety Motivational Reward activities, Work place Safety awareness Training, Safety Quiz Program & World Environment Health Day)
2. KYT - Kiken Yochi Training (Identifying hazard and taking corrective measures with the help of actual users).
3. Hazard Identification and Risk Assessment of the Machine.
4. Hazards specific Safety training (Fire Fighting, Near Miss, First Aid, Electrical Safety, Chemical & Machine Safety).
5. Monthly Internal safety Committee Meeting.
6. Regional Safety Meeting at all regions.
7. Safety Gemba Audit and Monitoring.
8. Thermography study, Arc flash study & Fire Load Calculation
9. Ventilation Study
10. Earthing inspection and testing
11. Fire Risk Assessment Audit.
12. Comprehensive review/surveillance audit as per ISO 14001:2015 (Environment Management System) and ISO 45001:2018 (Occupational Health & Safety Management system).
13. Capturing all first aid cases, Investigated and taken countermeasure action against each incident
14. Third Party Audit / Safety assessment.

K. GENERAL

During the year, there was no transaction requiring disclosure or reporting in respect of matters relating to:

a) issue of equity shares with differential rights as to dividend, voting or otherwise;

b) issue of shares (including sweat equity shares) to employees of the Company under any scheme;

c) raising of funds through preferential allotment or qualified institutions placement;

d) pendency of any proceeding under the Insolvency and Bankruptcy Code, 2016 and

e) instance of one-time settlement with any bank or financial institution.

L. CONTRIBUTION TO EXCHEQUER

The Company is a regular payer of taxes and other duties to the Government. During the year under review, the Company paid all its statutory dues & presently no dues are outstanding more than six months. The Company have generally been regularly depositing its statutory dues with the appropriate authorities.

VIII. ACKNOWLEDGEMENT

Your Directors wish to express their heartfelt gratitude and appreciation to the Company's esteemed customers, Joint Venture Partners, shareholders, financial institutions, banks and various Government Agencies for their ongoing cooperation and support.

Additionally, the Directors extend their sincere thanks to vendors, dealers, business associates and employees for their unwavering dedication and efforts, which have contributed to exceptional overall operational performance.

For and on behalf of the Board of Directors of

Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: New Delhi
Date: August 10, 2024

ANNEXURE – A

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMY

Global growth, estimated at 3.2% in CY 2023, is anticipated to maintain this momentum throughout CY 2024 and CY 2025. Projections for CY 2024 and CY 2025 highlight factors such as tightening monetary policies, reduced fiscal support, and sluggish underlying productivity growth. Advanced economies are poised for a modest uptick in growth, largely driven by a rebound in the Euro Area following subdued performance in CY 2023. Emerging markets and developing economies are expected to experience stable growth during CY 2024 and CY 2025, albeit with regional differences.

For advanced economies, growth is projected to rise from 1.6% in CY 2023 to 1.7% in CY 2024 and further to 1.8% in CY 2025. The growth trajectory for emerging markets and developing economies is expected to stabilize at 4.2% in CY 2024 and CY 2025. This stability is marked by a moderation in emerging and developing Asia, balanced by rising growth in the Middle East, Central Asia, and Sub-Saharan Africa. Low-income developing countries are anticipated to experience gradual growth improvement, advancing from 4.0% in CY 2023 to 4.7% in CY 2024 and 5.2% in CY 2025, as certain constraints on near-term growth ease.

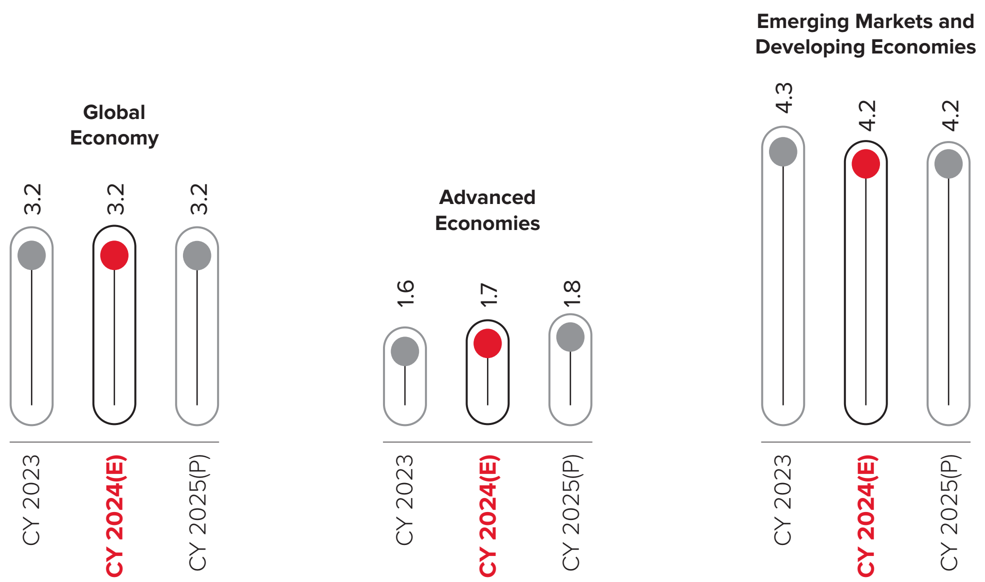
Projections indicate that global headline inflation is expected to decrease from an annual average of 6.8% in CY 2023 to 5.9% in CY 2024 and further to 4.5% in CY 2025. However, numerous countries are witnessing elevated price pressures, and any escalation of geopolitical tensions could pose risks to renewed increases in inflation. There is still uncertainty about the extent of the slowdown in the US, and the situation in Europe and China could still intensify. At the same time, downside growth risks have eased to some extent, and the forecasts project improved growth conditions by the end of the year.

In an effort to reduce inflation, major central banks raised policy interest rates to restrictive levels in CY 2023. This measure led to high mortgage costs, challenges for firms in refinancing their debt, tighter credit availability, and a downturn in business and residential investment. However, as inflation begins to ease, market expectations for future rate reductions have emerged, resulting in lower long-term interest rates and rising equity markets.

WORLD ECONOMIC OUTLOOK APRIL 2024

GROWTH PROJECTIONS

Real GDP Growth (%)



E - Estimated, P - Projected

(Source: https://www.imf.org/en/Publications/WEO/Issues/2024/04/16/world-economic-outlook-april-2024#:~:text=Global%20recovery%20is%20steady%20but,same%20pace%20as%20in%202023.)

ANNEXURE – A (Contd.)

Outlook

The probability of stronger-than-expected global economic growth in CY 2024 has improved. This positive outlook stems from faster-than-expected disinflation, continued fiscal support, and enhancements in productivity. These factors are anticipated to help offset the effects of geopolitical tensions and supply chain disruptions. In the US, financial conditions eased due to strong equity markets, even though expectations for interest rate cuts were delayed, while conditions tightened in China. As inflationary pressures eased, many central banks paused their policy rate hikes, with some even implementing rate cuts.

(Source: https://rbi.org.in/scripts/BS_ViewBulletin.aspx?Id=22393#:~:text=In%20its%20Interim%20Economic%20Outlook,3.0%20per%20cent%20in%202025.)

INDIAN ECONOMY

The second advance estimates (SAE) indicates that real GDP growth for FY 2023-24 stands at 7.6%, marking the third consecutive year of growth at 7% or higher. This sustained growth momentum finds support in the HSBC Flash India PMI Report, indicating robust demand with business activity soaring to its highest level in about 14 years. Several factors contribute to this economic performance, including a rebound in private consumption, increased investment activity, and a recovery in exports. Significantly, revisions in GDP growth reflect enhanced government capital expenditure and strong manufacturing activity. Favorable trends in GST collections, increasing auto sales, optimistic consumer sentiment, and robust credit growth highlight the resilient demand for urban consumption. Furthermore, the expansion of manufacturing and services PMIs (Purchasing Managers' Index) indicates a sustained, robust economic momentum on the supply side.

The investment cycle is picking up pace, fueled by sustained government capital expenditures. These efforts have resulted in increased capacity utilization, a flow of resources to the commercial sector, and policy support from schemes like the Production Linked Incentive (PLI), among others. As of September 2023, investments of nearly ₹ 95,000 Crore have been realized under the PLI schemes, resulting in the production of goods worth ₹ 7.80 Lakh Crore and the creation of direct and indirect employment of over 6.4 Lakhs. Additionally, the PLI schemes have led to exports surpassing ₹ 3.20 Lakh Crore, with various sectors like large-scale electronics manufacturing, pharmaceuticals, food processing, and telecom and networking products contributing significantly.

Moreover, a revival in private corporate investment is underway, with optimism prevailing among both service and infrastructure firms regarding overall business conditions. Additionally, net external demand is on the rise, accompanied by a narrowing merchandise trade deficit.

(Source: https://economictimes.indiatimes.com/news/economy/policy/interim-budget-2024-25-rs-11-11-lakh-crore-allocated-for-infrastructure-creation/articleshow/107316381.cms?from=mdr, https://rbidocs.rbi.org.in/rdocs/Publications/PDFs/SPF8705042425182A580CFE4F51A4247AA97D5EF40B.PDF)

Outlook

India's economic outlook for FY 2024-25 is optimistic, with upward revisions in GDP growth forecasts. Significant investments under the PLI schemes have resulted in increased capacity utilization, higher production levels, and the creation of direct and indirect employment opportunities. These efforts have also boosted exports across various sectors such as electronics manufacturing, automobiles, pharmaceuticals, food processing, and telecom products.

The government's focus on infrastructure development, as evident from the Interim Union Budget for FY 2024-25, aims to further stimulate private investments in critical sectors like railways, roads, and renewable energy.

Amid these positive developments, inflation remains a key consideration. The inflation trajectory in FY 2024-25 is expected to be influenced by food inflation dynamics, which are subject to uncertainty. Assuming normal monsoon conditions, the CPI inflation rate is projected at 4.5% for the fiscal year, with fluctuations across quarters.

Overall, the Indian economy is poised for growth, driven by robust government investments, supportive policy measures, and improving business sentiment, despite inflationary concerns linked to food prices and global economic conditions.

AUTOMOTIVE INDUSTRY OVERVIEW

Global Perspective

The automotive landscape of CY 2023 witnessed significant transformations driven by the rising prominence of electric vehicles (EVs), economic fluctuations, and intricate regulatory dynamics. In CY 2024, the industry is set for further evolution, characterized by the emergence of trends like smart manufacturing, gigacasting, digital twins, and the imminent impact of Euro-7 norms. Global automotive sales soared in CY 2023, surpassing 90 Million units when combining passenger and commercial vehicles, marking a double-digit increase compared to the preceding year. Forecasts indicate that the industry is on track to achieve a milestone of 100 Million units in sales by CY 2026. In CY 2024, key trends driving the automotive sector include the continued proliferation of electric vehicles (EVs), the expansion of the used car market, and the emergence of various other trends.

Electric vehicle (EV) sales experienced a surge, accounting for nearly one-fifth of total car sales for the year, marking a

ANNEXURE – A (Contd.)

significant achievement as approximately 14 Million new electric cars hit the roads worldwide. Substantial contributions came from key markets, including China, Europe, and the US, which collectively constituted 95% of these sales. China, in particular, led the charge and is poised for continued growth.

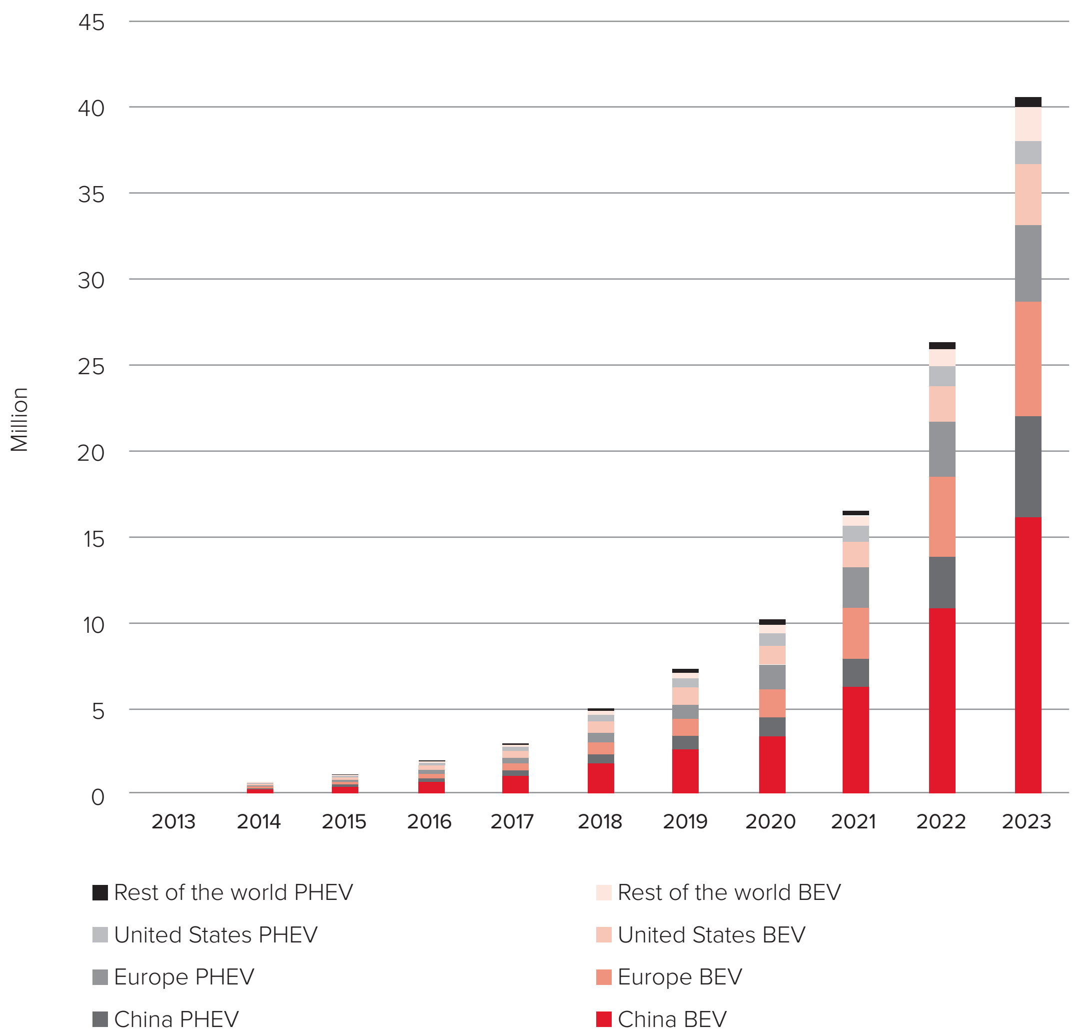
14 Million

New Electric Cars Registered in CY 2023

100 Million

EVs Expected to be Sold by CY 2026

Global Electric Car Stock (CY 2013-2023)



Notes: BEV = battery electric vehicle; PHEV = plug-in hybrid vehicle. Includes passenger cars only.

(Source: IEA, Global EV Outlook 2024)

The global used car market, especially in APAC, is experiencing significant growth. In CY 2023, it witnessed a substantial 3-4% increase, boasting sales figures ranging from 94 to 96 Million vehicles, and anticipates a further 5-6% growth in CY 2024. The B2C segment is rapidly gaining prominence, poised to exceed the 50% market share threshold in both APAC and North America. On the brink of transformative evolution, the industry is propelled by innovations in connectivity, electrification, and sustainability, that are set to redefine industry benchmarks and elevate consumer expectations.

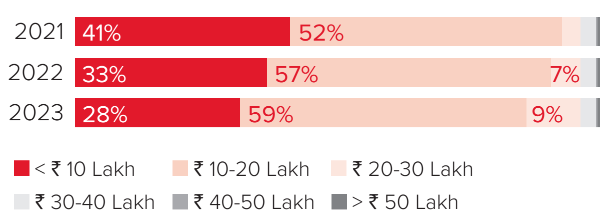
Across regions, Europe encountered challenges in its pursuit of a competitive edge in the EV market, hindered by late entry and struggles to manufacture affordable EV models profitably. Conversely, China emerged as a disruptive force, capitalizing on cost efficiencies, quality production, and government backing to assert dominance in the global EV market. However, persistent hurdles such as overcapacity and geopolitical tensions remained prevalent. Meanwhile, in the US, the auto industry grappled with cost pressures and political uncertainties, navigating pragmatic industrial policies aimed at facilitating the EV transition amid the backdrop of steep EV expenses and political dynamics that could potentially impede future growth.

(Source: https://www.forbes.com/sites/sarwantsingh/2024/01/11/global-automotive-market-predictions-for-2024/?sh=1234fb6e492b, https://www.iea.org/reports/global-ev-outlook-2024/trends-in-electric-cars, https://www.marketsandmarkets.com/blog/AT/Global%20Automotive%20Market%20Predictions%20For%202024, https://www.automotivedive.com/news/automotive-trends-outlook-2024/705931/, https://www.allianz.com/en/economic_research/insights/publications/specials_fmo/2024_03_21_Global-automotive.html, https://www.deloitte.com/global/en/Industries/automotive/perspectives/global-automotive-consumer-study.html)

Indian Perspective

The Indian automobile industry ranks among the largest and most dynamic industries nationwide, making substantial contributions to its manufacturing prowess and overall GDP. The Indian automotive industry is experiencing significant growth and transformation in FY 2023-24 and beyond. With a target to double its size to ₹ 15 Lakh Crore by the end of CY 2024, the sector is primarily dominated by 2-wheelers and passenger cars, with 2-wheelers accounting for approximately 77% of total exports. This indicates a strong demand for these vehicles, both domestically and internationally.

SUV sales in India, by price band



Source: JATO Dynamics

The Indian automobile market ranks as the third-largest globally and stands as the fourth-largest manufacturer of commercial vehicles. This growth is driven by a growing middle-class, increasing disposable incomes, improved road infrastructure, and enhanced access to financing. Further, the government's initiatives like the Atmanirbhar Bharat Abhiyaan and the Production-Linked Incentive (PLI) Scheme are providing vital support to the industry, aiming to enhance competitiveness, boost exports, and attract foreign investment.

Production: Between April 2023 and March 2024, the Indian automobile industry achieved a cumulative production of 2,84,34,742 units. This output included 49,01,844 passenger vehicles, 10,71,435 commercial vehicles, 9,92,936 Three-wheelers, and 2,14,68,527 Two-wheelers.

Sales: Total vehicle sales in FY 2023-24 experienced a surge of 12.5%, soaring to 23.8 Million units, up from 21.2 Million units in the previous fiscal year. Passenger vehicle sales demonstrated significant growth, rising by 8.4% to reach 4.2 million units, highlighting a substantial increase from the preceding year.

Segment-Wise Sales of Automobiles in India from FY 2020-21 to FY 2023-24

April-March (₹ in Thousands)

	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24	CAGR (%)
PVs	2,711	3,069	3,890	4,218	16
CVs	569	716	962	967	19
3-wheelers	216	261	488	691	47
2-wheelers	15,119	13,466	15,862	17,974	6

(Source: https://www.siam.in/pressrelease-details.aspx?mpgid=48&pgidtrail=50&pid=562)

The industry is poised to remain dynamic, driven by a positive macroeconomic outlook, with growth anticipated in the luxury segment, particularly through electric vehicle (EV) penetration. The auto components sector stands to gain from an augmented focus on safety, propelled by the introduction of Bharat NCAP, leading to increased integration of Advanced Driver Assistance Systems (ADAS) and improved safety features. The Indian automobile industry is on the cusp of significant growth in the coming years, driven by robust domestic demand, increasing exports, and a shift towards sustainable transportation alternatives. The electric vehicle (EV) market in India is set for significant expansion, with projections indicating a surge in market size and production capacity by CY 2025. Additionally, India is on track to become the largest EV market by CY 2030, offering substantial investment opportunities. This growth is further propelled by the government's push for EV adoption, combined with declining battery costs and growing environmental concerns.

(Source: https://economictimes.indiatimes.com/industry/auto/auto-news/automakers-brace-for-moderate-sales-after-record-2023-

ANNEXURE – A (Contd.)

gear-up-for-more-ev-launches-in-2024/articleshow/106245993.cms, https://www.investindia.gov.in/sector/automobile)

AUTO COMPONENT INDUSTRY

According to the Global Automotive Aftermarket Research Report, conducted by the ACMA in collaboration with leading advisory firm Ernst & Young, the Indian automotive component industry is poised for significant growth. It is expected to reach USD 14 Billion by CY 2028. The aftermarket segment alone presents a USD 35 Billion export opportunity. This sector is a crucial driver of macroeconomic expansion and job creation, directly employing over 1.5 Million individuals and contributing 2.3% to India's overall GDP.

The thriving aftermarket sector in India continues to flourish, buoyed by a consistent rise in the vehicle parc, which presently stands at 340 Million. Forecasts indicate a robust trajectory, with a projected Compound Annual Growth Rate (CAGR) exceeding 8% over the next five years. Significant expansions are anticipated across various segments: 2-wheelers and passenger vehicles are primed for substantial growth, expected to surge from 257 to 365 Million units and from approximately 47 to over 72 Million units, respectively, by CY 2028. Furthermore, pre-owned car sales are set to soar, exhibiting a remarkable CAGR of 17.5% until FY 2027-28, propelled by the emergence of organized enterprises and the proliferation of online platforms. Commercial vehicles are also positioned for expansion, with the parc anticipated to escalate from 13 Million units to 19 Million units by CY 2028.

In tandem with these advancements, the tractor segment currently contributes nearly USD 1 Billion (₹ 8,331 Crore) to the Indian aftermarket. Expectations are optimistic, as projections indicate that the tractor parc will grow from 14 Million units to over 19 Million units between CY 2023 and CY 2028. This progression highlights the dynamic growth opportunities within the aftermarket ecosystem, signaling a promising landscape for stakeholders across the spectrum.

USD 10 Billion (₹ 83,310 Crore)

Size of the Indian Automotive Aftermarket in CY 2023

The industry has shown resilience and a persistent drive to thrive, overcoming economic adversities, supply chain disruptions, technological upheavals, and even major global events like COVID-19 pandemic and international conflicts. The Indian government's initiatives like the Production Linked Incentive (PLI) schemes, are expected to attract significant investments into the sector, fostering competitiveness and driving transformation. Moreover, the sector is swiftly adapting to rapid changes by embracing advanced technologies like robotics, automation, and Industry 4.0, while also prioritizing sustainability through strategic R&D investments and environmentally conscious practices.

USD 35 Billion

Expected Export Opportunities for India by CY 2028

The industry aspires to take the lead on a global scale, spearheading the transition towards sustainability through tech-driven innovation. There is a growing commitment to sustainability through initiatives like recycling, circularity, and waste reduction. Strategic investments are crucial to sustaining competitiveness and propelling transformation forward, covering infrastructure improvement, worker skill development, and research & development endeavors.

The Indian government has launched Production Linked Incentive (PLI) schemes for the automobile and auto component sectors, poised to attract investments totaling ₹ 74,850 Crore (USD 9.58 Billion) over the next five years. The future of the Indian auto component industry is bright, reinforcing its pivotal role in India's economy and the global automotive arena. This upward trajectory will be driven by increased vehicle production, expansion into international markets, and the adoption of cutting-edge technologies. Moreover, the industry's ability to innovate and adapt will be of paramount importance as it continues to evolve and flourish.

(Source: https://www.financialexpress.com/business/express-mobility-the-steady-growth-of-the-indian-auto-component-industry-and-its-adaptation-to-rapid-changes-in-the-automotive-sector-3289974/,

https://www.financialexpress.com/business/express-mobility-india-auto-component-market-to-reach-14-billion-by-2028-exports-present-35-billion-opportunity-for-aftermarket-segment-says-acma--3377864/)

OPPORTUNITIES

Exports

- India's auto component exports are expected to grow 5X in the next decade. The industry recorded exports valued at USD 20.1 Billion in CY 2023, marking a 5% increase from the previous year.
- The international outlook on sourcing from India has markedly improved, driven by the 'China+1' diversification strategy. Conventional components like castings, forgings, and injection modules are set to discover export-centric production prospects in India.

ANNEXURE – A (Contd.)

- The aftermarket segment presents a lucrative USD 35 Billion export potential for the Indian auto component industry by CY 2028.

Domestic Market Growth

- The rapidly growing auto market in India is expected to reach USD 300 Billion by CY 2026. Additionally, the automotive aftermarket segment is anticipated to achieve a value of USD 32 Billion by the same year.
- With a financial outlay of ₹ 25,938 Crore (USD 3.5 Billion), the Indian Government's Production Linked Incentive (PLI) scheme in the automobile and auto component sectors aims to boost domestic manufacturing.

Technological Advancements

- The industry is adopting advanced technologies such as robotics, automation, Industry 4.0 technologies, 3D printing, lightweight materials, and electric vehicle components. These advancements aim to enhance manufacturing processes, improve productivity, and meet global quality standards.
- Companies are venturing into the production of advanced electronic components and sensors, integral to the development of modules utilized in On-Board Diagnostic Devices (OBD).

Sustainability and Innovation

- The Indian auto component sector is intensifying its commitment to sustainability through programs like recycling, circularity, and waste reduction.
- Manufacturers are proactively channeling investments into R&D endeavors aimed at crafting environmentally friendly components, in alignment with rising environmental concerns.
- Strategic allocations toward infrastructure improvement, worker skill enrichment, and R&D are crucial for maintaining competitiveness and propelling transformative initiatives forward.

(Source:https://www.india-briefing.com/news/indias-auto-component-manufacturing-success-and-its-vision-for-ev-adoption-29651.html/,

https://www.financialexpress.com/business/express-mobility-the-steady-growth-of-the-indian-auto-component-industry-and-its-adaptation-to-rapid-changes-in-the-automotive-sector-3289974/,

https://www.financialexpress.com/business/express-mobility-india-auto-component-market-to-reach-14-billion-by-2028-exports-present-35-billion-opportunity-for-aftermarket-segment-says-acma-3377864/,

https://www.investindia.gov.in/sector/auto-components)

THREATS

Navigating Regulatory Complexity

- The regulatory landscape in India's auto component manufacturing industry is becoming stringent.
- The importance of local professional support for compliance.

Technological Disruptions

- The rapid pace of technological advancements.
- Adapt to new and disruptive technologies to stay relevant and competitive.

Semiconductor Chip Shortage Disruption

- Impact of the global semiconductor chip shortage on Indian automobile sales.
- Geopolitical tensions and supply chain vulnerabilities.

Innovation Imperative Amid Competition

- Intense competition in the auto component manufacturing sector.
- Continuous innovation for sustaining a competitive edge.

Skills Development for Technological Advancements

- Addressing the skill gap in manufacturing and assembly.
- Acknowledging the importance of additional training for advanced technologies.

Strategic Growth Amid Challenges

- Opportunities for growth and development in the industry.
- Strategic approaches to overcome challenges and seize opportunities.

(Source: https://www.india-briefing.com/news/indias-auto-component-manufacturing-success-and-its-vision-for-ev-adoption-29651.html/)

BUSINESS OVERVIEW

Lumax Auto Technologies Limited (referred to as 'LATL' or 'the Company'), a prominent player in the automotive industry, specializes in the manufacturing and supply of a broad array of automotive components and systems for OEMs in the 2-wheeler, 3-wheeler, and 4-wheeler segments. The Company has firmly established its dominance in the auto ancillary sector, offering comprehensive support to its customers through a diverse and extensive product portfolio. LATL is renowned for providing innovative solutions, particularly in the domain of lightweighting using plastics, effectively substituting traditional materials like rubber and metal across various product sectors.

ANNEXURE – A (Contd.)

LATL's product range includes Integrated Plastic Modules, 2-wheeler Chassis, Lighting for 2-Wheelers and 3-Wheelers, Gear Shifters, Transmission Products, Air Intake Systems, Seat Structures, Telematics Products, Oxygen Sensors, On-board Antennas, Electric Devices, Components, and Aftermarket Solutions. With 26 strategically located manufacturing plants across 6 states, the Company is well-positioned for sustained success. Recently, LATL's Pantnagar plant was honored with the prestigious JIPM-TPM Special Award in February 2024, underscoring its commitment to excellence.

Moreover, LATL has strengthened its market presence through international collaborations with esteemed companies like Cornaglia, Mannoh, Alps Alpine, Yokowo, and IAC, among others. The recent acquisition of IAC India, a Tier-1 supplier of interior systems and components, is fundamental to the Company's growth strategy, signifying enhancing its capabilities in automotive lighting, plastics, and interior solutions. The Company's new state-of-the-art Lumax Cornaglia facility in Chakan, Pune, is the only component manufacturer in India providing 2D blow molding, 3D blow-molded ducts, injection molding and rotational molding under one roof.

In a bid to expand its aftermarket presence, LATL has partnered with Germany's Bluechem Group, a renowned leader in automotive care solutions, to bring a diverse range of premium automotive care products to Indian customers. Furthermore, the Company has further broadened its portfolio by acquiring entire stake in Lumax Ancillary Limited, now a wholly-owned subsidiary, showcasing its dedication to growth and innovation within the automotive industry.

FINANCIAL HIGHLIGHTS

Standalone

On a standalone basis, the revenue from contracts with customers during FY 2023-24 stood at ₹ 1,33,457.26 Lakhs as compared to ₹ 1,32,174.10 Lakhs in the last year. For FY 2023-24, the profit before exceptional items and tax stood at 11,410.81 Lakhs as compared to ₹ 9,867.50 Lakhs in the last year, witnessing an increase of 15.64%. The profit after tax (PAT) stood at ₹ 9,266.21 Lakhs as compared to ₹ 7,352.04 Lakhs, registering a significant increase of 26.04%. The basic and diluted Earnings per share stood at ₹ 13.60, registering a significant increase of 26.04%.

Consolidated

On a consolidated basis, the revenue from contracts with customers stood at ₹ 2,82,173.58 Lakhs as compared to ₹ 1,84,746.00 Lakhs in the last year, registering a growth of 52.74%. The profit before exceptional items and tax for the FY 2023-24 stood at ₹ 22,672.74 Lakhs as compared to ₹ 15,558.53 Lakhs in the last year, witnessing a significant increase of 45.73%. The profit after tax before non-controlling interest for FY 2023-24 stood at ₹ 16,696.29 Lakhs as compared to ₹ 11,145.78 Lakhs, registering a significant increase of 49.80%. The basic and diluted earnings per share for FY 2023-24 stood at ₹ 19.10, registering a significant increase of 40.13%.

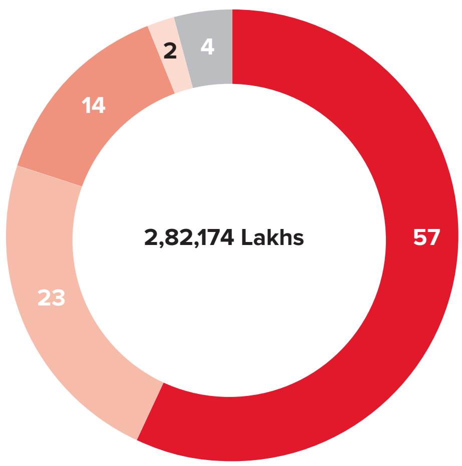
Details of Key Financial Ratios

The key financial ratios based on the Audited Standalone Financial Statements as on March 31, 2024 are tabulated as under:

Particulars		As at/for the year ended March 31, 2024	As at/for the year ended March 31, 2023	% Change	Reason for variance (>+-25%)
(a)	**Current ratio**	**1.00**	**1.13**	-12%	-
	Current Assets	52,025.94	44,024.60		
	Current Liabilities	52,240.09	38,900.78		
(b)	**Debt Equity ratio**	**0.59**	**0.49**	20%	-
	Total Debt + Lease Liabilities	39,423.38	28,517.22		
	Shareholder's Equity	67,366.33	58,276.63		
(c)	**Debt Service Coverage ratio**	**4.27**	**7.48**	-43%	Majorly due to increase in interest on non current borrowings which was taken at the end of last year.
	Profit after tax + Interest + Depreciation	15,549.34	11,564.83		
	Principal repayment + Interest payments + Lease payments	3,642.80	1,546.78		
(d)	**Return on Equity ratio**	**0.15**	**0.14**	7%	-
	Profit after tax	9,266.21	7,352.04		
	Average Shareholder's Equity	62,821.48	53,299.47		

ANNEXURE – A (Contd.)

Particulars		As at/for the year ended March 31, 2024	As at/for the year ended March 31, 2023	% Change	Reason for variance (>+-25%)
(e)	**Inventory turnover ratio**	**16.01**	**16.23**	-1%	-
	Cost of goods sold	90,032.24	91,751.69		
	Average Inventory	5,623.55	5,651.73		
(f)	**Trade Receivables turnover ratio**	**5.90**	**6.48**	-9%	-
	Revenue	1,33,457.26	1,32,174.10		
	Average Trade Receivables	22,629.05	20,384.46		
(g)	**Trade payables turnover ratio**	**5.27**	**5.32**	-1%	-
	Purchase	91,205.32	90,449.33		
	Average Trade payables	17,290.61	16,997.06		
(h)	**Net capital turnover ratio**	**51.73**	**25.05**	107%	Majorly due to increase in current borrowings.
	Revenue	1,33,457.26	1,32,174.10		
	Working Capital (excluding current maturity of non-current borrowings)	2,579.82	5,276.36		
(i)	**Net profit ratio**	**0.07**	**0.06**	25%	Majorly due to increase in Net profit.
	Profit after tax	9,266.21	7,352.04		
	Revenue from contracts with customers	1,33,457.26	1,32,174.10		
(j)	**Return on Capital employed ratio**	**0.13**	**0.11**	16%	-
	Profit before tax + Interest	14,411.48	10,110.45		
	Capital employed (Tangible networth + Total Debt (including lease liabilities) + Deferred tax liability)	1,08,450.29	87,984.70		
(k)	**Return on investment ratio**	**0.08**	**0.05**	54%	Majorly due to increase in gain on Investments in Mutual Fund and other current investments
	Gain recognized in statement of profit and loss	1,006.91	536.09		
	Current investment (weighted average)	13,278.54	10,885.43		
(l)	**Operating profit margin ratio**	**0.061**	**0.058**	5%	-
	Earnings before interest expenses, tax & exceptional item less other income	8,099.76	7,622.35		
	Revenue	1,33,457.26	1,32,174.10		

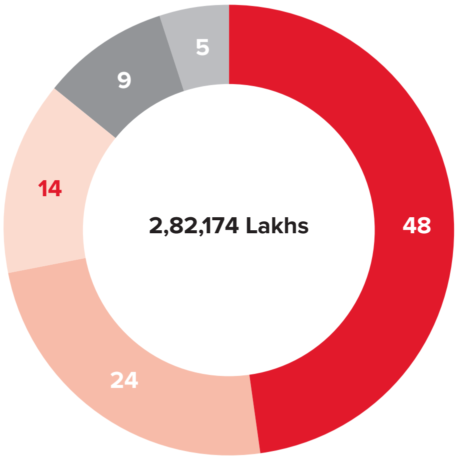


Product-wise Revenue mix (FY 2023-24)

Product (%)

- Advance Plastics - 57
- Structures and Control Systems - 23
- After Market - 14
- Mechatronics - 2
- Others - 4

ANNEXURE – A (Contd.)



Segment-Wise Revenue Mix (FY 2023-24)

Segment (%)

- Passenger Car - 48
- 2-wheeler/3-wheeler - 24
- After Market - 14
- Commercial Vehicle - 9
- Others - 5

RISKS AND MITIGATION

Risk	Impact	Mitigation
Environmental Risk	The automotive industry significantly influences the environment, contributing to air pollution, greenhouse gas emissions, and impacting water resources and ecosystems.	• To mitigate these effects, LATL focuses on enhancing fuel efficiency, adopting sustainable practices, ensuring compliance with environmental standards, and collaborating with manufacturers, suppliers, and regulatory authorities. • Additionally, the implementation of Quality Control Circles (QCC), Total Productive Maintenance (TPM), and Lean Across the Company (LAC) methodologies aids in optimizing production efficiency and product excellence.
Economic Risk	Economic ups and downs significantly affect the automotive industry, with recessions or economic downturns often leading to substantial drops in consumer spending and reduced demand for automobiles.	• LATL adeptly mitigates risks by maintaining strong balance sheets, fostering cost efficiencies, diversifying product offerings, and implementing dynamic strategies.
Cybersecurity Risk	The increasing integration of connectivity features in vehicles exposes them to cybersecurity risks like hacking, data breaches, and malware attacks.	• Deploying robust cybersecurity protocols, incorporating encryption, firewalls, and intrusion detection systems. • Conducting comprehensive security audits regularly and collaborating with cybersecurity experts to proactively address evolving threats. • Creating awareness through trainings to employees.
Supply Chain Risk	The automotive sector relies on complex global supply chains. Natural calamities, geopolitical unrest, or scarcity of raw materials can result in significant delays and increased expenses across the supply chain.	• The Company addresses this risk by diversifying its supply chain and minimizing reliance on specific sources or regions. This approach diminishes dependence on any one source and distributes the risk across multiple suppliers. • Additionally, by securing alternative suppliers for critical components and maintaining adequate inventory levels, LATL can mitigate the consequences of supply chain disruptions.

ANNEXURE – A (Contd.)

Risk	Impact	Mitigation
Labor and Talent Risk	A shortage of skilled labor or labor disputes have the potential to disrupt production and affect business operations.	• Develop comprehensive strategies for talent acquisition and retention. • Invest in training and development programs to upskill the existing workforce. • Foster a positive and supportive work environment to both attract and retain top talent.
Regulatory Risk	The automotive industry must adhere to stringent regulations governing safety and emission standards, which often elevate manufacturing expenses. Consequently, this can impede companies' competitiveness in the market and lead to escalated costs for consumers.	• The Company minimizes this risk by proactively monitoring regulatory changes, maintaining regular communication with regulators, and investing in robust compliance programs. This diligent approach ensures strict adherence to all pertinent laws and standards.
Technological Risk	Industry 4.0, with its rapid technological advancements in manufacturing processes and the emergence of electric and autonomous vehicles, is reshaping the automotive industry's landscape. This transformative shift is driving the growing demand for advanced products within the industry.	• To counter this risk, LATL strategically invests in joint ventures and acquisitions, allocates resources to research & development, and enhances partnerships with technology firms. These initiatives are geared towards maintaining the Company's leadership in technological advancements and staying ahead of competitive trends in the automotive industry.

HUMAN RESOURCES

LATL nurtures a strong work culture essential for unlocking the full potential of its workforce. The Company is committed to creating an inclusive work environment that encourages diversity and ensures work-life balance aiming to become an employer of choice. Many new policies were rolled out to create a happy and healthy work place. Regular health check-ups have been organized across manufacturing and business locations. With a stringent Whistle-Blower Policy, the Company prioritizes integrity, transparency, and effective communication with business associates, suppliers, and vendors. Emphasizing the safety and readiness of its workforce, LATL mandates training on skill development, hazard awareness, and emergency procedures. The Company's robust 'Safe Management System' ensures compliance with laws, regulations, and safety standards, fostering a secure working environment that attracts top talent, while promoting a culture of workplace safety. In addition, by implementing international shop floor improvement methodologies like Kaizen, Total Plant Maintenance, and Total Quality Management, the Company enhances teamwork and improves processes and productivity. Quality Control Circles play a pivotal role in driving LATL's growth by connecting people, processes, and products to deliver impactful results seamlessly. Moreover, LATL's success hinges on nurturing connectivity and collaboration among its dynamic and diverse team of 908 employees.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control systems are meticulously designed to operate cohesively, incorporating thorough risk assessments, effective risk mitigation measures, and continuous monitoring. Initially, the Company identifies key business risks through extensive analysis and implements tailored mitigation strategies. Routine monitoring of business operations is conducted by both the internal team and an independent internal audit firm. Any deviations are swiftly reported to the Management and Audit Committee for prompt action and correction. Well-documented policies and procedures ensure strict adherence to all relevant regulations, laws, and statutes. Additionally, robust IT systems are deployed to safeguard sensitive data and streamline audit processes effectively. LATL maintains compliance with accounting standards when recording transactions. Several strategies, including robust Management Information Systems (MIS), are employed for real-time reporting and expense control. Furthermore, any deviations from budgetary allocations are promptly identified and rectified to ensure strict compliance.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing the Company's projections, estimates, and expectations may be interpreted as 'forward-looking' statements within the meaning of applicable laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to its operations include economic conditions affecting demand and supply, price conditions in the domestic and international markets in which it operates, changes in Government regulations, tax laws, and other statutes. The Company assumes no responsibility to publicly amend, modify, or revise any 'forward-looking' statements based on any subsequent developments, information, or events.

ANNEXURE – B

CORPORATE GOVERNANCE REPORT

IN TERMS OF REGULATION 34(3) READ WITH PARA C OF SCHEDULE V TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company strongly believes that establishing good Corporate Governance practices in each and every function of the organization leads to increase in operational efficiencies and sustained long term value creation for all the stakeholders. The Company always endeavours to carry its business operations in a fair, transparent and ethical manner and also holds itself accountable and responsible to the society as a whole.

The Company considers that it is absolutely essential to abide by the laws and regulations of the land in letter and spirit and is aways committed to the highest standards of corporate governance and be considered as a good corporate citizen of the Country.

As a corporate citizen, the business fosters a culture of ethical behaviour, integrity and disclosures aimed at building trust among the stakeholders. Achieving good governance is an on-going process of the Company.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large. It emphasizes wealth creation for society, protection and interest enhancement for all stakeholders, without compromising the environment and health of society at large. This helps the Company to perform better thus culminating into higher productivity of the corporate resources.

The Corporate Governance philosophy of the Company is not only to adhere to the statutory requirements but also to enhance and retain investors' trust in Company. The Company adheres to the highest ethical standards which are combined with an unwavering commitment to certain core values – transparency, fairness in all dealings, quality consciousness, customer satisfaction, and ethical governance practices. All directors and employees are bound by a Code of Conduct that sets forth the Company's policies on important issues.

The Company has complied with the requirements of Corporate Governance as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as applicable.

2. BOARD OF DIRECTORS

The Board of Directors ("Board") strongly believes that effective and good Corporate Governance practices build strong foundation of trust and confidence which in turn enhances the stakeholder's value.

The Company has established an internal governance structure with defined roles and responsibilities of every constituent within the system. The Board plays a critical role in overseeing how the management serves the short-term and long-term interests of shareholders and other stakeholders.

The responsibility of the management, good governance, general affairs direction and performance of the Company is entrusted with the Board. All statutory and other matters of significance including information as mentioned in the Part A of Schedule II to the Listing Regulations are complied with.

(a) Composition and Category of Directors

The Board has an optimum combination of Executive Directors, Non-Executive Directors and Independent Directors. The Board consisted of Nine (9) Directors as on March 31, 2024. Out of these Nine (9) Directors, Two (2) Directors were Executive Director(s) including the Chairman, Two (2) Directors were Non-Executive and Five (5) were Non-Executive Independent Director(s) including One (1) Woman Director. The Managing Director is assisted by CEO & Senior Managerial Personnel in overseeing the functional matters of the Company.

ANNEXURE – B (Contd.)

Above information as on March 31, 2024 is presented as below:

S. No.	Name of Director	Category
A.	**Promoter**	
1.	Mr D.K. Jain	Executive Chairman
2.	Mr Anmol Jain	Managing Director
3.	Mr Deepak Jain	Non-Executive Director
B.	**Non-Promoter**	
4.	Mr Sanjay Mehta	Non-Executive Director
5.	Mr Avinash Parkash Gandhi	Independent Director
6.	Mr Arun Kumar Malhotra	Independent Director
7.	Mr Roop Salotra	Independent Director
8.	Mr Milap Jain	Independent Director
9.	Ms Diviya Chanana	Independent Director

Notes:

1. Mr D.K. Jain was re-appointed as Executive Chairman - Whole-Time Director (Key Managerial Personnel) of the Company for a further period of 3 years w.e.f. May 28, 2023.
2. Mr Anmol Jain was re-appointed as Managing Director (Key Managerial Personnel) of the Company for a further period of 3 years w.e.f. May 28, 2023.
3. Mr Arun Kumar Malhotra was re-appointed as an Independent Director on the Board of the Company for the second term of 5 years w.e.f. July 28, 2023.
4. Mr Avinash Parkash Gandhi was re-appointed as an Independent Director on the Board of the Company for the second term of 5 years w.e.f. November 12, 2023.

The detailed profile of the Directors is available on Company's website at https://www.lumaxworld.in/lumaxautotech/index.html and the terms and conditions of appointment of Independent Directors are also hosted on the website of the Company at https://www.lumaxworld.in/lumaxautotech/index.html

During the year under review, there was no change in the composition of the Board of Directors of the Company.

However, subsequent to the Financial year ended March 31, 2024, the second consecutive term of 5 years each of Mr Roop Salotra and Mr Milap Jain, Independent Directors of the Company has been completed on July 22, 2024 as per the provisions of Section 149 of the Act and accordingly both of them ceased to be Director on the Board of the Company. The Board in its meeting held on July 22, 2024 had appointed Mr Parag Chandulal Shah (DIN: 00374944) as a Non Executive Independent Director on the Board of the Company with effect from July 23, 2024. The composition of the Board of Directors of the Company is in conformity with the provisions of the Act and the Listing Regulations, as amended for the time being in force.

ROLE OF CHAIRMAN

Mr D.K. Jain, the Chairman of the Company presides over the Meetings of the Board and Shareholders of the Company. He is primarily responsible for setting and implementing the Company's direction and strategy under superintendence, direction and control of Board. He actively oversees the functioning of the Company, supervises and supports the Officers & Senior Team and ensures that all the matters needed to be considered by the Board are in fact brought before it and provides Board members with the opportunity to present their views and also understands & respects their views.

ROLE OF MANAGING DIRECTOR ("MD")

Mr Anmol Jain, MD of the Company is primarily responsible for monitoring operations, management and supply chain systems in the Company. He ensures successful implementation of Company's strategy and directions set by the Board for execution by the Management from time to time.

ROLE OF CHIEF EXECUTIVE OFFICER ("CEO")

Mr Vikas Marwah, CEO of the Company is entrusted with the responsibility of day to day and overall management of affairs of the Company both internally and externally

ANNEXURE – B (Contd.)

viz. achieving annual business targets and budgetary targets, execution of long-term business plans, opportunities of expansion/acquisitions, promotion of business etc.

INDEPENDENT DIRECTORS

The Company has on its Board, eminent Independent Directors who brought in independent judgement to Board's deliberation including issues of strategy, risk management and overall governance. They play a pivotal role in safeguarding the interests of all stakeholders.

The Independent Directors have submitted declarations that they meet the criteria of independence laid down under the Act and the rules made thereunder and Regulation 16 (1)(b) of the Listing Regulations and have confirmed that they do not hold Directorships more than the prescribed limits.

(b) Attendance of Directors at Board Meetings and Last Annual General Meeting (AGM)

During FY 2023-24, the attendance of Directors at Board Meetings and last AGM is tabulated below:

S. No.	Name of the Director	Details of Board Meetings					AGM
		May 30, 2023	August 10, 2023	November 08, 2023	December 26, 2023	February 13, 2024	August 22, 2023
1.	Mr D.K. Jain	🖳	✓	✓	🖳	✓	🖳
2.	Mr Anmol Jain	✓	✓	✓	X	✓	🖳
3.	Mr Deepak Jain	✓	✓	✓	🖳	✓	🖳
4.	Mr Sanjay Mehta	✓	✓	✓	✓	✓	🖳
5.	Mr Avinash Parkash Gandhi	✓	🖳	✓	🖳	✓	🖳
6.	Mr Arun Kumar Malhotra	✓	✓	✓	🖳	✓	🖳
7.	Mr Roop Salotra	✓	✓	✓	🖳	🖳	🖳
8.	Mr Milap Jain	✓	✓	✓	🖳	🖳	🖳
9.	Ms Diviya Chanana	✓	✓	✓	🖳	🖳	🖳
	Total No. of Directors Present	**9**	**9**	**9**	**8**	**9**	**9**

✓ Present   X Absent   🖳 Attended through Video Conferencing

(c) Selection of Agenda Items and Scheduling of Board Meetings

i) The date of next Board Meeting is usually decided at the time of conclusion of Board Meeting.

ii) Every year at least four Board Meetings are held to review the quarterly results and additional Board Meetings are held on need basis.

iii) The Company Secretary of the Company drafts and finalize the Agenda in consultation with the Chairman of the Company.

(i) Board Agenda

Detailed Agenda and notes on Agenda are provided to the Directors in the defined Agenda format. All material information is incorporated in the Agenda papers for facilitating meaningful and focused discussions at the Meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the Meeting with specific reference to this effect in the Agenda. In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted.

(ii) Recording Minutes of proceedings at Board and Committee Meetings

The Company Secretary records the Minutes of the proceedings of each Board and other Committee Meetings. Draft minutes are circulated within 15 days from the conclusion of the meeting to all the members of the Board / Committee for their comments. The final minutes are entered in the Minutes Book within 30 days from conclusion of the Meeting.

(iii) Post Meeting Follow-up Mechanism

The Guidelines for Board Meetings facilitate an effective post Meeting follow-up, review and reporting process for the decisions taken by the Board. The important decisions taken at the Board Meetings are communicated to the departments/divisions concerned promptly. Action taken report on the decisions/minutes of the previous Meeting(s) is placed at the immediately succeeding Meeting.

ANNEXURE – B (Contd.)

(iv) Role of the Company Secretary in Overall Governance Process

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. He ensures that all relevant information, details and documents are made available to the Board for effective decision making. The Company Secretary while preparing the Agenda, Notes on Agenda, Minutes etc. of the Meeting(s), is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Act read with the Rules framed there under and the Secretarial Standards issued by The Institute of Company Secretaries of India.

(d) Number of other Directorships and Chairmanships/Memberships of Committees of each Director in various Companies for the year ending on March 31, 2024 (Including the Name of the Listed Entities and the Category of Directorship)

S. No.	Name of the Directors	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	No. of directorship in listed entities including this listed entity	No. of Independent directorship in listed entities including this listed entity	No. of membership in Audit/ Stakeholder committee(s) including this listed entity#	No. of post of Chairperson in Audit/ Stakeholder committee(s) including this listed entity	Name of other listed entity and Category of Directorship
1.	Mr D.K. Jain	00085848	Executive Chairman	1	0	1	0	-
2.	Mr Anmol Jain	00004993	Managing Director	2	0	1	0	• Lumax Industries Limited (Joint Managing Director)
3.	Mr Deepak Jain	00004972	Non-Executive Director	4	2	3	1	• Lumax Industries Limited (Chairman & Managing Director) • RSWM Limited (Independent Director) • Talbros Automotive Components Limited (Independent Director)
4.	Mr Sanjay Mehta	06434661	Non-Executive Director	1	0	2	2	-
5.	Mr Avinash Parkash Gandhi*	00161107	Independent Director	4	4	7	1	• Lumax Industries Limited (Independent Director) • Minda Corporation Limited (Independent Director) • Action Construction Equipment Limited (Independent Director)
6.	Mr Roop Salotra^	06650145	Independent Director	1	1	3	0	-

ANNEXURE – B (Contd.)

S. No.	Name of the Directors	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	No. of directorship in listed entities including this listed entity	No. of Independent directorship in listed entities including this listed entity	No. of membership in Audit/ Stakeholder committee(s) including this listed entity#	No. of post of Chairperson in Audit/ Stakeholder committee(s) including this listed entity	Name of other listed entity and Category of Directorship
7.	Mr Milap Jain^	06738071	Independent Director	1	1	2	0	-
8.	Mr Arun Kumar Malhotra	00132951	Independent Director	1	1	4	2	-
9.	Ms Diviya Chanana	00737160	Independent Director	1	1	0	0	-

#As required under Regulation 26 of Listing Regulations, the disclosure includes chairmanships/memberships of the Audit Committee and Share Transfer/Stakeholders Relationship Committee only.

*Due to completion of tenure of Mr Avinash Parkash Gandhi as Independent Director of Minda Corporation Limited on March 31, 2024, he ceased to be Director and Member of Audit Committee and Stakeholders Relationship Committee. However, the Directorship/Committee Chairmanship/Membership is considered as he was holding the aforesaid positions till the close of business hours of March 31, 2024.

^Ceased to be Directors on the Board of the Company w.e.f. July 22, 2024

(e) Disclosure of relationships between Directors inter-se

S. No.	Name of the Directors	Relationship *Inter-se*
1.	Mr D.K. Jain	Related as Father of Mr Deepak Jain and Mr Anmol Jain
2.	Mr Anmol Jain	Related as Son of Mr D.K. Jain and Brother of Mr Deepak Jain
3.	Mr Deepak Jain	Related as Son of Mr D.K. Jain and Brother of Mr Anmol Jain
4.	Mr Sanjay Mehta	Not related to any Director
5.	Mr Avinash Parkash Gandhi	Not related to any Director
6.	Mr Arun Kumar Malhotra	Not related to any Director
7.	Mr Roop Salotra*	Not related to any Director
8.	Mr Milap Jain*	Not related to any Director
9.	Ms Diviya Chanana	Not related to any Director

* ceased to be Directors on the Board of the Company w.e.f. July 22, 2024

Note: Mr Parag Chandulal Shah who was appointed as a Non-Executive Independent Director w.e.f. July 23, 2024 has confirmed that he is not related to any Director.

(f) Number of Shares and Convertible instruments held by Non-Executive Directors as on March 31, 2024

S. No.	Name of the Directors	Number of Shares
1.	Mr Deepak Jain	1,29,21,047
2.	Mr Sanjay Mehta	1,525

Note: Mr Sanjay Mehta holds 1,525 shares in his name and apart from this, he holds 5 Shares in the name of Sanjay Mehta HUF (Mr Sanjay Mehta is Karta of Sanjay Mehta HUF).

(g) Separate Meeting of Independent Director

Provisions of Schedule IV of the Companies Act, 2013 ("the Act") and Regulation 25 of the Listing Regulations has mandated that the Independent Directors of the Company shall hold at least one meeting during the financial year without the attendance of Non-Independent Directors and the members of the management of the Company.

The Separate Meeting of the Independent Director was held on March 21, 2024 to discuss the performance of Non-Independent Directors and the Board as a whole, performance evaluation of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and the evaluation of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(h) Web link where details of Familiarization Programs imparted to Independent Directors is disclosed

In accordance with provisions of Regulation 25 of Listing Regulations, the Board has adopted a Familiarization Program for Independent Directors to familiarize the Independent Directors of the Company with the organization.

In pursuit of this, the Board of Directors of the Company are updated on changes/ developments in the domestic/global corporate and industry scenario including those pertaining to statutes/ legislations & economic environment and on matters affecting the Company, to enable them to take well informed and timely decisions.

Any Director who joins the Board is familiarized with a brief background of the Company, its operations and important codes and policies of the Company. The Independent Directors are also provided with regular updates on relevant statutory changes to ensure that they remain up to date on the Compliance framework. The details of the Familiarization Program imparted to Independent Directors is also available on the website of the Company at the following link: https://www.lumaxworld.in/lumaxautotech/corporate-governance.html

(i) Skills/ Expertise/ Competence of the Board

The Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board Members ensure that the Company is in compliance with the highest standards of the Corporate Governance.

The Board has identified the following skills/ expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Knowledge of Automobile/ Auto Component Sector	Understanding of industry and organizations involved in design, development, manufacturing, marketing and selling of automobiles and auto components.
Finance & Accounting	Understanding of Financial Statements, transactions, financial process and financial controls and management of assets and liabilities.
Understanding of Government legislation/ legislative process	Awareness of general framework of principles within which the Government is expected to act and within which regulations are issued.
Corporate Laws and Governance	Ability to understand and interpret the corporate laws, rules and regulations by which businesses are regulated and controlled.
Risk Management	Ability to identify, evaluate and prioritize risks followed by coordinated and economical application of resources to minimize, monitor and control the probability or impact of unforeseen events or to maximize the realization of opportunities.
Sales and Marketing	Building effective sales and marketing strategies to grow market share and experience of operations and activities in global front across various geographical markets and industry verticals.
Human Resource Management	Understands and is familiar with human resource legislation and issues. Experience in the field of performance evaluation and skill set development.
Information Technology	Ability to understand and appreciate the importance and robust use of Information technology in various aspects of business.
Strategy Development and Implementation	Experience in developing corporate strategies for growth. Operates or has relevant industry experience in operating businesses.

ANNEXURE – B (Contd.)

Stakeholders Relationship	Experience in building and nurturing relationships with key stakeholders viz. shareholders, customers, employees, bankers, government/ semi government authorities and fulfillment of commitment towards them.
Production and Quality Assurance	Familiar with products and services of the Company and understands quality issues of products/services.

The Board has identified the names of Directors who possess the skills/ expertise/ competence as required in the context of the business(es) and sector(s) in which the Company performs its functions effectively in form of chart/ matrix:

Matrix setting out the Skills/ Expertise/ Competence of the Board of Directors

Directors	Mr D.K. Jain	Mr Anmol Jain	Mr Deepak Jain	Mr Sanjay Mehta	Mr Avinash Parkash Gandhi	Mr Arun Kumar Malhotra	Mr Roop Salotra#	Mr Milap Jain#	Ms Diviya Chanana	Mr Parag Chandulal Shah*
Knowledge of Automobile/ Auto Component Sector	✓	✓	✓	✓	✓	✓	✓	X	✓	✓
Finance & Accounting	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Understanding of Government legislation/ legislative process	✓	✓	✓	✓	✓	✓	✓	✓	X	✓
Corporate Laws and Governance	✓	✓	✓	✓	✓	✓	✓	✓	X	✓
Risk Management	✓	✓	✓	✓	✓	✓	✓	✓	X	✓
Sales and Marketing	✓	✓	✓	✓	✓	✓	✓	X	✓	✓
Human Resource Management	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Information Technology	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Strategy Development and Implementation	✓	✓	✓	✓	✓	✓	✓	X	X	✓
Stakeholders Relationship	✓	✓	✓	✓	✓	✓	✓	✓	X	✓
Production and Quality Assurance	✓	✓	✓	X	✓	✓	X	X	✓	X

#Ceased to be Non-Executive Independent Directors with effect from July 22, 2024.

* Appointed as Non-Executive Independent Director with effect from July 23, 2024.

Yes	✓
No	X

ANNEXURE – B (Contd.)

(j) Confirmation that in opinion of the Board, the Independent Directors fulfil the conditions specified in Listing regulations and are independent from the Management

Based on the declarations/disclosures/intimations received from the Independent Directors, as prescribed under the Act and Listing Regulations, the Board confirms that in their opinion, all Independent Directors of the Company fulfil the conditions of independence as specified in Listing Regulations and are independent from the management of the Company.

(k) Detailed reasons for Resignation of Independent Directors who resigns before the expiry of his tenure along with a confirmation by such Director that there are no other material reasons other than those provided

During the year under review, none of the Independent Directors has resigned from the Directorship of the Company.

(l) Director and Officer Liability Insurance (D&O)

The Company has taken a Directors and Officers Liability Insurance ("D&O") for all Directors including Independent Directors and Officers, of the Company for indemnifying any of them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be guilty in relation to the Company.

3. COMMITTEES OF THE BOARD

In terms of Listing Regulations, the Board has constituted Five (5) Committees i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Share Transfer/ Stakeholders Relationship Committee and Risk Management Committee.

Every Committee has an important role to play within terms of its reference. The Committee Meetings are duly convened and held as considered appropriate from time to time. The process and procedure related to the Board Meetings are also applicable and followed in the Committee Meetings. The Chairperson of Committees provides a brief update about the discussions and recommendations of the Committee before the Board Meetings.

A. Audit Committee

The Company has duly constituted Audit Committee in terms of Section 177 of the Act read with Regulation 18 of the Listing Regulations, with the powers and roles assigned under applicable laws. The Committee acts as a link amongst the Management, Auditors and the Board. The Company Secretary of the Company acts as Secretary to the Audit Committee.

i) Brief Description of terms of reference

The brief description of the terms of reference of the Audit Committee 'inter alia' includes the followings:

Roles of Audit Committee

(i) to oversee the Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statements are correct, sufficient and credible;

(ii) to recommend the appointment, remuneration and terms of appointment of Statutory Auditors;

(iii) approval of payment to statutory auditors for any other services rendered by the Statutory Auditors;

(iv) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

- matters required to be included in the Director's responsibility statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
- changes, if any, in accounting policies and practices and reasons for the same;
- major accounting entries involving estimates based on the exercise of judgment by management;
- significant adjustments made in the financial statements arising out of audit findings;
- compliance with listing and other legal requirements relating to financial statements;
- disclosure of any related party transactions;
- modified opinion(s) in the draft audit report;

(v) reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval;

ANNEXURE – B (Contd.)

(vi) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;

(vii) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

(viii) approval or any subsequent modification of transactions of the listed entity with related parties;

(ix) scrutiny of inter-corporate loans and investments;

(x) valuation of undertakings or assets of the listed entity, wherever it is necessary;

(xi) evaluation of internal financial controls and risk management systems;

(xii) reviewing, with the management, performance of Statutory and Internal auditors, adequacy of the internal control systems;

(xiii) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit;

(xiv) discussion with internal auditors of any significant findings and follow up there on;

(xv) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

(xvi) discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(xvii) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

(xviii) to review the functioning of the whistle blower mechanism;

(xix) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

(xx) carrying out any other function as is mentioned in the terms of reference of the audit committee.

(xxi) reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

(xxii) to consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc. on the Company and its shareholders.

In addition, the Audit Committee shall mandatorily review the following information:

(i) management discussion and analysis of financial condition and results of operations;

(ii) statement of significant related party transactions (as defined by the audit committee), submitted by management;

(iii) management letters / letters of internal control weaknesses issued by the Statutory Auditors;

(iv) internal audit reports relating to internal control weaknesses;

(v) the appointment, removal and terms of remuneration of the internal auditor and

(vi) statement of deviations:

    (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

    (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

(vii) Any other matter with the specific permission of the Committee or referred by the Board.

ii) Composition, Name of Members and Chairperson

The Audit Committee comprises of Five Members including Four (4) Independent Directors. The Composition of the Audit Committee as on March 31, 2024 was as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Arun Kumar Malhotra	Chairman	Independent Director
2.	Mr Roop Salotra	Member	Independent Director
3.	Mr Avinash Parkash Gandhi	Member	Independent Director
4.	Mr Milap Jain	Member	Independent Director
5.	Mr Anmol Jain	Member	Managing Director

Subsequent to the Financial Year ended March 31, 2024, due to the change in the Directors, the Audit Committee has been re-constituted w.e.f. July 23, 2024 as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Avinash Parkash Gandhi	Chairman	Independent Director
2.	Mr Arun Kumar Malhotra	Member	Independent Director
3.	Mr Parag Chandulal Shah	Member	Independent Director
4.	Mr Anmol Jain	Member	Managing Director

iii) Meetings and attendance

During the FY 2023-24, Seven (7) Meetings of the Audit Committee were held. The details of the Meetings and attendance of the Committee Members are as follows:

S. No.	Name of the Chairman/Member	Details of Audit Committee Meetings							Number of Meetings Attended
		May 30, 2023	August 10, 2023	September 27, 2023	November 08, 2023	December 26, 2023	February 13, 2024	March 21, 2024	
1	Mr Arun Kumar Malhotra	✓	✓	✓	✓	💻	✓	✓	7
2	Mr Roop Salotra	✓	✓	✓	✓	💻	💻	💻	7
3	Mr Avinash Parkash Gandhi	✓	💻	✓	✓	💻	✓	✓	7
4	Mr Milap Jain	✓	✓	✓	✓	💻	💻	✓	7
5	Mr Anmol Jain	✓	✓	X	✓	X	✓	X	4
	Total No. of Members Present	**5**	**5**	**4**	**5**	**4**	**5**	**4**	

✓ Present X Absent 💻 Attended through Video Conferencing

The meetings with Internal Auditors of the Company are held regularly and the findings of internal audits are reported directly to the Audit Committee. The Statutory Auditors, Internal Auditors and Finance Head are invitees to the Audit Committee Meetings as and when required.

iv) Subsidiary Company

In term of Regulation 16 read with Regulation 24 of Listing Regulations, the Company do monitors the performance of unlisted Subsidiary Companies, inter alia, by the following means:

a) Financial Results, in particular the investments made by unlisted Subsidiary Companies are reviewed quarterly by the Audit Committee of the Company.

b) Minutes of the Board Meetings of unlisted Subsidiary Company are placed before the Board of Directors of the Company regularly.

c) A statement containing all the significant transactions and arrangements entered into by the unlisted Subsidiary Company is being placed before the Company's Board/ Audit Committee.

ANNEXURE – B (Contd.)

As on March 31, 2024, there were 2 (Two) Material Subsidiaries of the Company named Lumax Mannoh Allied Technologies Limited (LMAT) and IAC International Automotive India Private Limited (IAC) (Formerly known as Lumax Integrated Ventures Private Limited) (LIVE). Earlier IAC International Automotive India Private Limited (IAC) was material subsidiary of the Company. During Financial Year 2023-24, the Scheme of Amalgamation was filed with Hon'ble National Company Law Tribunal (NCLT) for the Merger between IAC International Automotive India Private Limited (Transferor Company) with Lumax Integrated Ventures Private Limited (Transferee Company). The Scheme was approved by the Hon'ble National Company Law Tribunal vide its order dated February 16, 2024. The certified copy of the order was filed with Registrar of Companies (ROC) on March 18, 2024 and consequently the Transferor Company was dissolved without being wound up w.e.f. March 18, 2024 (Effective Date). Consequent to the Scheme becoming effective, the name of Lumax Integrated Ventures Private Limited was changed to IAC International Automotive India Private Limited on June 07, 2024.

Further, in compliance with Regulation 24(1) of the Listing Regulations, the Company has appointed its Independent Director(s) on the Board of LMAT and IAC (Erstwhile LIVE).

The Company has formulated a Policy for determining Material Subsidiaries and such policy has been disclosed on the Company's website at www.lumaxworld.in/lumaxautotech and the web link of the same is given below: https://www.lumaxworld.in/lumaxautotech/downloads/Material%20Subsidiary%20Policy-%20LATL.pdf

B. Nomination and Remuneration Committee

The Company has constituted Nomination and Remuneration Committee in terms of Section 178 of the Act read with Regulation 19 of the Listing Regulations.

i) Brief Description of Terms of Reference

Terms of reference Nomination and Remuneration Committee are in compliance with the governing provisions of the Act and Listing Regulations read with Part D of the Schedule II of the Listing Regulations which is as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
    a) use the services of an external agencies, if required;
    b) consider candidates from a wide range of backgrounds, having due regard to diversity; and
    c) consider the time commitments of the candidates.
3. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
4. Devising a policy on diversity of Board of Directors;
5. Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
6. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
7. Recommend to the Board, all remuneration, in whatever form, payable to Senior Management and
8. Any other matters as may be prescribed by Board from time to time.

ii) Composition, Name of Members and Chairperson

The Nomination and Remuneration Committee (NRC) comprises of Three (3) Members, all being Non-Executive Directors and two-third of them are Independent Directors. The Chairman of the Committee is an Independent Director.

ANNEXURE – B (Contd.)

The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee.

The Composition of the Nomination and Remuneration Committee as on March 31, 2024 was as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Milap Jain	Chairman	Independent Director
2.	Mr Roop Salotra	Member	Independent Director
3.	Mr Deepak Jain	Member	Non-Executive Director

Subsequent to the Financial Year ended March 31, 2024, due to the change in the Directors, the Nomination and Remuneration Committee has been re-constituted w.e.f. July 23, 2024 as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Arun Kumar Malhotra	Chairman	Independent Director
2.	Mr Avinash Parkash Gandhi	Member	Independent Director
3.	Mr Deepak Jain	Member	Non-Executive Director

iii) Meetings and Attendance

During the FY 2023-24, Three (3) Meetings of Nomination and Remuneration Committee were held. The details of the meeting and attendance of Committee Members are as follows:

S. No.	Name of the Chairman/ Member	Details of Nomination and Remuneration Committee Meetings			Number of Meetings Attended
		May 30, 2023	August 10, 2023	November 08, 2023	
1.	Mr Milap Jain	✓	✓	✓	3
2.	Mr Roop Salotra	✓	✓	✓	3
3.	Mr Deepak Jain	✓	✓	✓	3
	Total No. of Members Present	**3**	**3**	**3**	

✓ Present X Absent 💻 Attended through Video Conferencing

iv) Performance Evaluation Criteria for Independent Directors

One of the key responsibilities endowed on Board and Nomination and Remuneration Committee is to ensure continuity of a dynamic and forward-thinking Board and Committees of Board. In order to achieve the same, a formal annual evaluation of Board, Committees and Individual Directors (including Independent Directors) as per the provisions of the Act and Listing Regulations was carried out with a view to ensure that individual Directors, Committees and the Board as a whole work efficiently and effectively in achieving Company's objectives.

The overall responsibility of the said exercise laid with Nomination and Remuneration Committee.

The Independent Directors were evaluated on various performance indicators including aspects relating to:

- Ethical Standards of Integrity and probity.
- Exercises objective independent judgement in the best interests of the Company.
- Effectively assisted the Company in implementing best Corporate Governance Practices.
- Willingness to devote time and effort to understand the Company and its business.
- Adherence to applicable code of conduct and fulfillment of Director's obligations.
- Independent judgement during Board deliberations on strategy, performance etc.
- Maintaining high level of Confidentiality.
- Interpersonal relationships with fellow Board Members and Senior Management.

Succession Planning

The Company believes that sound succession plans for the Board Members and Senior Management are very important for creating a robust future for the Company. The Nomination and Remuneration Committee works with the Board on the leadership succession plan to ensure orderly succession in appointments to the Board and in the senior management.

ANNEXURE – B (Contd.)

The Company strives to maintain an appropriate balance of skills and experience, within the organization and the Board, in an endeavor to introduce new perspectives, whilst maintaining experience and continuity. The succession plan is closely aligned with the strategy and long-term needs of the Company.

C. Share Transfer/Stakeholders Relationship Committee

The Company has constituted Share Transfer/Stakeholders Relationship Committee in terms of Section 178 of the Act read with Regulation 20 of the Listing Regulations to oversee Investor's grievances and redressal mechanism and recommends measures to improve the level of Investors' services and to look into and decide matters pertaining to share transfers, duplicate share certificates/Letter of Confirmation and related matters.

i. Brief description of Terms of Reference

The brief description of the terms of reference of Share Transfer/Stakeholders Relationship Committee 'inter alia' include the following:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared Dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed Dividends and ensuring timely receipt of Dividend warrants/annual reports/statutory notices by the Shareholders of the Company.

ii. Composition, Name of Members and Chairperson

The Share Transfer/Stakeholders Relationship Committee comprises of Three (3) Members including Non-Executive Director as Chairman of the Committee. The Composition of the Committee as on March 31, 2024 was as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Deepak Jain	Chairman	Non-Executive Director
2.	Mr D.K. Jain	Member	Executive Chairman
3.	Mr Arun Kumar Malhotra	Member	Independent Director

iii. Name of Non-Executive Director heading the Committee:

Mr Deepak Jain, Non-Executive Director.

iv. Name and Designation of Compliance Officer:

During the year the review, Mr Raajesh Kumar Gupta resigned from the position of Compliance Officer and Secretary to the Committee w.e.f. May 26, 2023 and Mr Pankaj Mahendru was appointed as the Company Secretary and Compliance Officer of the Company w.e.f. May 30, 2023 and he acts as the Secretary to the Committee.

v. SEBI Complaints Redress System (SCORES)

The Investors can also raise complaints in a centralized web-based complaints redress system called "SCORES". The Company uploads the action taken report on the complaints raised by the Shareholders on "SCORES", which can be viewed by the Shareholder. The complaints are closed to the satisfaction of the shareholders and SEBI.

vi. Status of Investor Complaints received, pending and resolved during the Financial Year 2023-24

S. No.	Particulars	Status
1.	Number of Investors' Complaints Received	3
2.	Number of Investors' Complaints Resolved	3
3.	Number of Investors' Complaints Pending	Nil

ANNEXURE – B (Contd.)

vii. Meetings and Attendance

During FY 2023-24, Four (4) Meetings of Share Transfer/Stakeholders Relationship Committee were held. The details of the meeting and attendance of Committee Members are as follows:

S. No.	Name of the Chairman/Member	Details of Share Transfer/Stakeholders Relationship Committee Meetings				Number of Meetings Attended
		May 30, 2023	August 10, 2023	November 08, 2023	February 13, 2024	
1.	Mr Deepak Jain	✓	✓	✓	✓	4
2.	Mr D.K. Jain	💻	✓	✓	✓	4
3.	Mr Arun Kumar Malhotra	✓	✓	✓	✓	4
	Total No. of Members Present	**3**	**3**	**3**	**3**	

✓ Present X Absent 💻 Attended through Video Conferencing

D. Risk Management Committee

The Company has constituted and defined the Role and Responsibility of the Risk Management Committee in terms of Regulation 21 of the Listing Regulations.

i. Brief description of Terms of Reference

The brief description of the terms of reference of Risk Management Committee 'inter alia' include the following:

1. To formulate a detailed risk management policy which shall include:
   a) A framework for identification of internal and external risks specifically faced by the Company in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
   b) Measures for risk mitigation including systems and processes for internal control of identified risks;
   c) Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken; and
6. To review the appointment, removal and terms of remuneration of the Chief Risk Officer.

   Further, the Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.

ii. Composition, Name of Members and Chairperson

The Risk Management Committee comprises of Five (5) Members including One Independent Director. The composition of the Committee as on March 31, 2024 was as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Avinash Parkash Gandhi	Chairman	Independent Director
2.	Mr Anmol Jain	Member	Managing Director
3.	Mr Sanjay Mehta	Member	Non-Executive Director
4.	Mr Vikas Marwah	Member	Chief Executive Officer
5.	Mr Ashish Dubey	Member	Chief Financial Officer

ANNEXURE – B (Contd.)

iii. Meetings and Attendance

During the Financial Year 2023-24, Two (2) Meetings of the Risk Management Committee were held. The details of the meetings and attendance of Committee Members are as follows:

S. No.	Name of the Chairman/Member	Details of Risk Management Committee Meetings		Number of Meetings Attended
		September 19, 2023	March 12, 2024	
1	Mr Avinash Parkash Gandhi	✓	✓	2
2	Mr Anmol Jain	X	X	0
3	Mr Sanjay Mehta	✓	✓	2
4	Mr Vikas Marwah	✓	✓	2
5	Mr Ashish Dubey	✓	✓	2
	Total No. of Members Present	**4**	**4**	

✓ Present X Absent 💻 Attended through Video Conferencing

E. Corporate Social Responsibility (CSR) Committee

Board has constituted CSR Committee pursuant to the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014.

i. Brief description of Terms of Reference

The brief description of the terms of reference of Corporate Social Responsibility Committee 'inter alia' includes the following:

(i) to formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Act;

(ii) to recommend the amount of expenditure to be incurred on such activities;

(iii) to monitor the Corporate Social Responsibility Policy of the Company from time to time.

ii. Composition, Name of Members and Chairperson

The Corporate Social Responsibility Committee comprises of Three (3) Members including One Independent Director. The Composition of the Committee as on March 31, 2024 was as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Roop Salotra	Chairman	Independent Director
2.	Mr D.K. Jain	Member	Executive Chairman
3.	Mr Deepak Jain	Member	Non-Executive Director

Subsequent to the Financial Year ended March 31, 2024, due to the change in the Directors, the Corporate Social Responsibility Committee has been re-constituted w.e..f. July 23, 2024 as follows:

S. No.	Name of the Chairman/Member	Designation	Category
1.	Mr Deepak Jain	Chairman	Non-Executive Director
2.	Mr D.K. Jain	Member	Executive Chairman
3.	Ms Diviya Chanana	Member	Independent Director

iii. Meetings and Attendance

S. No.	Name of the Chairman/Member	Details of Corporate Social Responsibility Committee Meetings		Number of Meetings Attended
		May 30, 2023	November 08, 2023	
1.	Mr Roop Salotra	✓	✓	2
2.	Mr D.K. Jain	💻	✓	2
3.	Mr Deepak Jain	✓	✓	2
	Total No. of Members Present	**3**	**3**	

✓ Present x Absent 💻 Attended through Video Conferencing

ANNEXURE – B (Contd.)

4. SENIOR MANAGEMENT

The Senior Management of the Company as on March 31, 2024 includes the below mentioned officials:

a. Mr Vikas Marwah (Chief Executive Officer)

b. Mr Ashish Dubey (Chief Financial Officer)

c. Mr Pankaj Mahendru (Company Secretary)

d. Mr Sanjay Bhagat (Sr. Executive Vice President – After Market Division)

e. Mr Rajesh Anil Kumar Dubbewar (Executive Vice President & Strategic Business Unit Head – Advance Plastics and Metallics)

f. Mr Mohit Sehgal (Executive Vice President & Strategic Business Unit Head – Mechatronics)

g. Mr Rajeev Ranjan (Sr. General Manager & Strategic Business Unit Head – Transmission)

h. Mr Suresh Kumar Dwivedi (Assistant Vice President - IR & Admin)

i. Mr Sumedh Murugkar (Sr. General Manager – Marketing & Business Development: West & South)

j. Mr Varun Trehan (Deputy General Manager – Marketing & Business Development: North)

5. REMUNERATION OF DIRECTORS

A. All pecuniary relationship or transactions of the Non-Executive Directors vis-à-vis the Company:

The Company did not have any pecuniary relationship or transactions with the Non-Executive Directors and Independent Directors during FY 2023-24 except for the Commission and Sitting Fees payable to them respectively as approved by the Board and Committees of Directors from time to time.

B. Criteria of making payments to Non-Executive Directors:

The Criteria of making payments to Non-Executive Directors has been given on the Company's Website at i.e. www.lumaxworld.in/lumaxautotech.

While deciding the payments to be made to Non-Executive Directors various factors such as Director's participation in Board and Committee meeting during the year, other responsibilities undertaken, such as Membership or Chairmanship of Committees, etc. were taken into consideration.

The Independent Directors are entitled to sitting fees for attending meetings of the Board or Committees thereof as may be decided by the Board from time to time.

Apart from sitting fees and commission referred to above and reimbursement of traveling expenses for attending the Board and Committee meetings, no payment by way of bonus, pension, incentives etc. is paid to any of the Non-Executive Directors.

C. Details of Remuneration to Directors:

1. Remuneration paid to Executive Directors for the FY 2023-24:

The details of remuneration paid to Executive Directors during the Financial Year ended March 31, 2024 are as follows:

(₹ in Lakhs)

S. No.	Name of the Directors	Designation	Salary	Perquisites & Allowances	Statutory and other contribution	Commission	Total
1.	Mr D.K. Jain	Executive Chairman	120.00	9.88	14.41	618.03	**762.32**
2.	Mr Anmol Jain	Managing Director	120.00	6.00	-	347.74	**473.74**

2. Remuneration paid to Non-Executive Directors for the FY 2023-24:

(₹ in Lakhs)

S. No.	Name of the Directors	Designation	Commission
1.	Mr Deepak Jain	Non-Executive Director	123.61
2.	Mr Sanjay Mehta	Non-Executive Director	-

ANNEXURE – B (Contd.)

3. **Sitting fees paid to Independent Directors during the FY 2023-24:**

(₹ in Lakhs)

S. No.	Name of the Directors	Board Meetings	Audit Committee Meetings	Nomination & Remuneration Committee Meetings	CSR Committee Meetings	Share Transfer/ Stakeholders Relationship Committee Meetings	Risk Management Committee Meetings	Independent Directors Meeting	Total
1.	Mr Avinash Parkash Gandhi	4.00	2.80	NA	NA	NA	0.40	0.40	**7.60**
2.	Mr Arun Kumar Malhotra	4.00	2.80	NA	NA	0.80	NA	0.40	**8.00**
3.	Mr Roop Salotra	4.00	2.80	0.60	0.40	NA	NA	0.40	**8.20**
4.	Mr Milap Jain	4.00	2.80	0.60	NA	NA	NA	0.40	**7.80**
5.	Ms Diviya Chanana	4.00	NA	NA	NA	NA	NA	0.40	**4.40**

D. Service Contracts, Notice Periods, Severance Fees

The service contracts, notice period and severance fees are not applicable to Executive Directors, Non-Executive or Independent Directors. The term and tenure of appointment of all the Directors are governed through Board Resolutions which are subject to approval of shareholders in the General Meetings of the Company.

E. Stock Options Details, if any:

No Stock Options have been granted to any Directors during the FY 2023-24.

6. GENERAL BODY MEETINGS

A. The details of Annual General Meeting (AGMs) held in the last three years are as follows:

Financial Year	Date	Time	Location
2020-21	August 31, 2021	03:00 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)
2021-22	July 22, 2022	02:30 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)
2022-23	August 22, 2023	12:30 P.M.	2nd Floor, Harbans Bhawan -II, Commercial Complex, Nangal Raya, New Delhi -110046 (through VC/OAVM)

B. Details of Special Resolutions passed in previous three Annual General Meetings (AGM):

I. AGM held on August 31, 2021

- No Special resolution was passed at the Meeting.

II. AGM held on July 22, 2022

- No Special resolution was passed at the Meeting.

III. AGM held on August 22, 2023

- No Special resolution was passed at the Meeting.

C. Special Resolution/Ordinary Resolution passed last year through Postal Ballot:

The details of Special Resolution passed last year through Postal Ballot:

I. Date of Notice of Postal Ballot: April 10, 2023

Voting Period: April 19, 2023 (09:00 A.M.) to May 18, 2023 (05:00 P.M.)

Date of Approval: May 18, 2023

Date of Declaration of Results: May 18, 2023

ANNEXURE – B (Contd.)

Item No. 1: Approval for Increase in the borrowing limits under section 180 of the Companies Act, 2013				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
4,50,44,335	4,10,36,159	40,08,176	91.10	8.90

The details of Special Resolution and Ordinary Resolution passed last year through Postal Ballot:

I. Date of Notice of Postal Ballot: August 10, 2023

Voting Period: August 30, 2023 (09:00 A.M.) to September 28, 2023 (05:00 P.M.)

Date of Approval: September 28, 2023

Date of Declaration of Results: September 28, 2023

Special Resolution				
Item No. 1: Payment of Remuneration to Mr Deepak Jain, Non-Executive Director				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
1,56,03,191	1,43,46,745	12,56,446	91.95	8.05
Ordinary Resolution				
Item No. 2: Material Related Party Transactions with Lumax Industries Limited				
Number of Votes Polled	**Number of Votes in Favour**	**Number of Votes Against**	**% of Votes Polled in favour**	**% of Votes Polled against**
1,56,02,921	1,56,02,720	201	99.999	0.001

D. Person who conducted both the Postal Ballot exercises:

Mr Maneesh Gupta, Practicing Company Secretary (FCS: 4982) was appointed as the Scrutinizer for conducting the Postal Ballot/ remote e-voting process in accordance with the Act and the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner.

E. Special Resolution proposed to be conducted through Postal Ballot:

There is no special resolution proposed to be passed through Postal Ballot.

F. Procedure of Postal Ballot:

In compliance with the provisions of Section 110 and all other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014, the Company dispatches the Postal Ballot Notice through e-mails to the Shareholders whose names appear in the register of shareholders/list of beneficiaries as on relevant cut-off date(s). The Company also publishes a notice in the newspaper intimating completion of dispatch of Notice and providing other information as mandated under the Act and applicable rules.

Further, the Company engages the services of National Securities Depository Limited (NSDL) for providing the e-voting platform for its members to enable them to cast their votes electronically on the resolutions as set out in the Notice of Postal Ballot.

The Scrutinizer appointed for overseeing the Postal Ballot process submits his report on the voting results to the Chairman/Authorized person of the Company within the time prescribed under the Act and accordingly, the results are announced and simultaneously submitted to the RTA, Stock Exchanges, NSDL and also uploaded on the website of the Company.

7. CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board Members and Senior Management of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct. The Annual Report contains a declaration to this effect signed by the Chief Executive Officer of the Company. The Code of Conduct is also available on the website of Company under the following web link:

https://www.lumaxworld.in/lumaxautotech/policies.html.

ANNEXURE – B (Contd.)

8. MEANS OF COMMUNICATION

In compliance with Regulation 46 of the Listing Regulations, the Company's website, https://www.lumaxworld.in/lumaxautotech contains a dedicated functional segment, named 'INVESTORS' where all the information meant for the Shareholders is available, including information on Directors, shareholding pattern, quarterly reports, financial results, annual reports, press releases, details of unpaid/unclaimed Dividends and various policies etc. of the Company.

A. Financial Results (Quarterly/Annual), Newspapers wherein Results are normally published and Website where displayed

- Financial Results: Pursuant to Regulation 33 of the Listing Regulations, the Company has regularly furnished the quarterly unaudited as well as annual audited financial results to the Stock Exchanges i.e.; BSE & NSE within the prescribed timeline.
- Results Publication: Quarterly and annual Financial Results are also published in English language national daily newspaper viz. Financial Express circulating in the whole of India and in daily newspaper published in the vernacular language viz. Jansatta in state where Registered Office of the Company is situated.
- Website: The Company's results are displayed on the Company's website at www.lumaxworld.in/lumaxautotech and the websites of the Stock Exchanges i.e.; BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

B. Official News Releases/ Conference Calls with Investors

All official news releases, invitations and transcripts of the Analyst/ Investor conference calls are posted on the website of the Company at www.lumaxworld.in/lumaxautotech under the Investors section and simultaneously submitted to the Stock Exchanges viz. BSE and NSE.

C. Presentations made to Institutional Investors or to the Analysts

Detailed presentations are made to the investors of the Company and the same are hosted on the Company's website at www.lumaxworld.in/lumaxautotech and also submitted to the Stock Exchanges viz. BSE and NSE.

D. Website

The Company's website is a comprehensive reference on Lumax's Management, Vision, Mission, Policies, Corporate Governance, updates and news etc.

E. Stock Exchange

The Company makes timely disclosure of all necessary information to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) in terms of the Listing Regulations and other rules and regulations issued by the SEBI from time to time.

BSE Corporate Compliance & Listing Centre (the Listing Centre)

BSE's Listing Centre is a web-based application designed for corporates. All periodical as well as event-based compliance filings are filed electronically on the Listing Centre.

NSE Electronic Application System (NEAPS)

The NEAPS is a web-based application designed by NSE for corporates. All periodical as well as event-based compliance filings are filed electronically on NEAPS.

F. Reminders/Correspondences with Investors

The periodical reminders regarding unclaimed shares/dividend, e-mail registrations, Notice of General Meetings or any other information is communicated and dispatched to Shareholders.

9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report forms part of the Board's Report.

ANNEXURE – B (Contd.)

10. GENERAL SHAREHOLDERS INFORMATION

A. Annual General Meeting : **The 43rd Annual General Meeting is scheduled as under**

Day: **Friday**

Date: **September 27, 2024**

Time: **11:00 A.M. (IST)**

Venue/ Mode: 2nd Floor, Harbans Bhawan - II, Commercial Complex, Nangal Raya, New Delhi - 110046 [through Video Conferencing or other audio Visual Means (VC/ OAVM)]

For further details, please refer to the Notice of AGM.

B. Registered Office : **Lumax Auto Technologies Limited**

2nd Floor, Harbans Bhawan-II, Commercial Complex,

Nangal Raya, New Delhi- 110046

C. Financial Year : April 01 to March 31

D. For the Financial Year 2023-24 results were announced on:

Approval of Quarterly Results Ended	Date
June 30, 2023	August 10, 2023
September 30, 2023	November 08, 2023
December 31, 2023	February 13, 2024
March 31, 2024 (Audited Annual Accounts)	May 27, 2024

E. Provisional Calendar for FY 2024-25:

Approval of Quarterly Results Ended	Tentative Calendar*
June 30, 2024	On or before August 14, 2024
September 30, 2024	On or before November 14, 2024
December 31, 2024	On or before February 14, 2025
March 31, 2025 (Audited Annual Accounts)	On or before May 30, 2025

**Within 45/60 days of the end of the Quarter/year, as per the Listing Regulations.*

F. Dividend & Dividend Payment Date

Final Dividend @ 275% which is ₹ 5.50/- per equity share of ₹ 2/- each has been recommended by the Board in their Meeting held on May 27, 2024 for the FY 2023-24, which is subject to the approval of the Shareholders at the ensuing Annual General Meeting.

The Dividend Amount of ₹ 5.50/- per equity share will be credited directly to the shareholders in their respective bank accounts within 30 days from the declaration of dividend in the AGM.

G. Name and Address of Stock Exchange where Company's Equity are listed:

Stock Exchange	Scrip Code
BSE Limited (BSE) Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	532796
National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051.	LUMAXTECH

The ISIN of the Company is INE872H01027.

H. Listing Fees

The Listing Fees for the FY 2024-25 has been paid to both BSE Limited and National Stock Exchange of India Limited within the prescribed time limits.

ANNEXURE – B (Contd.)

I. Market price data – High, Low and Volume during each month in last Financial Year:

The Monthly High, Low and Volume (No. of shares traded) of the Shares of the Company Listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) from April 2023 to March 2024 are as follows:

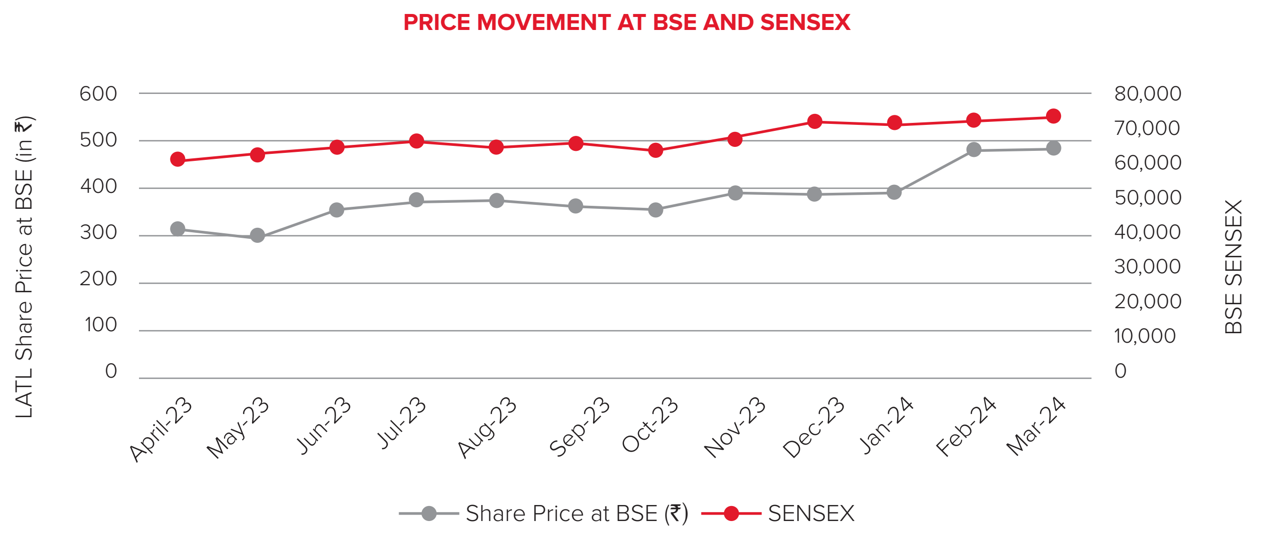
Month	BSE			NSE		
	High (₹)	Low (₹)	Volume (No. of shares traded)	High (₹)	Low (₹)	Volume (No. of shares traded)
April, 2023	328.40	270.05	4,34,216	328.80	267.60	59,67,425
May, 2023	342.20	289.65	4,87,549	342.05	291.00	72,63,939
June, 2023	369.65	299.05	6,63,318	369.70	299.25	80,52,348
July, 2023	394.05	344.35	2,38,320	394.00	344.30	29,11,364
August, 2023	469.00	367.70	5,91,779	469.95	367.30	67,38,431
September, 2023	383.00	351.05	2,58,627	384.40	353.20	29,97,955
October, 2023	385.15	334.50	1,31,945	385.95	332.35	19,99,871
November, 2023	411.30	354.05	1,84,824	412.00	352.35	32,36,232
December, 2023	406.85	368.00	5,37,797	406.75	368.00	59,50,631
January, 2024	404.90	363.05	1,38,964	403.95	362.50	29,50,648
February, 2024	498.00	375.00	9,43,671	498.90	374.55	1,85,85,688
March, 2024	489.70	400.20	4,19,245	489.85	398.70	46,99,504

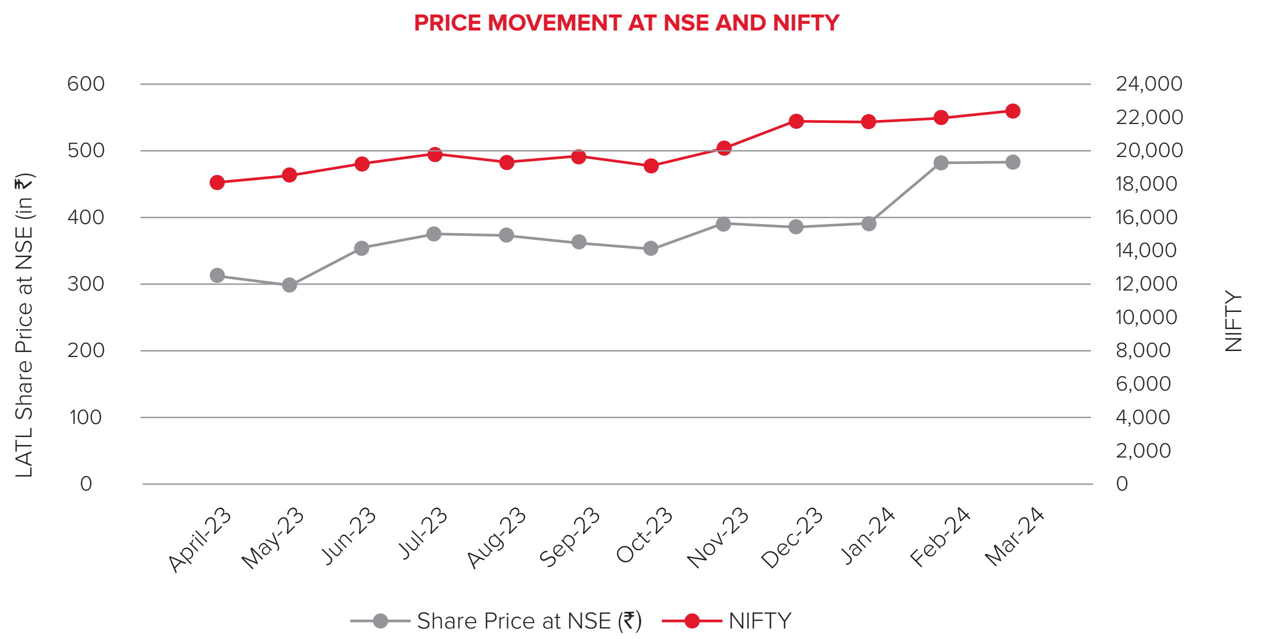
Stock Performance in comparison to broad-based Indices from April 2023 to March 2024 is given below

The table below represents the comparison of the Company's share price movement on BSE and NSE vis-à-vis the movement of the BSE Sensex and NSE Nifty, respectively for the FY 2023-24:

MONTH	Share Price at BSE (₹)	SENSEX	Share Price at NSE (₹)	NIFTY
April, 2023	312.35	61,112.44	312.40	18,065.00
May, 2023	297.90	62,622.24	297.90	18,534.40
June, 2023	353.10	64,718.56	353.10	19,189.05
July, 2023	374.35	66,527.67	375.15	19,753.80
August, 2023	372.40	64,831.41	372.80	19,253.80
September, 2023	361.25	65,828.41	362.00	19,638.30
October, 2023	351.95	63,874.93	352.95	19,079.60
November, 2023	388.90	66,988.44	389.50	20,133.15
December, 2023	386.55	72,240.26	385.50	21,731.40
January, 2024	389.75	71,752.11	389.70	21,725.70
February, 2024	480.90	72,500.30	480.85	21,982.80
March, 2024	484.05	73,651.35	483.20	22,326.90

ANNEXURE – B (Contd.)





J. In case the securities are suspended from trading, the Board's Report shall explain the reason thereof:

The trading in the equity shares of the Company was not suspended at any point of time during the year.

K. Registrar and Share Transfer Agent

Address	**Bigshare Services Private Limited,** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai- 400093
Tel	+91-22-62638200
Fax	+91-22-62638299
Email	vinod.y@bigshareonline.com
Website	www.bigshareonline.com

L. Share Transfer System

All work related to Share Registry is handled by the Company's Registrar and Share Transfer Agent. The Company has appointed Bigshare Services Private Limited as its Registrar and Share Transfer Agent.

ANNEXURE – B (Contd.)

There were no shares transferred/transmitted during the Financial Year 2023-24.

The documents received from shareholders are scrutinized by the Company's RTA and all work related to share registry is handled by RTA. The communications regarding share certificates, share transfers, change of address, Dividends, etc. are addressed to the Company's RTA.

In terms of the requirements of Regulation 40 of the Listing Regulations, the request for transfer of securities shall not be processed unless the securities are held in the dematerialized form with Depositories.

Further, the request for transmission or transposition of securities shall be effected only in dematerialized form.

Further, SEBI in continuation of its efforts to enhance ease of dealing in securities market by investors vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 (being part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024), has mandated the listed entities to issue securities for the following service requests only in dematerialized form:

i. Issue of duplicate securities certificate;

ii. Claim from Unclaimed Suspense Account;

iii. Renewal/ Exchange of securities certificate;

iv. Endorsement;

v. Sub-division/Splitting of securities certificate;

vi. Consolidation of securities certificates/folios;

vii. Transmission; and

viii. Transposition.

During the year under review, the remaining 15 equity shares held in physical form have been dematerialized consequent to which the entire Paid-up Equity Share capital of the Company is held in dematerialized form.

The Share Transfer/Stakeholders Relationship Committee is authorized to approve issuance of duplicate certificates/ Letter of Confirmations and all such issuance are completed within statutory time limit from the date of request, provided the documents meet the stipulated requirement of statutory provisions in all respects.

The Company has obtained the annual certificate from a Company Secretary in Practice in compliance of the requirement of Regulation 40(9) of the Listing Regulations. The Certificate for the FY 2023-24, has been duly filed with the Stock Exchanges.

M. Reconciliation of Share Capital Audit

As stipulated by the SEBI (Depositories and Participants) Regulations, 2018, the Reconciliation of Share Capital Audit was carried out by the Practicing Company Secretary in every quarter to reconcile the total admitted capital with NSDL and CDSL and available in Physical form. Reports for the same were also submitted to BSE and NSE by the Company in every quarter. The audit confirms that the total issued / paid-up and listed capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

N. Distribution of Shareholding as on March 31, 2024

Range of Shares		No. of Shareholders*	% of Shareholders	No. of Shares	% of total
1	5,000	29,462	97.85	45,79,891	6.72
5,001	10,000	293	0.97	10,89,682	1.60
10,001	20,000	156	0.52	11,87,928	1.74
20,001	30,000	64	0.21	7,96,050	1.17
30,001	40,000	17	0.06	3,00,684	0.44
40,001	50,000	24	0.08	5,49,824	0.81
50,001	1,00,000	42	0.14	15,46,614	2.27
1,00,001	& above	50	0.17	5,81,07,032	85.25
Total		**30,108**	**100.00**	**6,81,57,705**	**100.00**

* The number of shareholders have been considered on the basis of no. of folios and not on PAN basis.

ANNEXURE – B (Contd.)

O. Shareholding Pattern of the Company as on March 31, 2024

Category	Number of shares held	% age of shareholding
A. Promoters' holding		
1. Promoters		
i Indian Promoters	3,81,54,430	55.98
ii Foreign Promoters	-	-
2. Persons acting in concert	**-**	**-**
SUB – TOTAL (A)	**3,81,54,430**	**55.98**
B. Non-Promoters Holding		
3. Institutional Investors		
i Mutual Funds	91,61,853	13.44
ii Foreign Institutional Investors/Foreign Portfolio Investors	61,59,495	9.04
iii Alternate Investment Funds	4,25,452	0.62
iv Insurance Companies	85,339	0.13
SUB – TOTAL (B3)	**1,58,32,139**	**23.23**
4. Others		
i Bodies Corporate & Clearing Members	10,86,308	1.59
ii Indian Public	1,14,57,681	16.81
iii NRIs/Foreign National	7,19,860	1.06
iv IEPF	13,836	0.02
v HUF	8,93,451	1.31
SUB – TOTAL (B4)	**1,41,71,136**	**20.79**
SUB – TOTAL (B) [B3 + B4]	**3,00,03,275**	**44.02**
GRAND TOTAL (A+B)	**6,81,57,705**	**100.00**

SHAREHOLDING PATTERN AS ON MARCH 31, 2024

ANNEXURE – B (Contd.)

P. Dematerialization of Shares and Liquidity

The shares of the Company are available for trading in the Dematerialized Form under both the Depository Systems in India - with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's shares are liquid and are actively traded on Stock Exchanges.

Status of Dematerialization and Liquidity as on March 31, 2024

Dematerialization:

Category	Number of Shares
Shares in Demat mode with NSDL	6,23,01,092
Shares in Demat mode with CDSL	58,56,613
Shares in Physical mode	0
Total	**6,81,57,705**

Liquidity:

The Number of Shares of the Company traded in the Stock Exchanges for the FY 2023-24 is given below:

Particulars	BSE	NSE	Total
Volume of Shares Traded	50,30,255	7,13,54,036	7,63,84,291
% of Total Equity	7.38	104.69	112.07

Q. Outstanding GDR's/ADR's/Warrants or any convertible Instrument, Conversion Date and Likely impact on Equity

There were no convertible instruments which could result in increasing the equity capital of the Company and the Company has not issued any GDR/ADR/FCCB etc.

R. Commodity price risk or foreign exchange risk and hedging activities:

In order to manage the Company's Foreign Exchange Exposure, the Company has in place an appropriate mechanism for management of Corporate Foreign Exchange Risk by defining its exposures, measuring them and defining appropriate actions to control this risk. The intent of this mechanism is to minimize the Financial Statement impact of fluctuating Foreign Currency Exchange Rates.

S. Plant Locations of the Company as on March 31, 2024

The Company has following manufacturing units:

S. No.	Plant Locations
1.	Gat No. 156/1, Mahalunge, Chakan, Pune, Maharashtra
2.	B - 14/3, M.I.D.C., Waluj, Industrial Area, Aurangabad, Maharashtra
3.	Sy. No. 334, 366 & 367, Bellur Village, Narsapura Hobli, Kolar, Bengaluru, Karnataka
4.	Plot No. 164-165, Sector-5, IMT Manesar, Gurugram, Haryana
5.	Plot No. 12, Sector- 10, IIE Pantnagar, Distt.- Udham Singh Nagar, Uttarakhand
6.	Plot No. 9, 10, 23-25, Gat No. 53, Sahajapur, Aurangabad, Maharashtra
7.	Plot No. G8, G Block, Chakan Industrial Area, Phase III, Village Kuruli, Tehsil Khed, District Pune, Maharashtra
8.	Plot No. 70, Sector - 10, PCNTDA, Bhosari, Pune-411026, Maharashtra
Marketing/Trading Divisions	
9.	Unit 2102-2108, Tower – I, DLF Corporate Greens, Sector – 74 A, Gurugram, Haryana
10.	Khasra No. 25/12/2,18,23,19, Revenue Estate, Vill. Khawaspur, Jamalpur, Main Pataudi Road, Gurugram- 122503, Haryana

ANNEXURE – B (Contd.)

T. Address for Investors Correspondence

All queries of investors regarding the Company's shares may be sent either to the Registrar & Share Transfer Agent or to the Secretarial Department of the Company at the following addresses:

The Registrar and Share Transfer Agent	
Address	**Bigshare Services Private Limited** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai- 400093
Tel	+91-22-62638200
Fax	+91-22-62638299
Email	vinod.y@bigshareonline.com
Website	www.bigshareonline.com
The Company	
Address	**Lumax Auto Technologies Limited** 2nd Floor, Harbans Bhawan- II, Commercial Complex, Nangal Raya, New Delhi- 110046
Tel	+91-11-49857832
Email	shares@lumaxmail.com
Website	www.lumaxworld.in/lumaxautotech

U. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit program or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:

During the year under review, the Company had obtained the Credit Ratings from CRISIL which are as follows:

1. Long Term Rating - CRISIL AA-
2. Commercial Paper/Short Term Rating - CRISIL A1+

The Company does not have any fixed deposit program or any scheme or proposal involving mobilization of Funds in India or abroad.

V. Unclaimed/Unpaid Dividends and Shares:

Pursuant to the provisions of Section 124 & 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Authority"), the Dividend which remains unclaimed/unpaid for a period of 7 years from the date of transfer to the Unpaid Dividend Account shall be transferred to Investor Education and Protection Fund (IEPF). Further, all shares for which Dividend has not been claimed/ paid for seven (7) consecutive years shall also be transferred to the Demat Account of IEPF Authority.

During the FY 2023-24, ₹ 1,14,713/- of unclaimed/unpaid interim Dividend for the FY 2015-16 and 1,990 equity shares were transferred to the IEPF Authority in compliance with the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time.

It may be noted that the due date for transfer into IEPF of the Unpaid/Unclaimed Dividend lying in the Unpaid Dividend Account of the Company for the FY 2016-17 is September 19, 2024. Further, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF i.e. in case any dividend is claimed for any year during the said period of seven consecutive years, the shares shall not be transferred to IEPF.

Accordingly, concerned Shareholders are requested to kindly claim the Unpaid/unclaimed Dividend. Further, pursuant to the provisions of Section 124 of the Act read with the Rules, notices have been sent to the Shareholders individually and was published in Newspapers, inviting the attention of the Shareholders to claim their Dividends along with the underlying Equity Shares.

ANNEXURE – B (Contd.)

Mr Raajesh Kumar Gupta acted as a Nodal Officer under the provisions of IEPF till May 26, 2023 and thereafter Mr Pankaj Mahendru has been nominated as a Nodal Officer w.e.f. May 30, 2023, the details of which are available on the website of the Company.

11. OTHER DISCLOSURES:

A. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large:

- There were no transactions of significant material nature by Company that have a potential conflict with the interest of the Company at large.
- During the Financial Year 2023-24, all the transactions entered into were in the ordinary course of business and at arms' length basis. The said transactions are reported as the Related Party Transactions in the Annual Accounts.
- However, as per Section 188 of the Companies Act, 2013 read with Regulation 23 of the Listing Regulations, the Related Party Transactions which fall under the definition of 'Materiality' have been disclosed in the **Annexure - C i.e. Form AOC-2**.

The Audit Committee is briefed with all Related Party Transactions (material & non-material) undertaken by the Company on quarterly basis.

B. Details of non-compliance by the Company, penalties, strictures imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years;

During the last three years, there were no penalties or strictures imposed on the Company by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets except the below mentioned Order.

During the Financial Year 2023-24, the Company received an order passed by the Collector of Stamps (Karol Bagh), Office of the Sub-divisional Magistrate (Karol Bagh), Government of NCT of Delhi directing the payment of stamp duty of ₹ 16,41,981/- (including penalty of ₹ 1,49,271/-) with respect to the Amalgamation Order passed by the Hon'ble National Company Law Tribunal, Delhi Bench for the merger of Lumax Mettalics Private Limited (Transferor Company) in Lumax Auto Technologies Limited (Transferee Company).

The amount of Stamp duty along with the penalty imposed neither has any material impact on the financials of the Company nor have any impact on operational or other activity of the Company.

The Company has duly deposited the aforesaid amount with the respective Authority within the prescribed timelines given in the Order.

C. Details of establishment of vigil mechanism/ whistle blower policy, and affirmation that no personnel has been denied access to the Audit Committee

The Company under the Vigil Mechanism has provided a platform to its Directors and employees to raise concerns regarding any irregularity, misconduct or unethical matters / dealings within the Group which have a negative bearing on the organization either financially or otherwise.

The Company has a robust Vigil Mechanism/ Whistle Blower Policy to enable its Directors and Employees to report to the Management their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The Company promotes a favourable environment for employees to have an open access to the respective competent authority as prescribed in the policy, so as to ensure ethical and fair conduct of the business of the Company.

Further, during the year, no individual was denied access to the Audit Committee for reporting concerns.

D. Details of compliance with mandatory requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has fully complied with all the mandatory requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adoption of Non-mandatory Requirements in adherence with Regulation 27 (1) of Listing Regulations:

The Company has voluntarily complied with following non-mandatory requirements:

i) The Company continues to adopt best practices to move towards the regime of Unmodified Opinion on Financial Statements.

ii) The Internal Auditors have direct access to the Audit Committee.

ANNEXURE – B (Contd.)

E. Web link where policy for determining 'material' subsidiaries is disclosed

The policy on determining Material subsidiaries is disclosed on the website of the Company at https://www.lumaxworld.in/lumaxautotech/policies.html

F. Web link where policy on dealing with related party transactions is disclosed

The Board has approved Policy document on Materiality and dealing with Related Party Transactions and the same can be accessed on the following web link: https://www.lumaxworld.in/lumaxautotech/policies.html

G. Commodity price risk or foreign exchange risk and hedging activities:

To manage the company's foreign exchange exposure, an effective mechanism has been established for overseeing corporate foreign exchange risk. This involves identifying and measuring the exposures and implementing suitable actions to control the risk. The goal of this mechanism is to reduce the impact of fluctuating foreign currency exchange rates on the financial statements.

H. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

The Company has not raised any funds through Preferential Allotment or Qualified Institutions Placement basis of which disclosure to be made under Regulation 32 (7A) of the Listing Regulations.

I. A Certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed with this report.

A certificate from Mr Maneesh Gupta, Practicing Company Secretary confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of the Company by SEBI/MCA or any such Statutory Authority forms part of this Report.

J. Where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant Financial Year, the same to be disclosed along with reasons thereof

There has been no such incidence where the Board has not accepted the recommendation of any Committees of the Board during the year under review.

K. Details of the Fees for all the services paid to S.R. Batliboi & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company and its affiliate on a Consolidated basis during the Financial Year ended March 31, 2024

(₹ in Lakhs)

S. No.	Particulars	Fees Paid				
		Company	LCAT	LYTL	LAIPL	IAC
1.	Statutory Audit	30.75	7.00	3.00	8.00	25.00
2.	Limited Review	9.00	-	-	-	-
3.	Tax Audit	1.75	-	-	-	-
4.	Out of Pocket Expenses	4.81	-	0.35	1.02	1.88
5.	Group Reporting	-	-	-	-	-
6.	Other Services	0.50	-	-	-	-
	Total	**46.81**	**7.00**	**3.35**	**9.02**	**26.88**

L. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

S. No.	Particulars	Number of Complaints
1.	Number of Complaints filed during the Financial Year	Nil
2.	Number of Complaints disposed off during the Financial Year	Nil
3.	Number of Complaints pending as on end of the Financial Year	Nil

ANNEXURE – B (Contd.)

M. Disclosure by the Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested.

Details of Loan/Advances made by Company to its Subsidiaries during the FY 2023-24

(₹ in Lakhs)

S. No.	Name of Firms / Companies	Interest of Directors	Loans and advances as on April 01, 2023	Loans and advances given during the FY 2023-24	Loans and advances repaid during the FY 2023-24	Loan converted into Optionally Convertible Redeemable Debentures	Loans and advances as on March 31, 2024
1.	Lumax FAE Technologies Private Limited (LFAE)	Mr Anmol Jain is Director on the Board of LFAE	1,116.21	499.79	-	1,616.00	-
2.	Lumax Ituran Telematics Private Limited (LITPL)	Mr Anmol Jain and Mr Deepak Jain are Directors on the Board of LITPL	345.00	100.00	77.50	-	367.50

N. Details of Material Subsidiaries of the Company; including the Date and Place of Incorporation and the name and date of appointment of the statutory auditors of such subsidiaries as on March 31, 2024.

S. No.	Name of Material Subsidiaries	Date and Place of Incorporation	Name and date of Appointment of the Statutory Auditors
1.	Lumax Mannoh Allied Technologies Limited	July 22, 2013 New Delhi	J. C. Bhalla & Co. August 19, 2019
2.	IAC International Automotive India Private Limited (Formerly known as Lumax Integrated Ventures Private Limited)	May 13, 1991 New Delhi	S.R. Batliboi & Co. LLP were appointed on March 15, 2024 to fill the casual vacancy of office of Statutory Auditors

Notes:

1. Subsequent to March 31, 2024, JC Bhalla & Co., the Statutory Auditors of Lumax Mannoh Allied Technologies Limited (LMAT) had intimated regarding the vacation of their office on the conclusion of 11th AGM of LMAT. Accordingly, the Board of Directors of LMAT had approved the appointment of Price Waterhouse Chartered Accountants LLP as the Statutory Auditors which is subject to the approval of the shareholders of LMAT.
2. Earlier IAC International Automotive India Private Limited was material subsidiary Company. During FY 2023-24, the Scheme of Amalgamation was filed with Hon'ble National Company Law Tribunal (NCLT) for the Merger between IAC International Automotive India Private Limited (Transferor Company) with Lumax Integrated Ventures Private Limited (Transferee Company). The Scheme was approved by the Hon'ble NCLT vide its order dated February 16, 2024. The certified copy of the order was filed with Registrar of Companies (ROC) on March 18, 2024 and consequently the Transferor Company was dissolved without being wound up w.e.f. March 18, 2024 (Effective Date). Consequent to the Scheme becoming effective, the name of Lumax Integrated Ventures Private Limited was changed to IAC International Automotive India Private Limited on June 07, 2024.

ANNEXURE – B (Contd.)

12. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED:

The Company is fully compliant with all the requirements of Corporate Governance Report as stated in sub paras (2) to (10) of Schedule V of Listing Regulations.

13. DISCLOSURE OF THE EXTENT TO WHICH THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II HAVE BEEN ADOPTED

(i) **The Board:** The Chairman of the Company is of Executive category, hence the requirement of maintaining a Chairperson's office at the Company's expense and reimbursement of expenses incurred in performance of his duties does not apply.

(ii) **Shareholder Rights:** Quarterly Financial Statements are published in newspapers and uploaded on Company's website to be accessible by Shareholders.

(iii) **Modified opinion(s) in audit report:** During the year under review, there is no Audit qualifications on the Company's Financial Results. The Company continues to adopt best practices to ensure regime of Unmodified Opinion.

(iv) **Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:** The Company has separate persons holding the position of Chairperson, Managing Director and CEO.

(v) **Reporting of Internal Auditor:** Grant Thornton Bharat LLP was the Internal Auditor of the Company for the Financial Year 2023-24.

Further, for the Financial Year 2024-25, Grant Thornton Bharat LLP has been re-appointed as Internal Auditors of the Company by the Board of Directors in its Meeting held on May 27, 2024. The Internal Auditors have direct access to the Audit Committee and separate meetings of Audit Committee are held wherein Internal Auditors present their Audit Observations to the Audit Committee of the Board.

14. DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (b) to (i) and (t) OF SUB-REGULATION (2) OF REGULATION 46

The Company has complied with all the requirements of Corporate Governance as prescribed under Listing Regulations as follows:

- Regulations 17 to 20 and 22 to 27;
- Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46; and
- Para C, D and E of Schedule V

15. DECLARATION SIGNED BY THE CHIEF EXECUTIVE OFFICER STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

The Company has a Code of Conduct for its Board and Senior Management as per Listing Regulations and the same is also available at the Company's website. The Company has obtained compliance certificates from all the Board Members and Senior Management Personnel affirming the compliance of Code of Conduct during the FY 2023-24.

A declaration to that effect, signed by the Chief Executive Officer is attached and forms part of this Report.

16. COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The Compliance Certificate from the Statutory Auditors regarding compliance of conditions of Corporate Governance forms an integral part of this Report.

ANNEXURE – B (Contd.)

17. CEO AND CFO CERTIFICATE

The Chief Executive Officer and the Chief Financial Officer have furnished the requisite certificate to the Board of Directors on the Financial Statements pursuant to Regulation 17(8) of the Listing Regulations which forms part of this Report.

18. UNCLAIMED SUSPENSE ACCOUNT

Pursuant to Regulation 34(3) read with Schedule V of the Listing Regulations, there are no shares lying in the Unclaimed Suspense Account.

19. AVAILABILITY OF DISPUTE RESOLUTION MECHANISM

SEBI vide its circular No. SEBI /HO/ MIRSD/ MIRSD_RTAMB/P/CIR/ 2022/76 dated May 30, 2022 being part of SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/ 2024/37 dated May 07, 2024 read with Regulation 40 of Listing Regulations has laid down Standard Operating Procedures (SOP) to be followed for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrar and Share Transfer Agents (RTAs) and its Shareholder(s)/ Investor(s) pertaining to disputes emanating from investor service requests. Accordingly, the Shareholders may avail the mechanism for resolution of dispute.

Further, SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

ANNEXURE – B (Contd.)

CERTIFICATE ON COMPLIANCE OF CODE OF CONDUCT BY BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

I, Vikas Marwah, Chief Executive Officer of the Company hereby certify that the Board of Directors and the Senior Management Personnel have affirmed compliance of the Code of Conduct of the Company for the FY 2023-24.

Place: Gurugram
Date: May 27, 2024

Vikas Marwah
Chief Executive Officer

CEO and CFO Certificate under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

a. We certify to the Board that we have reviewed Financial Statements and Cash Flow Statement for the year ended March 31, 2024 and that to the best of our knowledge and belief;

   (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies, if any.

d. We have indicated to the Auditors and the Audit Committee

   (i) significant changes in internal control over financial reporting during the year, if any;

   (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any; and

   (iii) There were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Ashish Dubey
Chief Financial Officer

Place: Gurugram
Date: May 27, 2024

Vikas Marwah
Chief Executive Officer

Place: Gurugram
Date: May 27, 2024

ANNEXURE – B (Contd.)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to clause 10 of Part C of Schedule V read with Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

Lumax Auto Technologies Limited

2nd Floor, Harbans Bhawan-II, Commercial Complex,

Nangal Raya, New Delhi-110046

I/We have examined the relevant records, forms, returns and disclosures received from the Directors of Lumax Auto Technologies Limited having CIN L31909DL1981PLC349793 and having registered office at 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi-110046 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Ensuring the eligibility of the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Maneesh Gupta

FCS No. 4982

UDIN: F004982F000376421

CP No. 2945

PR No. :2314/2022

Place: New Delhi

Date: May 15, 2024

ANNEXURE – B (Contd.)

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

The Members of Lumax Auto Technologies Limited

1. The Corporate Governance Report prepared by Lumax Auto Technologies Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) and (t) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2024 as required by the Company for annual submission to the Stock exchange.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include:
   i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;
   ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;
   iii. Obtained and read the Register of Directors as on March 31, 2024 and verified that atleast one independent woman director was on the Board of Directors throughout the year;
   iv. Obtained and read the minutes of the following committee meetings / other meetings held during the year ended March 31, 2024:
      (a) Board of Directors;
      (b) Audit Committee;
      (c) Annual General Meeting;
      (d) Nomination and Remuneration Committee;
      (e) Share Transfer/Stakeholders Relationship Committee;
      (f) Independent Director Meeting;
      (g) Corporate Social Responsibility Committee; and
      (h) Risk Management Committee
   v. Obtained necessary declarations from the directors of the Company.
   vi. Obtained and read the policy adopted by the Company for related party transactions.
   vii. Obtained the schedule of related party transactions during the year and balances at the year- end. Obtained and read the minutes of the audit committee meeting where in such related party transactions have been pre-approved by the audit committee.

ANNEXURE – B (Contd.)

viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2024, referred to in paragraph 4 above.

Other matters and Restriction on Use

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKU2543

Place: New Delhi
Date: May 27, 2024

ANNEXURE – C

FORM NO. AOC-2

Form for Disclosure of Particulars of Contracts/Arrangements entered into by the Company with Related Parties referred to in sub-section (1) of Section 188 of the Act including certain Arm's Length Transactions under third proviso thereto

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

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS

(a)	Name(s) of the Related Party and nature of relationship	Not Applicable (All the transactions were at arm's length basis)
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts/arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188	

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS

(a)	Name(s) of Related Party and nature of relationship	Lumax Industries Limited
(b)	Nature of contracts/arrangements/transactions	Purchase/sale of raw materials, finished goods, assets, sale, purchase, transfer or receipt of products, goods, materials, assets or availing or rendering of services, Rent/ Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Legal & Professional Charges & Rate Taxes etc.
(c)	Duration of the contracts/arrangements/transactions	April 01, 2023 to March 31, 2024
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	₹ 31,733.26 Lakhs
(e)	Date(s) of approval by the Board	August 10, 2023*
(f)	Amount paid as advances, if any	Nil

*The Board of Directors in their meeting held on August 10, 2023 had, upon recommendation of the Audit Committee, approved the material Related Party Transactions with Lumax Industries Limited upto an amount of ₹ 400 Crores, which was further approved by the members vide an Ordinary Resolution passed through Postal Ballot on September 28, 2023.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: New Delhi
Date: August 10, 2024

ANNEXURE – D

Statement of Disclosure of Remuneration pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A. Ratio of the Remuneration of each Executive Director to the Median Remuneration of the Employees of the Company for the FY 2023-24 and the percentage increase in Remuneration of Executive Chairman, Managing Director, Chief Executive Officer, Chief Financial Officer and Company Secretary during the FY 2023-24.

S. No.	Name of Directors & Key Managerial Personnel	Designation	Ratio of Remuneration to Median Remuneration of all employees	% increase/ (decrease) in Remuneration during the FY 2023-24
1	Mr D. K. Jain	Executive Chairman	146.89	26.38
2	Mr Anmol Jain	Managing Director	91.28	54.11
3	Mr Vikas Marwah	Chief Executive Officer	NA	229.82
4	Mr Ashish Dubey	Chief Financial Officer	NA	15.70
5	Mr Raajesh Kumar Gupta	Company Secretary	NA	NA*
6	Mr Pankaj Mahendru	Company Secretary	NA	NA*

* As Mr Raajesh Kumar Gupta, Company Secretary resigned w.e.f. May 27, 2023 and Mr Pankaj Mahendru was appointed as a Company Secretary w.e.f. May 30, 2023, therefore the percentage increase/decrease in remuneration is not applicable.

B. The percentage increase in the Median Remuneration of Employees for the FY 2023-24 was 9.80%.

C. The number of Permanent Employees on the rolls of the Company as on March 31, 2024 was 908.

D. The Average Percentage increase in the salaries of the employees other than the Managerial Personnel for the Financial Year was 3.11% and the increase/decrease in the Managerial Remuneration was 53.21%. The Remuneration components in case of Executive Chairman and Managing Director includes commission paid which is linked with the profitability of the Company.

E. Affirmation that the remuneration is as per the remuneration policy of the Company:

The remuneration is as per the Nomination and Remuneration Policy for the Directors, Key Managerial Personnel and Other Employees of the Company, formulated pursuant to the provisions of Section 178 of the Companies Act, 2013.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: New Delhi
Date: August 10, 2024

ANNEXURE – E

SECRETARIAL AUDIT REPORT

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[*Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014*]

To,
The Members,
Lumax Auto Technologies Limited
CIN: L31909DL1981PLC349793
2nd Floor, Harbans Bhawan-II,
Commercial Complex,
Nangal Raya, New Delhi-110 046

We were appointed by the Board of Directors of Lumax Auto Technologies Limited (hereinafter called the Company) to conduct Secretarial Audit of the Company for the financial year ended March 31, 2024.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Management's Responsibility for Secretarial Compliances

The Company's management is responsible for preparation and maintenance of secretarial records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Auditors Responsibility

Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

The secretarial audit report is neither an assurance to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Opinion

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not applicable to the Company during the year under review**;

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – **Not applicable to the Company during the year under review**;

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not applicable to the Company during the year under review;**

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – **Not applicable to the Company**;

ANNEXURE – E (Contd.)

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – **Not applicable to the Company during the year under review**; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable to the Company during the year under review**;

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

(j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021– **Not applicable to the Company during the year under review**

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the financial year ended March 31, 2024, complied with the aforesaid laws, material compliances are listed in the Annexure attached to this report.

We also confirm that the Company is in compliance with the requirements of maintaining Structured Digital Database (SDD) as per the Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.

Based on information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the financial year under review were carried out in compliance with the provisions of the Act.

2. Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance except in case of meetings convened at a shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

3. The Company has proper Board processes.

Based on the compliances mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on records by the Board of Directors at their meeting(s), we are of the opinion that the management has:

a) adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

b) Complied with the following laws applicable to the Company:

   (i) Factories Act, 1948

   (ii) Standing Order Act, 1946

   (iii) The Industrial (Development and Regulation) Act, 1951

   (iv) The Contract Labour (Regulation and Abolition) Act, 1970,

   (v) The Child Labour (Prohibition and Regulation) Act, 1986,

   (vi) The Workmen's Compensation Act, 1923,

   (vii) The Environment (Protection) Act, 1986.

Maneesh Gupta

Place : New Delhi | FCS No. 4982

Date : May 06, 2024 | C P No. 2945

UDIN:F004982F000314821 | PR No: 2314/2022

ANNEXURE – E (Contd.)

ANNEXURE TO SECRETARIAL AUDIT REPORT

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished and representations made to us by the Company, its officers and agents, we report that the Company has during the financial year under review, complied with the provisions of the Acts, Rules made thereunder and the Memorandum and Articles of Association of the Company with regard to:

1. Maintenance of various statutory registers and documents and making necessary entries therein:
2. Contracts and Registered Office and publication of name of the Company;
3. Forms, returns, documents and resolutions required to be filed with the Registrar of Companies, Regional Director, Central Government, National Company Law Tribunal, or such other authorities;
4. Service of documents by the Company on its Members, Directors, Stock Exchanges, Auditors and Registrar of Companies;
5. Constitution of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Share Transfer/ Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and other Committee(s) of Directors;
6. Appointment, re-appointment and Retirement of Directors including Managing Director, Executive Directors, Non Executive Directors and Independent Directors and payment of remuneration to them;
7. Disclosure of interest and concerns in contracts and arrangements, shareholdings and directorships in other companies and interest in other entities by Directors;
8. Disclosure requirements in respect to Directors eligibility for appointment, declaration of their independence, compliance with code of conduct for Directors and Senior Management Personnel;
9. Establishment of a policy on Materiality and dealing with related party transactions. All transactions with related parties were in the ordinary course of business and on arms-length basis and were placed before the Audit Committee periodically;
10. Establishment of a vigil mechanism and providing to complainants, if any, unhindered access to the Chairman of the Audit Committee.
11. Constitution of the Corporate Social Responsibility Committee formulating and adopting Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company;
12. Constitution of the Risk Management Committee formulating and adopting Risk Management Policy;
13. Appointment of persons as Key Managerial Personnel;
14. Appointment and remuneration of Statutory Auditor, Secretarial Auditor and Cost Auditor;
15. Appointment of Internal Auditor;
16. Notice of meetings of the Board and Committees thereof;
17. Minutes of meetings of the Board and Committees thereof including passing of resolutions by circulations;
18. Notice convening annual general meeting held on August 22, 2023 and holding of the meeting on that date;
19. Minutes of General meeting including Postal Ballot;
20. Approval of Members, Board of Directors, Committee of Directors and government authorities, wherever required;
21. Form of Balance Sheet as at March 31, 2023 as prescribed under the Companies Act, 2013;
22. Report of the Board of Directors for the financial year ended March 31, 2023;
23. Borrowings and registration of charges;

Maneesh Gupta
FCS No. 4982
C P No. 2945
PR No: 2314/2022

Place : New Delhi
Date : May 06, 2024
UDIN: F004982F000314821

ANNEXURE – E (Contd.)

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[*Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014*]

To,
The Members,
Lumax Mannoh Allied Technologies Limited
(CIN: U35912DL2013PLC255694)
Regd. Off: 02nd Floor, Harbans Bhawan-II,
Commercial Complex, Nangal Raya,
New Delhi -110046, India

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Lumax Mannoh Allied Technologies Limited (hereinafter called "**the Company**") which is the material subsidiary of Lumax Auto Technologies Limited (A listed entity).

The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 ("**the audit period/period under review**") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made thereunder.

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder.

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.

iv. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing.

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**'): -

  a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (**Not Applicable to the Company during the Audit Period**).

  b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (**Not Applicable to the Company during the Audit Period**).

  c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable to the Company during the Audit Period**).

  d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not Applicable to the Company during the Audit Period**).

  e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not Applicable to the Company during the Audit Period**).

  f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (**Not Applicable to the Company during the Audit Period**).

  g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (**Not Applicable to the Company during the Audit Period**).

  h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**Not Applicable to the Company during the Audit Period**).

  i. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (**Not Applicable to the Company during the Audit Period**) and

  j. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Not Applicable to the Company during the Audit Period**).

ANNEXURE – E (Contd.)

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) read with the Listing agreements as entered by the Company with the Stock Exchanges (**Not Applicable to the Company during the Audit Period**).

We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least 7 (seven) days in advance except in respect of Board Meetings and Committee Meetings which were held on shorter notice, in compliance with Section 173(3) of the Companies Act, 2013 and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as per the minutes, as duly recorded and signed by the Chairman of the meeting of the Board of Directors or Committees of the Board; therefore, there were no dissenting views required to be recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company and also on the basis of examination of the compliance software/ tool installed and maintained by the Company, in our opinion, the adequate systems, processes and control mechanism exist in the Company to monitor and to ensure compliances with applicable General Laws like Labour laws, Environmental laws and with all applicable laws, rules, regulations and guidelines forming part of this report.

We further report that during the review period, no major action having a bearing on the Company’s affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. above have taken place.

For **VAPN & Associates**
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020

Ashok
Partner
ACS No: 55136 | COP No: 20599
ICSI UDIN: A055136F000329608

Date: May 08, 2024
Place: New Delhi

Note: This report is to be read with a letter of even date by the secretarial auditor, which is annexed as ‘**Annexure A**’ and forms an integral part of this report.

ANNEXURE – E (Contd.)

ANNEXURE-A

To,

The Members,
Lumax Mannoh Allied Technologies Limited
(CIN: U35912DL2013PLC255694)
Regd. Off: 02nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi -110046, India

Our Secretarial Audit Report (Form MR-3) of even date for the period from April 01, 2023 to March 31, 2024, is to be read along with this letter.

1. The Company's management is responsible for the maintenance of secretarial records and compliance with the relevant provisions of corporate and other applicable laws, rules, regulations, guidelines, and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. While forming an opinion on compliance and issuing this report:
   (a) We have considered compliance-related action taken by the Company for the period from April 01, 2023 to March 31, 2024.
   (b) We have considered compliance-related actions taken by the Company based on independent legal/professional opinion/certification obtained as complying with the law.
   (c) We have taken an overall view, based on the compliance procedures and practices followed by the Company.
5. We have not verified the correctness and appropriateness of the financial statements (including attachments and annexures thereto), financial records, and books of accounts of the Company, as they are subject to audit by the Auditors of the Company, appointed under Section 139 of the Act.
6. We have obtained and relied on the Management's representation about the compliance of laws, rules, and regulations and happening of events, wherever required.
7. Our Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020

ASHOK
Partner
ACS No: 55136 |COP No: 20599
ICSI UDIN: A055136F000329608

Date: May 08, 2024
Place: New Delhi

ANNEXURE – E (Contd.)

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[*Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014*]

To,
The Members
LUMAX INTEGRATED VENTURES PRIVATE LIMITED
G.N. 156/1, Mahalunge - Ingale, Taluka - Khed, District Pune - 410501

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **LUMAX INTEGRATED VENTURES PRIVATE LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year started from April 01, 2023 and ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the

provisions of the following list of laws and regulations. The following are our observations on the same:

i. The Companies Act, 2013 (the Act) and the Rules made there under: The Company has satisfactorily complied with the provisions of the Companies Act, 2013 and the Rules made there under and there are no discrepancies observed by us during the period under review.

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under:

    Not Applicable

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under: The Company has satisfactorily complied with the provisions of the Depositories Act, 1996.

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made hereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: The Company has satisfactorily complied with the provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and there are no discrepancies observed by us during the period under review.

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): - (Not applicable for the period under review)

    (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – **Not applicable to the Company during the year under review**

    (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **Not applicable to the Company during the year under review**

    (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable to the Company during the year under review**

    (d) The Securities and Exchange Board of India (Share based Employee Benefits and sweat equity) Regulations, 2021 - **Not applicable to the Company during the year under review**

    (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **Not applicable to the Company during the year under review**

    (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable to the Company during the year under review**.

    (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not applicable to the Company during the year under review

ANNEXURE – E (Contd.)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- Not applicable to the Company during the year under review

vi. Complied with the following other laws applicable to the Company

I further report that, as per the opinion of the officers of the Company and information provided by them, there are following specific applicable laws on the basis of activities of the Company.

(a) Factories Act, 1948

(b) The Contract Labour (Regulation and Abolition) Act, 1970

(c) The Child Labour (Prohibition and Regulation) Act, 1986

(d) The Workmen's Compensation Act, 1923

The Company has satisfactorily complied with the provisions, Regulations and Guidelines mentioned under above other Act.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India. The Company has duly complied with the Secretarial Standards for the period under review.

During the period under review the Company has complied with the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. which are mentioned above.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015: Not Applicable

During the period under review the Company has complied with the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. to the extend it was applicable to the Company under above mentioned regulation.

I further report that: -

There are adequate systems and processes in the Company commensurate with its size & operation to monitor and ensure compliance with applicable laws including general laws, labour laws etc.

The Board of Directors of the Company is duly constituted as required under the provisions of the Companies Act, 2013. During the period under review, Mr Deepak Jain (DIN: 00004972), Mr Abhinav Gera (DIN: 10061756), Mr Sunil Shantaram Koparkar (DIN: 08348489), Ms. Iwona Niec Villaire (DIN: 08331264), Mr Kevin William Baird (DIN: 06833482), Mr Arun Kumar Malhotra (DIN: 00132951) and Mr Swaran Parkash Sehgal (DIN: 02833978) were appointed as an Additional Directors with effect from March 20, 2024. Further Mr Vikas Marwah (DIN: 08705643) has resigned and ceased to be a director with effect from March 20, 2024. The Board has appointed Mr Sunil Koparkar (DIN: 08348489) as a Managing director designated as key managerial personnel of the Company for a period of 3 years effective from March 20, 2024.

Adequate notice is given to all directors about the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting. All decisions at Board Meetings were carried out with requisite majority as recorded in the minutes of the meetings of the Board of Directors.

I further report that during the audit period following major decisions, specific events/ actions have occurred which has a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.,

During the year under review, the Hon'ble National Company Law Tribunal sanctioned the scheme of Amalgamation with its subsidiary company IAC International Automotive India Private Limited (Transferor Company) and Lumax Integrated Ventures Private Limited (Transferee Company) vide order dated February 16, 2024. The appointed date for such amalgamation is March 10, 2023 and effective date of such amalgamation is March 18, 2024.

With the scheme of amalgamation is becoming effective the business of Transferor Company on a going concern basis, along with all the facilities, including factories and corporate offices, previously under the jurisdiction of Transferor Company deemed to be transferred to Transferee Company along with all the assets and liabilities

Name: KISHOR TOSHNIWAL
COMPANY SECRETARY
ACS: 26829; CP: 12564
Peer Reviewer (Unique Code) I2013MH1092700
UDIN: A026829E000362978

Date: May 22, 2024
Place: Pune

ANNEXURE – E (Contd.)

To,

The Members

LUMAX INTEGRATED VENTURES PRIVATE LIMITED

G.N. 156/1, Mahalunge - Ingale, Taluka - Khed, District Pune - 410501

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Name: KISHOR TOSHNIWAL
COMPANY SECRETARY
ACS: 26829; CP: 12564
Peer Reviewer (Unique Code) I2013MH1092700
UDIN: A026829E000362978

Date: May 22, 2024
Place: Pune

ANNEXURE – F

ANNUAL REPORT ON CSR ACTIVITIES FOR FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014]

A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs

The Company through its CSR initiatives is committed to enhance the socio-economic development of communities in the vicinity of the plant locations.

CSR activities of Lumax Auto Technologies Limited are carried out on its own or through its CSR arm - Lumax Charitable Foundation.

Lumax Charitable Foundation, has been facilitating social initiatives over the years focusing on the SDGs – Good Health and Quality Education. The Vision of the Foundation focusses on its endeavour to transform lives of children, youth and the elderly to have a better future and eternal hope.

The mission translates to - Provide education, life skills and health in communities around Company's plant locations for a better and healthy life. Some of the major highlights over the years are:

- Transforming youth through Career Counselling
- Working towards Junior and Senior Life Skills sessions
- Providing beyond school learning experiences
- Focus on the good health of the communities and students

At a fundamental level, Lumax believes it is important to provide education to ensure that people have the baseline skills – literacy, numeracy - to survive in the world. Education also gives them the ability to communicate, complete tasks and work along with others. It is a powerful tool that empower individuals who in turn build better communities.

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website and the web link for the same is https://www.lumaxworld.in/lumaxautotech/downloads/CSR-policy-latl.pdf

1. **Composition of CSR Committee:**

S. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr Roop Salotra	Chairman/Independent Director	2	2
2.	Mr D.K. Jain	Member/Executive Chairman	2	2
3.	Mr Deepak Jain	Member/Non-Executive Director	2	2

2. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.**

   https://www.lumaxworld.in/lumaxautotech/corporate-social-responsibility.html

3. **Provide 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.**

   Not Applicable. However, the Company conducted Impact Assessment on Voluntary Basis.

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:** Nil

5. **Average net profit of the Company as per section 135(5).** ₹ 6,856.33 Lakhs

6. (a) **Two percent of average net profit of the Company as per section 135(5).** ₹ 137.13 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:** ₹ 17.03 Lakhs

   (d) **Total CSR obligation for the financial year (6a+6b-6c).** ₹ 120.10 Lakhs

ANNEXURE – F (Contd.)

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

Total Amount Spent for the Financial Year (₹ in Lakhs)	Amount Unspent (₹ in Lakhs)				
	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
144.27	-	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (₹ in Lakhs)	Amount spent in the current financial Year (₹ in Lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in Lakhs)	Mode of Implementa tion - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
Nil												

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (Amt. in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	Integrating Migrant students into mainstream education	Quality Education	Yes	Haryana	Gurugram	10,00,000	No	Lumax Charitable Foundation	CSR00001955
2	Life Skill for Adolescents	Quality Education	Yes	Haryana Maharashtra	Rewari, Gurugram, Mewat Pune	10,94,798	No	Lumax Charitable Foundation	CSR00001955
3	Life Skill/STEAM Education	Quality Education	Yes	Haryana	Gurugram	18,00,000	No	Lumax Charitable Foundation	CSR00001955
4	Career Counselling	Quality Education	Yes	Haryana Maharashtra	Rewari, Gurugram, Mewat Pune	15,00,000	No	Lumax Charitable Foundation	CSR00001955
5	Girl Child Education	Quality Education	Yes	Haryana	Gurugram and Rewari	9,60,000	No	Lumax Charitable Foundation	CSR00001955
6	Infrastructure	Quality Education	Yes	Haryana Uttarakhand	Rewari Pantnagar	17,23,272	No	Lumax Charitable Foundation	CSR00001955
7	"Usha-Ki-Kiran" Scholarship	Quality Education	Yes	Haryana Maharashtra	Gurugram, Rewari, Mewat Pune	13,72,290	No	Lumax Charitable Foundation	CSR00001955
8	Learning Aids	Quality Education	Yes	Haryana Uttarakhand Karnataka	Gurugram Pantnagar Bengaluru	12,17,908	No	Lumax Charitable Foundation	CSR00001955
9	Eye Screening and Free Cataract Surgeries	Good Health	Yes	Haryana	Rewari, Gurugram and Mewat	6,30,420	No	Lumax Charitable Foundation	CSR00001955
10	Cancer Awareness and detection camps	Good Health	Yes	Haryana	Rewari, Gurugram and Mewat	7,47,239	No	Lumax Charitable Foundation	CSR00001955
11	Juvenile Diabetes patients	Good Health	Yes	Maharashtra	Pune	8,00,000	No	Lumax Charitable Foundation	CSR00001955

ANNEXURE – F (Contd.)

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (Amt. in ₹)	Mode of implementation on - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
12	"Drishti" Project	Good Health	Yes	Maharashtra	Pune	4,94,450	No	Lumax Charitable Foundation	CSR00001955
	Total					1,33,40,377			

(d) **Amount spent in Administrative Overheads:** ₹ 7,14,000

(e) **Amount spent on Impact Assessment, if applicable:** ₹ 3,72,290

(f) **Total amount spent for the Financial Year** (7b+7c+7d+7e): ₹ 1,44,26,667

(g) **Excess amount for set off, if any:**

Sl. No.	Particular	Amount (₹ in Lakhs)
(i)	Two percent of average net profit of the Company as per section 135(5)	137.13
(ii)	Total amount spent for the Financial Year	144.27
(iii)	Excess amount spent for the financial year [(ii)-(i)]	7.14
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	17.03
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	24.17

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

S. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in Lakhs)	Amount spent in the reporting Financial Year (₹ in Lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (In ₹)
				Name of the Fund	Amount (in ₹)	Date of Transfer	
Nil							

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ in Lakhs)	Amount spent on the project in the reporting Financial Year (₹ in Lakhs)	Cumulative amount spent at the end of reporting Financial Year. (₹ in Lakhs)	Status of the project - Completed /Ongoing.
Nil								

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

Vikas Marwah
(Chief Executive Officer)
Date: May 27, 2024

Roop Salotra
(Chairman CSR Committee)
Date: May 27, 2024

ANNEXURE – G

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

(Pursuant to Section 134(3)(m) of the Companies Act, 2013 and forming part of Directors' Report for the year ended March 31, 2024)

(A) CONSERVATION OF ENERGY

We as a Lumax Auto Technologies Limited are Committed towards the implementation of Energy conservation practices in an efficient and responsible manner to reduce waste and save resources, by Source graining, Conversion by Technology and Reduction of consumption by Energy efficient projects. We are achieving it through various methods such as using energy-efficient appliances, reducing unnecessary energy usage, and promoting renewable energy sources.

The benefits of energy conservation include lower energy bills, reduced **greenhouse gas emissions**, and **preservation of natural resources**. Energy conservation is an important strategy for **addressing climate change** and reducing dependence on non-renewable energy sources. This indeed helping us in the lesser **dependence on non-renewable energy sources**, which are finite and subject to price fluctuations. Promoting renewable energy sources and reducing waste is also ensuring us a more stable and secure energy supply.

Energy management is becoming an increasingly important aspect of **corporate social responsibility**. By managing energy use and promoting sustainability, organizations can demonstrate their commitment to environmental stewardship and social responsibility.

Some of the key Steps taken and their impact on conservation of energy are as below:

We as a Lumax Auto Technologies Limited are also working on Energy conservation activities for our plants and controlling the usage of power consumption through our different initiative for these plants. Some areas are highlighted below where we have taken the Initiatives to reduce the energy consumption.

1. Optimization of Compressed Air usage in Plants

1. **Controlling of Air leakage losses** and implementation of air leakage register to monitor the air losses
2. Creation of SOP for identification of **Air Leakage Test and FAD Test** for compressor efficiency calculation
3. Reduction in **Generation pressure** of compressor by arresting air leakage points
4. Bifurcation of Compressed air line depending upon pressure requirement
5. Installation of Zero Drain Valve at receiver End

2. Optimizating the Performance of Pumping system

1. Replacement of higher capacity pump with energy efficient Pump
2. Use of **VFD to optimize the Pump Performance**
3. Replacement of **Chiller water Pump with Energy Efficient Water Pump**

3. Optimizing the Power Factor

1. Installation of Smart Panel (APFC) to maintain Power Factor

4. Power Saving from Technology Change

1. Conversion of Pneumatic Door with Electric Door in Molding machine
2. Use of Energy Efficient Blower in place of Old Conventional vacuum Blower
3. Interlocking of Machine Door
4. Replacement of Old conventional **mica band heaters with IR heater** in injection molding machine
5. Replacement of **conventional fan to BLDC fan**

5. Harnessing the Renewable Energy

5.1 Installation of Solar Roof top

a) The organization has installed solar roof top panels to harness Solar Energy in following location

Sl. No.	Plant	Capacity (kWp)	Mode of Implementation
1	Pantnagar	596	Opex
2	Manesar	225	Opex
3	Pune*	908	Opex
4	Bengaluru	746	Opex
	Total	**2,475**	

* including its subsidiary companies.

ANNEXURE – G (Contd.)

b) The Organization also focus on utilizing the Solar Park model to fulfill the excess demand

Sl. No.	Plant	Capacity (kWp)	Mode of Power
1	Bengaluru	3,500	Group Captive
	Total	**3,500**	

Total **approximately 2.47 MW** of solar roof top panels & use of **Solar Park Capacity of 3.50 MW** from External power producing company for harnessing the solar energy, wind energy and solar Farm to run our plant to satisfy the need of current requirement. Use of Green Power also help us to mitigate the effect of greenhouse emission to some extent.

5.2 Use of Green Power to Mitigate our Demand of Energy

The organization is in discussion with various power producers who are physically present in group captive mode for **more use of renewable energy to mitigate the excess demand of Energy** and we are working for our Pune, Haryana & Bengaluru Region to reduce the energy cost along with reduction of the carbon footprint.

a. Implementation of Online Energy Monitoring System – Way Forward

Metering and Sustenance of Energy data is primary requirement which can be tracked, and monitored easily via Online monitoring system as it captures the real time data to carry out pain area for energy usage. It helps us to Do the Data analysis and prediction of Power consumption trend.

Further we are Planning to inter-link of Plant Energy Data with corporate Dashboard to have real time monitoring of Energy consumption Data.

(B) TECHNOLOGY ABSORPTION

The Company is strongly focusing on developing new technologies locally, New JVs were formed to localize the upcoming product technologies in India which are driven through emission and regulations framework outlined by the India Government.

Growth Drivers:-

1) Focus on Developing New Technologies for Existing JV's along with strong push for localization
2) Introducing New Product categories which are EV agnostic through New JV's with prime focus on improving the top line growth
3) Maintaining Single Source Position with Major OEM's Capitalizing JV Partners Strengths for Introducing Cutting Edge Technology
4) To be self reliant, strong focus on developing In-house R&D to captilizing growing OEMs demands

Key Focus Areas: Sensors & Switches, Telematics, Light Weighting Technologies, Connectivity

Shifting from standard product category to electronics focus with strategic intend to enhance localization to be self reliant suppliers

RESEARCH & DEVELOPMENT

Expenditure on Research & Development

(₹ in Lakhs)

(i)	Capital	-
(ii)	Recurring	74.69
	Total	**74.69**
(iii)	Total R & D Expenditure as a percentage of Total Turnover	0.06%

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows during the year is ₹ 1,171.19 Lakhs and the Foreign Exchange outgo during the year in terms of actual outflows is ₹ 2,269.30 Lakhs.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Place: New Delhi
Date: August 10, 2024

Business Responsibility & Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L31909DL1981PLC349793
2	Name of the Listed Entity	Lumax Auto Technologies Limited (LATL)
3	Year of incorporation	1981
4	Registered office address	2nd Floor, Harbans Bhawan-II Commercial Complex, Nangal Raya, New Delhi - 110 046
5	Corporate address	Plot No. 878, Udyog Vihar, Phase V, Gurugram - 122 016, Haryana, India
6	E-mail	contactbrsr.latl@lumaxmail.com
7	Telephone	0124-4760000
8	Website	https://www.lumaxworld.in/lumaxautotech
9	Financial year for which reporting is being done	April 01, 2023 - March 31, 2024
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited and National Stock Exchange of India Limited
11	Paid-up Capital	₹ 13,63,15,410
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr Pankaj Mahendru Telephone: 0124-4760000 E-mail : contactbrsr.latl@lumaxmail.com
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Unless otherwise stated, the disclosure under this report have been made on a consolidated basis i.e. LATL and its Subsidiaries (The Entity).
14	Name of assurance provider	Not applicable as per the SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated July 12, 2023.
15	Type of assurance obtained	Not applicable as per the SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated July 12, 2023.

II. Products/services

16 Details of business activities (accounting for 90% of the turnover):

	Description of main activity	Description of business activity	% of turnover of the entity
1	Manufacturing	• Advanced Plastics, which includes IAC product portfolio along with lighting, emission and moulding products. • Structure and Control systems domain, which includes the metallic and transmission products. • The Mechatronics, that includes the electronics, sensors and the telematics components.	82%
2	Trading of automobile parts/components	Sale of various automotive parts and components of PV, CV and two/three-wheelers.	14%
3	Mould and tool sale	Sale of various automotive mould and tools for PV, CV and two/three-wheelers parts.	2%
4	Sale of services & others	In addition to service of sold product, the Entity offer mould services and job work for parts used in passenger vehicles (PV), commercial vehicles (CV), and two/three-wheelers.	2%

*These details are in line with Form No. MGT-7 prescribed by MCA

17 Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Product/service	NIC Code	% of total Turnover contributed
Plastic moulded parts	22207	45%
Trading of accessories	45402	14%
Gear shifter	29301	12%
Frame chassis	29103	8%
Automotive emission systems	29301	6%
Automotive lighting	2740	5%
Seat structures	29302	2%

III. Operations

18 Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	26	4	30
International	-	-	-

19 Markets served by the entity:

a. Number of locations

National (No. of states)	International (No. of countries)
28*	7

*Includes Union Territories

Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Exports account for 2.41% of the Entity's total turnover.

c. A brief on types of customers

With over four decades of experience in serving the two, three, and four-wheeler segments, the Entity primarily operates through a Business-to-Business (B2B) model, focusing on Original Equipment Manufacturers (OEMs). The Entity's impressive client roster includes esteemed companies such as Mahindra & Mahindra, Bajaj Auto Limited, Honda Motors, Maruti Suzuki, Tata Motors, Toyota Kirloskar, VW, and among others.

IV. Employees

1 Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	EMPLOYEES					
1	Permanent (D)	1,472	1,404	95.38%	68	4.62%
2	Other than permanent (E)	1	-	-	1	100%
3	**Total employees (D + E)**	**1,473**	**1,404**	**95.32%**	**69**	**4.68%**
	WORKERS					
4	Permanent (F)	754	717	95.09%	37	4.91%
5	Other than permanent (G)	6,878	5,691	82.74%	1,187	17.26%
6	**Total Workers (F + G)**	**7,632**	**6,408**	**83.96%**	**1,224**	**16.04%**

b. Differently abled Employees and workers:

S. no.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	DIFFERENTLY ABLED EMPLOYEES					
1	Permanent (D)	1	1	100%	-	-
2	Other than permanent (E)	-	-	-	-	-
3	**Total differently abled employees (D + E)**	**1**	**1**	**100%**	-	-
	DIFFERENTLY ABLED WORKERS					
4	Permanent (F)	-	-	-	-	-
5	Other than permanent (G)	11	6	54.55%	5	45.45%
6	**Total differently abled workers (F + G)**	**11**	**6**	**54.55%**	**5**	**45.45%**

21 Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of females	
		No. (B)	% (B / A)
Board of Directors	9	1	11.11%
Key Management Personnel	5	0	0%

22 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	FY 2023-24 (Turnover rate in current FY)			FY 2022-23 (Turnover rate in previous FY)			FY 2021-22 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	17.83%	41.86%	18.95%	22.24%	46.34%	23.44%	20.48%	37.50%	21.46%
Permanent workers	18.39%	33.33%	18.98%	23.85%	77.78%	25.70%	30.33%	105.56%	33.00%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23 (a) Names of holding/subsidiary/associate companies/joint ventures

S. no.	Names of the holding/subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/ subsidiary/ associate/joint venture	% of shares held by Listed entity	Does the entity indicated at column A, participate in the business responsibility initiatives of the listed entity? (Yes/No)
1	Lumax Mannoh Allied Technologies Limited	Subsidiary	55	Yes
2	IAC International Automotive India Private Limited (IAC) (Formerly known as Lumax Integrated Ventures Private Limited)*	Subsidiary	75	Yes
3	Lumax Cornaglia Auto Technologies Private Limited	Subsidiary	50	Yes
4	Lumax Management Services Private Limited	Subsidiary	100	Yes
5	Lumax FAE Technologies Private Limited	Subsidiary	84	Yes
6	Lumax Jopp Allied Technologies Private Limited	Subsidiary	50	Yes
7	Lumax Yokowo Technologies Private Limited	Subsidiary	50	Yes
8	Lumax Alps Alpine India Private Limited	Subsidiary	50	Yes
9	Lumax Ituran Telematics Private Limited	Subsidiary	50	Yes
10	Lumax Ancillary Limited	Subsidiary	100	Yes
11	Lumax Resources Private Limited	Subsidiary	100	Yes

*Earlier Lumax Integrated Ventures Private Limited (LIVE) was a wholly owned subsidiary of the Company and IAC International Automotive India Private Limited was a subsidiary Company of LIVE and was recognized as a material and step down subsidiary of the Company.

During FY 2023-24, the Scheme of Amalgamation was filed with Hon'ble National Company Law Tribunal (NCLT) for the Merger between IAC International Automotive India Private Limited (Transferor Company) and Lumax Integrated Ventures Private Limited (Transferee Company). The Scheme was approved by the Hon'ble NCLT vide its order dated February 16, 2024. The certified copy of the order was filed with Registrar of Companies (ROC) on March 18, 2024 and consequently the Transferor Company was dissolved without being wound up w.e.f. March 18, 2024 (Effective Date). Consequent to the Scheme becoming effective, the name of Lumax Integrated Ventures Private Limited was changed to IAC International Automotive India Private Limited on June 07, 2024.

VI. CSR Details

24 (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No)

Yes

(ii) Turnover (in ₹)

₹ 2,82,173.58 Lakhs

(iii) Net worth (in ₹)

₹ 78,960.89 Lakhs

VII. Transparency and Disclosures Compliances

25 Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance redressal mechanism in place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2023-24 (Current financial year)			FY 2022-23 (Previous financial year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	No	NIL	NIL	-	NIL	NIL	-
Investors (other than shareholders)	No	NIL	NIL	-	NIL	NIL	-
Shareholders*	Yes	3	NIL	-	NIL	NIL	-
Employees and workers	Yes	1	1	Not maintainable complaint	NIL	NIL	-
Customers	Yes	190	NIL	-	75	NIL	-
Value chain Partners	No	NIL	NIL	-	NIL	NIL	-
Other (please specify	-	-	-	-	-	-	-

All complaints were resolved within the respective quarters.

*While there is no specific policy for shareholder grievance redressal, information on online resolution of disputes in the Indian securities market through the Online Dispute Resolution (ODR) portal is available on the Entity's website. Link: https://www.lumaxworld.in/lumaxautotech/online-dispute-resolution.html

The Entity's stakeholders include customers, suppliers, employees/workers, business partners, the Board of Directors, promoters, government entities, institutions/industry bodies, the community, society, and investors. The Entity has a robust grievance redressal mechanism with various policies and procedures in place across all operations. For instance, it has a well-defined Vigil Mechanism/Whistle Blower Policy, an Anti-Bribery Policy, and a Policy on Prevention of Sexual Harassment of Women at the Workplace for all female employees, which allows for the expression of concerns and grievances. Additionally, there is an escalation matrix for addressing the grievances of the Entity's productive suppliers, while the Legal and Secretarial Department manages grievances of other stakeholders.

26 Overview of the entity's material responsible business conduct issues.

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

Opportunity | Risk

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity
1.	Waste Management	Opportunity, Risk	**Opportunity** 1. To enhance operational efficiency and reduce costs. 2. To generate additional revenue streams and improve environmental footprint **Risk** 1. Initial investments and operational adjustments may temporarily impact profitability and operational efficiency. 2. Overcoming technological barriers requires strategic planning and resource allocation.
2.	Water Management	Opportunity, Risk	**Opportunity:** Responsible environmental stewardship, corporate sustainability goals **Risk:** As freshwater sources deplete, their critical role in the Entity's operations—such as production and cooling systems—becomes increasingly vital. The risk of water shortages or contamination can severely disrupt operations, making effective water management essential.
3.	Energy Management	Risk, Opportunity	**Opportunity:** 1. To reduce dependency on non- renewable energy sources. 2. To enhance operational resilience, reducing downtime risk. 3. To meet stakeholder expectations and support environmental Stewardship. 4. To educate employees and create awareness. **Risk:** 1. Dependence on new technologies for energy management may cause reliability issues, maintenance costs, and potential compatibility challenges with existing systems. 2. Initial investments and operational adjustments may temporarily impact profitability.

In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
Adaptation/mitigation measures: 1. Strategic Investment Planning 2. Adaptive Compliance Strategy 3. Technology and Innovation Adoption. 4. Continuous Improvement and adaptation.	**Positive Implications:** Implementing robust waste management practices allows the Entity to streamline operations, reduce costs, and enhance resource efficiency. This ensures compliance with regulations and strengthens the Entity's reputation as a responsible corporate citizen. This commitment fosters innovation and new revenue streams through initiatives in recovery and recycling. **Negative Implications:** Upgrading facilities and implementing new waste management technologies can require significant upfront investments. Depending on the complexity of waste types involved, the Entity may require specialized knowledge for effective waste management.
Adaptation/Mitigation Measures: 1. Conduct thorough evaluations to identify potential water-related risks and vulnerabilities within operations. 2. Expanding water-saving equipment and technologies & wastewater treatment facilities. 3. Regular Maintenance and Monitoring 4. Exploring alternative water sources such as rainwater harvesting and greywater reuse to meet operational needs.	**Positive Implications:** 1. Implementing efficient water management practices can lead to significant cost savings by reducing water consumption, minimizing wastewater treatment costs, and optimizing operational processes. 2. Helps to mitigate financial risks associated with water scarcity & potential disruptions to operations due to water-related issues. **Negative Implications:** Water shortages or contamination can halt production processes, leading to costly downtime, delays, and reduced output. Prolonged operational disruptions due to these issues can further elevate expenses.
Adaptation/Mitigation Measures: 1. Thorough assessment to identify potential risks during the pre-implementation phase. 2. Phased approach & smaller scale implementations before full-scale deployment.	**Positive Implications:** 1. Effective energy management leads to significant cost savings over time through reduced energy consumption. 2. Commitment to energy efficiency and sustainability strengthens investor, customer, relationships, potentially boosting brand loyalty, and financial performance. 3. Reducing reliance on non-renewable energy helps to avoid energy price volatility and supply disruptions, ensuring stable operational costs. **Negative Implications:** Upfront investments and Initial costs associated with energy management initiatives can be substantial.

Opportunity Risk

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity
4.	GHG Emissions		**Opportunity:** Advancing environmental stewardship and achieving corporate sustainability goals **Risk:** Addressing Scope 3 greenhouse gas (GHG) emissions throughout the value chain, in collaboration with partners, presents significant challenges.
5.	Occupational Health and Safety		**Opportunity :** 1. To create a safer, more efficient workplace and enhance organizational resilience. 2. To prevent Risks & safety Incidents **Risk:** 1. Poor occupational health and safety (OHS) practices can lead to workplace accidents, injuries, and health issues, severely impacting employee well-being and productivity. These incidents not only affect individual employees but can also disrupt operations, halt production, and cause significant delays.
6.	Employee Wellbeing		**Opportunity :** 1. Improves employee morale, satisfaction, and retention. 2. Enhances employee engagement & motivation and fosters a positive work environment
7.	Customer Satisfaction		**Opportunity :** 1. Repeat business and loyalty 2. Customer retention 3. Operational efficiency

	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
	Adaptation/Mitigation Measures: 1. Transparent communication and collaboration with suppliers 2. Effective data collection and management system to be in place for comprehensive data gathering from diverse suppliers. 3. Education & training programs to foster a culture of sustainability throughout the supply chain. 4. Regular monitoring and review mechanisms to ensure compliance and continuous improvement.	**Positive Implications:** 1. Calculating Scope 3 emissions leads to potential cost savings and improved operational efficiency within the supply chain. 2. Collaborating with suppliers on sustainability goals can foster stronger partnerships potentially leading to increased trust, and long-term financial benefits. **Negative Implications:** 1. Ensuring the accuracy of Scope 3 emissions data can be costly requiring investments in data collection and management systems. 2. Effectively engaging suppliers in the emissions calculation process may require additional resources & training.
	Adaptation/Mitigation Measures: 1. Regular training for employees on safety procedures and protocols. 2. Developing emergency response plans to adapt to unexpected incidents 3. Create and enforce comprehensive safety policies. 4. Conduct Regular Safety Audits	**Positive Implications :** 1. Lower accident rates lead to fewer downtime incidents, reducing costs associated with injuries. 2. Improved safety practices can result in reduced insurance premiums leading to direct financial savings. 3. Higher employee morale and retention rates decrease turnover costs. **Negative Implications:** 1. OHS practices, if not implemented effectively can lead to unexpected financial losses (eg. penalties for non-compliance) 2. Maintenance and Upkeep Costs of Safety equipment and facilities. 3. Employee dissatisfaction leads to reduced productivity.
	-	**Positive Implications:** Prioritizing employee well-being enhances productivity, and nurtures a positive workplace culture for the Entity. This helps in talent attraction, improved productivity, and lower turnover costs, mitigating risks associated with absenteeism. While initial investments and ongoing operational costs are considerations, the long-term financial gains include improved efficiency, lower healthcare expenses, and strengthened stakeholder trust.
	-	**Positive Implications:** Customer satisfaction is pivotal for us, yielding numerous positive outcomes such as repeat business, enhanced loyalty, and streamlined marketing efforts. However, we acknowledge that neglecting customer satisfaction can lead to increased operational costs from handling issues such as complaints and returns. Thus, maintaining high levels of customer satisfaction is always a top priority.

Opportunity Risk

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity
8.	DEI	Opportunity, Risk	**Opportunity:** 1. A culture of innovation and creativity, leading to new perspectives and ideas that drive product development. 2. Improved customer engagement and market differentiation. **Risk:** Poorly executed DEI efforts may inadvertently create a negative impact on teamwork and collaboration.
9.	R&D	Opportunity	**Opportunity :** R&D and innovation are essential for developing superior products and can potentially help create innovative solutions, increase efficiency and reduce environmental impact.
10.	CSR	Opportunity	**Opportunity :** Engaging in Corporate Social Responsibility (CSR) initiatives can help enhance community relations by demonstrating our commitment to responsible corporate citizenship.
11.	Code of Conduct	Opportunity	**Opportunity :** The Code of Conduct of a business enhances corporate governance and ethical standards, mitigates risks, improves operational efficiency, and strengthens stakeholder relationships.
12.	Regulatory Compliance	Opportunity, Risk	**Opportunity:** Regulatory compliance is critical for industry's strict safety, environmental, and quality standards. Maintaining regulatory compliance ensures the Entity avoids costly fines, penalties, and legal fees associated with non-compliance. **Risk:** Non-compliance or regulatory violations can damage the Entity's reputation, leading to customer distrust along with fees & penality costs. This can negatively impact revenue and long-term sustainability.

In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
Mitigation measures: 1. Impart mandatory training on DEI principles, unconscious bias, and respectful workplace practices for all employees. 2. Develop and communicate clear DEI policies, guidelines, and procedures.	**Positive Implications :** 1. Embracing DEI initiatives brings diverse perspectives and can lead to better problem-solving and product development. 2. A strong DEI focus helps attract and retain a broader range of talent improving overall workforce quality **Negative Implications:** 1. Developing and maintaining DEI programs may require significant investments in training, policy development, and monitoring. 2. Poorly implemented DEI initiatives can backfire, leading to damage to the company's reputation if perceived as insincere or ineffective.
-	**Positive Implications:** Investing in Research and Development (R&D) is essential for the Entity, providing opportunities to innovate products, enhance customer satisfaction, improve cost efficiency, and adopt new technologies. These initiatives position the Entity as a progressive and trusted partner for its customers.
-	**Positive Implications:** Engaging in social responsibility initiatives strengthens the organization's ties with the community, promoting collaboration and mutual prosperity. Thes efforts have a positive impact on the community, fostering goodwill and deepening loyalty.
-	**Positive Implications:** Establishing and adhering to a robust Code of Conduct enhances the company's reputation as a trustworthy and ethical organization, leading to increased customer loyalty and improved brand perception. Clear guidelines and ethical standards reduce legal risks. Also, a well-defined Code of Conduct fosters a positive work environment.
Mitigation Measures: 1. Compliance monitoring and audits 2. Employee training and Awareness 3. Engagement with regulatory authorities 4. Regular risk assessments	**Positive Implications:** 1. Proactively managing regulations minimizes the risk of fines, penalties, and legal issues, safeguarding the Entity's financial health 2. Commitment to regulatory compliance builds trust with investors, customers, and regulators, strengthening relationships 3. Compliance ensures the Entity operates legally, providing a solid foundation for sustainable, long-term growth **Negative Implications:** 1. Failing to meet regulations can lead to fines, lawsuits, and financial penalties. 2. Non-compliance can damage the Entity's reputation and potential revenue loss.

Opportunity Risk

S. no.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity
13.	Risk & Crisis Management	Opportunity	**Opportunity :** 1. To strengthen resilience against potential disruption. 2. Pre-planning and anticipating risks not only mitigates potential threats but also positions the Entity as reliable and prepared.
14.	Data Security	Risk, Opportunity	**Opportunity:** A secure data system reduces the risk of cyberattacks, minimizing downtime and maintaining productivity. **Risk:** Keeping up with evolving standards and continuously monitoring & updating security protocols can be complex and resource intensive.
15.	Sustainable Procurement	Risk, Opportunity	**Opportunity:** Commitment towards corporate sustainability goals. **Risk:** Ensuring that all suppliers meet sustainability criteria can complicate supply chain management.
16.	Stakeholder Management	Opportunity	**Opportunity :** 1. Building trust and positive relationships with stakeholders 2. Engaging stakeholders in decision-making processes and addressing their concerns help mitigate risks.

In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
-	**Positive Implications :** Effective risk and crisis management strategies mitigate financial losses, enhance resilience, lower insurance costs, and bolster investor confidence. Proactive measures like risk assessments, crisis planning, training, and transparent communication ensure readiness, safeguarding reputation and operational continuity.
Mitigation measures: 1. To conduct regular security audits and ensure continuous monitoring to detect and address vulnerabilities promptly. 2. To organize training programs to ensure employees are aware of security protocols and can recognize potential threats	**Positive Implications:** 1. Effective data security boosts customer confidence leading to greater loyalty and repeat business. 2. A strong track record in data security improves the Entity's reputation, strengthening brand credibility. 3. Data security measures enhance overall operational efficiency and reliability **Negative Implications:** Implementing and maintaining robust data security measures requires continuous investment in technology and can be resource intensive.
Mitigation Measures: 1. Improve close relationships with suppliers to ensure alignment on sustainability goals and practices. 2. Provide training and support to suppliers to help them to meet standards. 3. Conduct regular audits of suppliers to ensure compliance with sustainability standards 4. Incorporate sustainability requirements into contracts and Service Level Agreements (SLAs) with clear expectations and consequences for non- compliance	**Positive Implications:** 1. Sustainable procurement improves resource use and reduces waste, boosting overall operational efficiency. 2. Sustainable procurement enhances competitive advantage, potentially increasing profits. **Negative Implications:** 1. Sustainable practices can add complexity to the supply chain, needing more coordination and management. 2. Challenges need strong supplier collaboration, cost control, and technology investments.
-	**Positive Implications:** Stakeholder management is crucial for maintaining customer satisfaction, attracting investors, and fostering community relations. By prioritizing effective communication, transparency, and responsiveness to stakeholder needs, the Entity can optimize financial performance, mitigate risks, and capitalize on growth opportunities in a competitive market environment.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

S. no	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Policy and management processes									
1	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c. Web Link of the policies, if available	The policies mandated by the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, can be accessed on the Company's website: https://www.lumaxworld.in/lumaxautotech/policies.html Other internal policies are available within the Entity and are not accessible to the public.								
2	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes, some of the Entity policies such as Vigil Mechanism/Whistleblower Policy are extended to Entity's value chain partners.								
4	Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	• IATF 16949:2016 (Automotive Quality Management System) • ISO 14001:2015 (Environment Management System) • ISO 45001:2018 (Occupational health and safety management systems) • ISO 27001:2022 (Information security management systems) • ISO 50001:2018 (Energy management) • ISO 9001:2015 (Quality management system (QMS))								
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Entity has developed an ESG Roadmap with clear commitments, goals, targets, and identified Environmental and Social KPIs. The following targets were set at the end of FY 2023-24 with a timeline of three years. 1. Waste Management as per 3'R 2. Water Neutral 3. To source 100% of energy requirement through Renewable Sources (by FY2027-2028). 4. Zero Fatality 5. Employee survey, Employee redressal mechanism 6. To increase females by 25% in total workforce. 7. Zero Tolerance towards violation of Code of Conduct 8. To implement Customer Satisfaction Survey and score, customer complaints redressal mechanism. 9. 100% mitigation of identified risks 10. Zero data security breaches. 11. 100% adherence to the Sustainable procurement policy.								

S. no	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met	The Entity has developed a strategic plan aimed at achieving specific commitments, goals, and targets for the upcoming years. This plan outlines proactive measures and initiatives to be undertaken. The Entity is focused on executing this new plan effectively, with the goal of achieving the desired outcomes and enhancing performance in the forthcoming reporting periods.								
	Governance, leadership, and oversight									
7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	Lumax's long-term strategy is grounded in ESG principles, which emphasize creating value for stakeholders, including people, communities, and the planet. For Lumax, ESG is about making a meaningful impact rather than merely meeting criteria. The entity is dedicated to people, communities, and the planet, and as the leading global provider of automotive lighting, Lumax's mission and core values guide its actions and help it stay focused on what matters most. The Board of Directors has approved a three-year ESG roadmap and strategy. Achievements and objectives related to ESG are detailed in the ESG section of this Annual Report.								
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr Sanjay Mehta, the Director of the Company, is responsible for implementation and oversight of the business responsibility policies. Name: Mr Sanjay Mehta Designation: Director DIN: 06434661 Telephone: 0124-4760000 E-mail : contactbrsr.latl@lumaxmail.com								
9	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	No specified Committee of the Board has been formed to handle sustainability-related issues. However, Mr Sanjay Mehta, Director, is responsible for decision-making on sustainability-related issues. Name: Mr Sanjay Mehta Designation: Director DIN: 06434661 Telephone: 0124-4760000 E-mail : contactbrsr.latl@lumaxmail.com								

10 Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/ Committee of the Board/ Any other Committee									Frequency (Annually/half yearly/ quarterly/any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes, the Company's policies are regularly evaluated by the Department Heads, Business Heads, and Executive Directors to assess their efficacy and implement any necessary modifications. This process ensures updated procedures are promptly enacted to maintain the relevance and effectiveness of the policies.									Need-based								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Entity is fully compliant with all statutory requirements relevant to the Principles. Any instances of non-compliance will be promptly and effectively addressed by the Board.									Need-based								

		P1	P2	P3	P4	P5	P6	P7	P8	P9
11	Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	No, the Entity has not carried out any independent assessment/ evaluation of the workings of its policies by an external agency.								

		P1	P2	P3	P4	P5	P6	P7	P8	P9
12	If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:									
	The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
	The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
	The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
	It is planned to be done in the next financial year (Yes/No)									
	Any other reason (please specify)									

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

PRINCIPLE 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1 Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	2	Sustainability Awareness	100%
Key Managerial Personnel	2	- Sustainability Awareness - Corporate Governance	100%
Employees other than BoD and KMP	80	• POSH Awareness • ESG & Sustainability • GHG Accounting (Carbon Emission Assessment) • Technical Updates (Accounting, Auditing & Relevant Regulatory) • Prohibition of Insider Trading & Awareness Session • New Policies & Guidelines • SAP Module Trainings • Fire Safety Training • Budget Meeting-Functional Training • Sessions on Goal Setting • Cyber Security Awareness & Training Program • Quality Function Development (QFD) Awareness Sessions • Low-Cost Automation-Supplier Capability Building-Training Announcements • Training to Managers on Performance Management System (PMS) • MS Excel Training • Training on ISO 50001: 2018	43.27%

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Workers	31	**Health and safety awareness:** - Health Trainings - Yoga Sessions - Safety Trainings - Fire Trainings **Skill Upgradation:** - MS Excel **POSH Awareness**	65.12%

2 Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format.

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure obligations) Regulations, 2015 and as disclosed on the entity's website):

	Monetary				
	NGRBC principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In ₹)**	**Brief of the case**	**Has an appeal been preferred? (Yes/No)**
Penalty/fine	Principle 4	Collector of Stamps (Karol Bagh), Office of The Sub-divisional Magistrate (Karol Bagh), Government of NCT of Delhi	1,49,271	There was a delay in submitting the application with the Office of the Sub-divisional Magistrate (Karol Bagh), Government of NCT of Delhi, concerning the Amalgamation Order passed by the Hon'ble National Company Law Tribunal, Delhi Bench, for the merger of Lumax Metallics Private Limited (Transferor Company) into Lumax Auto Technologies Limited (Transferee Company). Consequently, an Order dated March 06, 2024, directed the payment of stamp duty of ₹ 14,92,710/- and penalty of ₹ 1,49, 271/- aggregating to ₹ 16,41,981/- was passed, for which the Company had made the payment.	No

	Monetary				
	NGRBC principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In ₹)	Brief of the case	Has an appeal been preferred? (Yes/No)
Settlement	Nil				
Compounding fee	Nil				

	Non-monetary			
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	Nil			
Punishment	Nil			

3 Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case details	Name of the regulatory/enforcement agencies/judicial institutions
There were no cases where monetary or non-monetary actions have been appealed.	

4 Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Entity has an Anti-Corruption and Bribery Policy. The Entity is committed to upholding high standards of business conduct and corporate governance, adhering to a zero-tolerance approach towards bribery and corruption. This policy establishes robust procedures to prevent any involvement in bribery, corruption, or facilitation payments. It is mandatory for all employees and business partners working on behalf of the Entity globally.

5 Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

There were no instances of any disciplinary action taken by a law enforcement agency for the charges of bribery/corruption against Directors/ KMP/employees/workers.

6 Details of complaints with regard to conflict of interest:

	FY 2023-24 (Current Financial Year)		FY 2022-23 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

There were no complaints reported with regard to conflict of interest during the reporting period.

7 Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

There were no instances of corruption or conflicts of interest reported during the current financial year. Hence no corrective actions were planned.

8 **Number of days of accounts payables ((Accounts payable *365)/Cost of goods/services procured) in the following format:**

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Number of days of accounts payables	83.36	95.70

9 **Open-ness of business:**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Concentration of purchases	a) Purchases from trading houses as % of total purchases	-	-
	b) Number of trading houses where purchases are made from	-	-
	c) Purchases from top 10 trading houses as % of total purchases from trading houses	-	-
Concentration of sales	a) Sales to dealers/distributors as % of total sales	14.04%	19.96%
	b) Number of dealers/ distributors to whom sales are made	435	419
	c) Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	21.49%	23.19%
Share of RPTs in	a) Purchases (Purchases with related parties/Total purchases)	13.48%	19.05%
	b) Sales (Sales to related parties / Total sales)	8.74%	9.81%
	c) Loans & advances (Loans & advances given to related parties/ Total loans & advances)	-	-
	d) Investments (Investments in related parties/Total investments made)	36.93%	51.29%

Leadership Indicators

1 **Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
4	1. Problem Solving G8D 2. IAC PPAP Requirements 3. PFMEA 4. Process Change Management	4.45%
1	New Program SOP Readiness & End-Customer Expectations	3.18%

2 **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same**

Yes, the Entity has a Code of Conduct for the Board of Directors and Senior Management, outlining their roles and responsibilities. This Code requires them to always act in good faith to advance the Entity's business and objectives for the benefit of all stakeholders, prioritizing the interests of the Entity, its employees, shareholders, and the community. They must avoid any business, relationships, or activities that could conflict with the Entity's interests. In the event of a potential conflict of interest, they are required to fully disclose all relevant details to the Board of Directors and the Audit Committee.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1 Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	Current Financial Year 2023-24	Previous Financial Year 2022-23	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	0.06%	-	Some of the specific areas that were identified by the entity are: • Rainwater harvesting • Cooling towers

2 a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

No, the Entity is currently assessing options for implementing sustainable sourcing procedures as part of its sustainability initiatives.

b. If yes, what percentage of inputs were sourced sustainably?

Not Applicable

3 Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for

(a) Plastics (including packaging) (b) E-waste (c) Hazardous waste (d) Other waste.

The Entity's products are delivered directly to OEMs, limiting its ability to reclaim them at the end of their life cycle. However, the Entity actively participates in the Extended Producer Responsibility (EPR) system for the plastics used in its product, packaging, and distribution processes. Given that plastics can take various disposal pathways, their direct reclamation becomes challenging. Through the EPR process, the Entity ensures that these materials are recycled, reused, or recovered at their final disposal stage.

4 Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No)

Yes

If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same

EPR registration of the Plants under Importer Category and Brand Owner Category have been obtained, wherever applicable, except the 3 Plants for which the registration under Brand Owner Category is in process.

Leadership Indicators

1 Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
The Entity is currently assessing the feasibility of conducting life cycle assessment (LCA) for its products					

2 **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Name of Product/service	Description of the risk/concern	Action taken
During the current financial year, the Entity has not conducted LCA for its products.		

3 **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
For the production processes, Re-used or Recycled raw materials are not utilized.		

4 **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Re-used	Recycled	Safely disposed	Re-used	Recycled	Safely disposed
Plastics (including packaging)	As a B2B Tier-1 supplier, our business model is centered on supplying products directly to OEM customers, and does not involve reclaiming products or packaging at the end of their life cycle.					
E-waste						
Hazardous waste						
Other waste						

5 **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
The business model as a B2B Tier-1 supplier is focused on supplying products directly to OEM customers and does not include the reclamation of products or packaging once their life cycle concludes.	

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1 a. **Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	1,404	1,404	100%	1,404	100%	-	-	1,404	100%	-	-
Female	68	68	100%	68	100%	68	100%	-	-	5	7.35%
Total	**1,472**	**1,472**	**100%**	**1,472**	**100%**	**68**	**4.62%**	**1,404**	**95.38%**	**5**	**0.34%**
Other than permanent employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	1	1	100%	1	100%	1	100%	-	-	-	-
Total	**1**	**1**	**100%**	**1**	**100%**	**1**	**100%**	**-**	**-**	**-**	**-**

b. **Details of measures for the well-being of workers:**

Category	% of worker covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	717	717	100%	717	100%	-	-	236	32.91%	-	-
Female	37	37	100%	37	100%	37	100%	-	-	-	-
Total	**754**	**754**	**100%**	**754**	**100%**	**37**	**4.91%**	**236**	**31.30%**	**-**	**-**
Other than permanent workers											
Male	5,691	5,691	100%	5,691	100%	-	-	-	-	-	-
Female	1,187	1,187	100%	1,187	100%	1,187	100%	-	-	121	10.19%
Total	**6,878**	**6,878**	**100%**	**6,878**	**100%**	**1,187**	**17.26%**	**-**	**-**	**121**	**1.76%**

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –**

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	0.09%	0.07%

2 **Details of retirement benefits, for Current FY and Previous Financial Year.**

Benefits	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers Covered as a % of total workers	Deducted and Deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers Covered as a % of total workers	Deducted and Deposited with the authority (Y/N/N.A.)
PF	100%	100%	Y	100%	100%	Y
Gratuity	100%	100%	Y	100%	100%	Y
ESI*	100%	100%	Y	100%	100%	Y

Note: *All applicable employees, as required by the Act, were covered.

3 **Accessibility of workplaces.**

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The Entity's premises and offices are accessible to differently abled employees and workers, although some locations and manufacturing facilities may have limited access due to safety considerations and the specific design and structure of those areas.

4 **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Yes, the Entity has an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016, which is accessible internally within the Entity and is not available to the public.

5 **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers*	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	0.00%	Not Applicable	Not Applicable
Female	50%	-	Not Applicable	Not Applicable
Total	**92.86%**	**0.00%**		

Note: *In FY 2023-24, No permanent workers utilized parental leave.

6 **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent workers	Yes, a Vigil Mechanism/Whistle Blower Policy has been established to receive and address grievances. This policy is accessible to all permanent employees and workers and provides adequate protection against unfair treatment for those who raise concerns. It also allows direct contact with the Chairman of the Audit Committee in appropriate or exceptional cases. Additionally, an Employee App is available which enables easy registration and tracking of grievances.
Other than permanent workers	
Permanent employees	
Other than permanent employees	Not Available

7 **Membership of employees and worker in association(s) or Unions recognized by the listed entity:**

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total permanent employees	**1,472**	**-**	**-**	**865**	**-**	**-**
Male	1,404	-	-	827	-	-
Female	68	-	-	38	-	-

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total permanent workers	**754**	**408**	**54.11%**	**551**	**231**	**41.92%**
Male	717	404	56.35%	529	228	43.10%
Female	37	4	10.81%	22	3	13.64%

8 Details of training given to employees and workers:

Category	FY 2023-24 (Current Financial Year)					FY 2022-23* (Previous Financial Year)				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	1,404	700	49.86%	650	46.30%	827	367	44.38%	228	27.57%
Female	68	50	73.53%	42	61.76%	38	31	81.58%	17	44.74%
Total	**1,472**	**750**	**50.95%**	**692**	**47.01%**	**865**	**398**	**46.01%**	**245**	**28.32%**
Workers										
Male	717	419	58.44%	457	63.74%	529	301	56.90%	301	56.90%
Female	37	35	94.59%	34	91.89%	22	20	90.91%	19	86.36%
Total	**754**	**454**	**60.21%**	**491**	**65.12%**	**551**	**321**	**58.26%**	**320**	**58.08%**

Note: *FY 2022-23 data has been corrected due to change in calculation methodology.

9 Details of performance and career development reviews of employees and worker:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23* (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	1,404	1,300	92.59%	827	719	86.94%
Female	68	55	80.88%	38	33	86.84%
Total	**1,472**	**1,355**	**92.05%**	**865**	**752**	**86.94%**
Workers						
Male	717	474	66.11%	529	459	86.77%
Female	37	27	72.97%	22	19	86.36%
Total	**754**	**501**	**66.45%**	**551**	**478**	**86.75%**

Note: *FY 2022-23 data has been corrected due to change in calculation methodology.

10 Health and safety management system:

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?**

Yes, the Entity has integrated an Occupational Health and Safety Management System as a vital aspect of its operations. The primary goal is to foster a work environment that prioritizes the health and safety of employees while adhering to principles of environmental sustainability. To achieve this, the Entity has established comprehensive mechanisms, including the continuous enhancement of environmental occupational health and safety performance, striving for an incident-free work environment, reducing waste to conserve natural resources, ensuring compliance with legal requirements, proper disposal of waste and pollutants, and promoting innovation to prevent pollution, injury, and illness. Furthermore, the Entity is ISO 45001 certified, covering 30% of its plants, underscoring its commitment to maintain the highest standards of occupational health and safety throughout its operations.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity are:

1. **Hazard Identification and Risk Assessment (HIRA):** This process involves a thorough evaluation of the work environment and operational tasks to identify potential hazards that could harm employees, visitors, or the surrounding ecosystem. The risk associated with each identified hazard is carefully assessed to determine the likelihood and potential consequences of an incident. Based on this analysis, appropriate actions are developed and implemented to mitigate the risks.
2. **Health and Safety Inspections:** This method entails reviewing the organization's policies, procedures, and practices related to environmental management, health, and safety. HSE inspections and audits identify areas for improvement to reduce incident risks and ensure compliance with regulatory obligations and industry standards. Corrective action plans are developed based on audit findings.

In its hazard assessments, the Entity reviews all routine and non-routine activities to identify significant risks and establish control measures. For routine tasks, the Entity utilizes a Safety Audit checklist encompassing 188 points covering various operational areas. For non-routine tasks, such as working at heights and excavation, the Entity uses a work permit system and other hazard identification techniques to ensure safety.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes, the Entity has procedures in place that allow workers to report work-related hazards and safely remove themselves from any associated risks.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, the employees/workers of the Entity have access to non-occupational medical and healthcare services.

11 Details of safety related incidents, in the following format:

Safety Incident/Number	Category*	FY 2023-24 (Current financial year)	FY 2022-23 (Previous financial year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Nil	1.17
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Nil	3
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Nil	Nil

*Including in the contract workforce

12 Describe the measures taken by the entity to ensure a safe and healthy work place.

The Entity prioritizes the health and safety of its employees, recognizing them as its greatest asset. To maintain a safe and healthy workplace, the Entity has implemented several key measures. Notably, 30% of its plants are certified under the ISO 45001 Occupational Health and Safety Management System standards. Below is a comprehensive overview of the Entity's safety initiatives:

Safety Management Systems:

- ISO 45001:2018 Implementation: The Entity adheres to the latest ISO 45001 standard for Occupational Health and Safety Management Systems, demonstrating its commitment to continual improvement.
- 14 Safety Policies: The Entity has established 14 comprehensive safety policies designed to address various workplace hazards and ensure adherence to best practices.

Risk Prevention and Mitigation:

- Daily Safety Patrols: The Plant Head, Maintenance Head, and Safety Officers conduct daily inspections to promptly identify and address unsafe acts or conditions.
- Regular Safety Audits: Plant Safety Officers conduct regular audits, while internal safety reviews involve all Safety Committee members for a thorough evaluation.
- Corporate Safety Audits: Every two months, a comprehensive checklist-based corporate safety audit is conducted to review all processes across the Entity.

Employee Preparedness and Training:

- New Joinee Safety Induction Program: New employees undergo a dedicated safety induction program to equip them with essential knowledge and safe work practices.
- Extensive Safety Training Programs: The Entity offer a wide range of safety training programs to ensure all employees are well-informed and prepared to handle various workplace scenarios.

Safety Culture and Communication:

- Effectively Drive the PTW System: The Entity effectively manage the Permit-To-Work (PTW) system to control hazardous activities and prevent accidents.
- Shop Floor Visualization: The Entity uses visual aids and signage to promote safety awareness on the shop floor, keeping safety top-of-mind for all employees.
- Safety & Health Awareness Programs: The Entity actively create and deliver safety and health awareness programs to keep employees informed and engaged.
- Employee Engagement Programs: The Entity organizes events such as Safety Week, Earth Day, and World Environment Day with the aim to foster a culture of safety and environmental responsibility.

By implementing these comprehensive safety measures, the Entity strive to create a safe and healthy work environment for all employees.

13 Number of Complaints on the following made by employees and workers:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	Nil	Nil	-	Nil	Nil	-
Health & safety	Nil	Nil	-	Nil	Nil	-

14 Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	33.33% of the plants and offices were assessed by the Entity internally
Working conditions	40.00% of the plants and offices were assessed by the Entity internally

15 **Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

Ergonomic improvements:

The Entity's team recognized that workers were experiencing difficulties when handling heavy columns on the cockpit line. In response, they modified the trunnion hand bracket, making it easier to access and reducing strain on workers' hands. This proactive measure exemplifies the Entity's commitment to identifying and addressing ergonomic concerns to ensure the safety and comfort of its employees.

Water conservation:

To manage water consumption more efficiently, the Entity has installed water meters across various locations in Nashik. This initiative will allow us to monitor water usage closely and pinpoint areas where conservation efforts can be improved.

Clearer eye bolt identification:

Eye bolts are now clearly marked with identification numbers, making them easier to locate and reducing the risk of confusion.

Enhanced PTW system:

The Permit-To-Work (PTW) system books have been updated to provide better clarity and ensure improved adherence to safety protocols.

Safer walkways:

Anti-skid tape has been applied to stairs to prevent slips and falls.

Improved visual communication:

Visual aids and signage have been upgraded throughout the facility to enhance safety awareness.

Leadership Indicators

1 **Does the entity extend any life insurance or any compensatory package in the event of death of**

(A) Employees (Y/N)

Yes

(B) Workers (Y/N)

Yes

The Entity extends life insurance and other compensatory packages in the event of the deaths of employees and workers.

2 **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

The Entity ensure compliance with statutory requirements by deducting TDS for service providers, ensuring all regulatory obligations are met in a positive and proactive manner.

3 Provide the number of employees/workers having suffered high consequence work- related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4 Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes, the Entity hires or retains retired employees for specific vacancies within the organization. Typically, these employees are offered a one-year agreement, which may be renewed based on their performance and the availability of further vacancies.

However, transition assistance programs have not yet been established for the newly acquired Entity (IAC).

5 Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	The Entity is currently formulating the procedures to assess its value chain partners' health and safety practices, as well as their working conditions.
Working conditions	

6 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Corrective actions will be implemented based on the outcome of the assessments. The Entity is committed to addressing the issues (if any) promptly to ensure the highest standards of safety and compliance.

PRINCIPLE **4** Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1 Describe the processes for identifying key stakeholder groups of the entity.

The Entity prioritizes a strong and transparent relationship with investors by maintaining a deep understanding and consistent alignment with their expectations. A commitment to client value is a core aspect of the corporate philosophy, reflecting a dedication to client satisfaction. Employees are recognized as essential contributors to creating value for both clients and the organization, and the Entity is committed to providing them with rewarding career opportunities. Suppliers are considered key stakeholders who play a vital role in enabling the delivery of business value. The Entity's business practices focus on inclusive growth, ensuring that the community remains central to sustainable initiatives.

The stakeholder groups of the entity are identified through discussions in Internal Management Meetings, as per the process flow mentioned below:

- Conducting detailed discussions with the Entity's Legal and Secretarial Department and management to identify key stakeholder groups.
- Identifying stakeholders based on their material influence on the Entity or how they are materially affected by the Entity's corporate decisions and their outcomes.
- Stakeholders include customers, suppliers, employees/workers, partners, the Board of Directors, promoters, regulatory authorities/government entities, institutions/industry bodies (such as Banks, NBFCs, ACMA, SIAM), CSR entities, and investors, among others.

2 List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder group	Whether identified as vulnerable & marginalized group (Yes/No)	Channels of Communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (Annually/ half yearly/ quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	E-mails, meetings and website	Need-based	Product-related, price negotiations, and technological advancement, among others
Suppliers	No	E-mails, meetings and website	Need-based	Price negotiations, and technological advancement, among others
Employees/ workers	No	E-mails, meetings and website	Need-based	Entity policies, organizational structure, and important developments
Partners	No	E-mails and meetings	Quarterly and need-based	Business-related dealings and technological advancement among others
Board of Directors	No	E-mails and meetings	Quarterly and need-based	Financial results, internal controls, limited review and audit reports, among others
Promoters	No	E-mails and meetings	Need-based	Issues requiring decisions, budget, future planning, customer complaints, quality issues, safety-related concerns, among others
Regulatory Authorities/ Government	No	Emails, statutory reports, Government portals	As per statutory requirements	Compliance and policy-related matters

Stakeholder group	Whether identified as vulnerable & marginalized group (Yes/No)	Channels of Communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (Annually/ half yearly/ quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Institutions/ industry Bodies (Banks/NBFC/ ACMA/SIAM)	No	E-mails, meetings, Reports & disclosures	Continuous	Industrial development-related and finance-related issues
Community/ society (CSR/ ESG)	Yes	E-mails, meetings, social media & website	Continuous	Society, health and education-related matters
Investors	No	E-mails, meetings, website, newspaper, corporate announcements, social media	Continuous & as per statutory timelines	Financial and operational performance-related issues

Leadership Indicators

1 Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

Stakeholder consultations are facilitated by designated personnel, business leaders, and key process heads within the Entity. Feedback and concerns raised by stakeholders are escalated to the Board of Directors through relevant Board Committees, including the Audit Committee, Nomination and Remuneration Committee, CSR Committee, Risk Management Committee, and Share Transfer/Stakeholders Relationship Committee.

The Entity engages in consistent and proactive communication with key stakeholders through conference calls, providing clear explanations of its plans and results. This approach fosters a sense of shared prosperity and advancement for both the Entity and society at large, encouraging ongoing engagement and participation

2 Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No).

Yes

If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

The stakeholder consultations were conducted to aid in identifying and managing environmental and social topics. The process for consulting with the Board on economic, environmental, and social topics includes:

- Compiling a comprehensive list of all potential stakeholders and ESG-related matters relevant to the Entity and the automobile industry, in collaboration with various departments.
- Discussing these topics with different stakeholders and senior management personnel of the Entity to gather feedback.
- Incorporating feedback from such consultations into the Entity's policies and activities.

3 Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.

To address the concerns of vulnerable and marginalized stakeholder groups, the Entity begins the process by identifying target areas and assessing their needs through surveys, visits, and evaluations to determine whether these needs are project-relevant or aspirational. Following this, a thorough Needs Assessment is conducted to identify specific communities that would benefit most from the Entity's Corporate Social Responsibility (CSR) interventions.

The Entity then collaborates with the local community to finalize projects, ensuring alignment with the identified needs and aspirations. On-ground mobilization strategies are implemented to effectively engage stakeholders and the community in CSR initiatives, ensuring that the projects not only address their concerns but also empower them through active participation. This holistic approach ensures that the Entity's actions are inclusive and have a meaningful impact on the most vulnerable groups within the community.

PRINCIPLE 5 Businesses should respect and promote human rights

Essential Indicators

1 Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)*		
	Total (A)	No. of employees / Workers covered (B)	% (B/A)	Total (C)	No. of employees / Workers covered (D)	% (D/C)
Employees						
Permanent	1,472	714	48.51%	865	164	18.96%
Other than permanent	1	-	-	-	-	-
Total employees	**1,473**	**714**	**48.47%**	**865**	**164**	**18.96%**
Workers						
Permanent	754	491	65.12%	551	373	67.70%
Other than permanent	6,878	414	6.02%	2,537	166	6.54%
Total workers	**7,632**	**905**	**11.85%**	**3,088**	**539**	**17.45%**

Note : These trainings covered only training on POSH as one of the fundamental human rights provided to employees and workers.

*FY 2022-23 Permanent & Other than permanent worker data has been corrected.

2 Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24 (Current Financial Year)					FY 2022-23 (Previous Financial Year)				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B /A)	No. (C)	% (C /A)		No. (E)	% (E /D)	No. (C)	% (F /D)
Permanent employees										
Male	1,404	-	-	1,404	100%	827	-	-	827	100%
Female	68	-	-	68	100%	38	-	-	38	100%
Other than permanent employees										
Male	-	-	-	-	-	-	-	-	-	-
Female	1	1	100%	-	-	-	-	-	-	-
Permanent workers										
Male	717	-	-	717	100%	529	-	-	529	100%
Female	37	-	-	37	100%	22	-	-	22	100%
Other than permanent workers										
Male	5,691	5,691	100%	-	-	2,371	2,371	100%	-	-
Female	1,187	1,187	100%	-	-	166	166	100%	-	-

3 Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ Salary/ wages of respective category	Number	Median remuneration/ Salary/ wages of respective category
Board of Directors (BoD)*	2	1,35,14,500	0	0
Key Managerial Personnel*	5	1,26,00,000	0	0
Employees other than BoD and KMP	1,404	7,46,498.26	68	5,84,288.66
Workers	717	3,90,253.66	37	2,56,432.86

Note: *The above mentioned information is on Standalone basis.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Gross wages paid to females as % of total wages	4.62%	17.84%

4 Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Entity has a well-defined Human Rights Policy in place, ensuring that employees can bring their complaints or grievances to either the Human Resources department or senior management. The Corporate HR Head oversees the management of human rights impacts or issues involving the Entity's employees and workers. Department heads are also responsible for addressing human rights concerns within their respective areas. Additionally, the senior management actively reviews and updates the Human Rights Policy at the organizational level.

5 Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Entity prioritizes upholding and promoting human rights through fair and ethical business practices. It has established robust internal mechanisms, including a POSH Policy, Grievance Redressal Policy, Vigil Mechanism/Whistleblower Policy, and an employee app for grievance registration. Human rights concerns can be submitted to location in-charges or the HR department via in-person visits or email. Upon receipt, each grievance is acknowledged with a unique ID for tracking. This is followed by an initial review, categorization, and assignment to appropriate personnel for thorough investigation and resolution. Throughout the process, complainants receive regular updates on progress. Upon resolution, detailed reports are documented and communicated to the complainants, ensuring transparency and prompt closure. Although no human rights grievances have been received to date, the Entity remains committed to addressing any future concerns effectively.

6 Number of Complaints on the following made by employees and workers:

	FY 2023-24 (Current Financial Year)			FY 2022-23 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment	Nil	Nil	-	Nil	Nil	
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child labour	Nil	Nil	-	Nil	Nil	-
Forced labour/ Involuntary labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

7 Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/workers	Not Applicable	Not Applicable
Complaints on POSH upheld	Not Applicable	Not Applicable

8 Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Entity's core values strictly prohibit any form of retaliation. Employees who report suspected legal or policy violations are protected from adverse consequences. Retaliation against those who report in good faith or assist in investigations is strictly forbidden. The Entity upholds principles of confidentiality, sensitivity, non-retaliation, and impartiality in its Grievance Redressal, Whistleblower, and POSH Policies. All reports and related information are kept confidential and accessible only to authorized personnel. The Entity ensures that concerns are addressed sensitively and promptly, conducting thorough and impartial investigations to allow all parties to present relevant facts and evidence.

9 Do human rights requirements form part of your business agreements and contracts? (Yes/No)

The Entity strives to integrate fundamental human rights into all its business agreements and contracts, both in principle and in practice. Many of these agreements formally include provisions safeguarding these rights. Additionally, the Entity regularly reviews and revises these agreements as part of a formal process to ensure ongoing compliance and strengthen its commitment to human rights integration.

10 Assessments for the year:

% of your plants and offices that were assessed (by entity or statutory authorities or third parties)

Child labour	Forced/ involuntary labour	Sexual harassment	Discrimination at workplace	Wages
16.67	16.67	16.67	16.67	16.67

Note: Assessments were conducted Internally by the Entity

11 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

In accordance with the Entity's corporate practices, any significant risks or concerns identified during assessments are promptly addressed by the relevant Committees, which include both internal and external stakeholders. During FY 2023-24, the assessments referenced in Question 10 did not highlight any significant risks or concerns. Nevertheless, the Entity remains fully committed to implementing corrective measures should any issues arise in the future.

Leadership Indicators

1 Details of a business process being modified / introduced as a result of addressing human rights grievances/ complaints.

During the year, there were no notable grievances concerning human rights. As part of its standard procedures, the Entity consistently reinforces human rights principles throughout its business operations via the Code of Conduct and other policies. Regular training sessions are provided to employees and workers, and policies like the Code of Conduct are periodically updated based on emerging risks and feedback received.

2 Details of the scope and coverage of any Human rights due-diligence conducted.

The Entity consistently initiates efforts to integrate human rights into its business culture across all levels throughout the year.

3 Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016

The premises and offices of the Entity are accessible to differently abled visitors, with the exception of a few locations and manufacturing facilities due to safety considerations and the specific design and structure of those areas.

4 Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Child labour	The Entity is currently formulating the procedures to assess its value chain partners on Human Rights Parameters.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

5 Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Corrective actions will be implemented based on the outcome of the assessments. The Entity is committed to addressing the issues (if any) promptly to ensure the highest standards of safety and compliance.

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PRINCIPLE 6 Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1 Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
From renewable sources		
Total electricity consumption (A) (MJ)	3,38,45,680.80	2,89,50,106.25
Total fuel consumption (B) (MJ)	0	0
Energy consumption through other sources (C) (MJ)	0	0
Total energy consumption from renewable sources (A+B+C) (MJ)	**3,38,45,680.80**	**2,89,50,106.25**
From non-renewable sources		
Total electricity consumption (D) (MJ)	7,43,80,977.00	6,63,51,066.84
Total fuel consumption (E) (MJ)	1,34,88,900.47	75,02,852.42
Energy consumption through other sources (F) (MJ)	0	0
Total energy consumption from Non-Renewable sources (D+E+F) (MJ)	**8,78,69,877.47**	**7,38,53,919.26**
Total energy consumed (A+B+C+D+E+F) (MJ)	**12,17,15,558.27**	**10,28,04,025.51**
Energy intensity per rupee of turnover (Total energy consumption (MJ)/turnover in ₹ Lakh)	628.65	556.46
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed (MJ)/revenue from operations adjusted for PPP in ₹ Lakh)	628.65	556.46
Energy intensity in terms of physical output (MJ/Nos)	0.92	0.89
Energy intensity (optional) – the relevant metric may be selected by the entity		

Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency No

Note: *FY2022-23 data has been corrected due to change in calculation methodology.

**Data from 5 IAC plants are not included in calculation.

2 Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No, the Entity doesn't have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3 Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Water withdrawal by source (in kilo litres)		
(i) Surface water	-	34,092
(ii) Groundwater	50,992.88	10,645.84
(iii) Third party water	1,23,319.03	79,048.18
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**1,74,311.91**	**1,23,786.02**
Total volume of water consumption (in kilolitres)	**1,69,289.91**	**1,01,908.70**
Water intensity per rupee of turnover (Water consumed/ turnover in ₹ Lakh)	0.87	0.55

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP)	0.87	0.55
Water intensity in terms of physical output (kL/Nos)	0.0013	0.0009
Water intensity (optional) – the relevant metric may be selected by the entity		

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

Note: *FY2022-23 data has been corrected due to change in calculation methodology
**Data from 5 IAC plants are not included in calculation.

4 Provide the following details related to water discharged:

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Water discharged by destination and level of treatment (in kilo litres)		
(i) To Surface water	-	1,647.59
a. No treatment	-	830
b. With treatment – please specify level of treatment	-	817.59
(ii) To Groundwater	-	13,365.73
a. No treatment	-	7,260.73
b. With treatment – please specify level of treatment	-	6,105
(iii) To Seawater	-	-
a. No treatment	-	-
b. With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	5,022	6,864
a. No treatment	4,974	2,817
b. With treatment – please specify level of treatment	48	4,047
(v) Others	-	-
a. No treatment	-	-
b. With treatment – please specify level of treatment	-	-
Total volume of water discharged (in kilolitres) (i + ii + iii + iv + v)	**5,022**	**21,877.32**

Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

Note: *FY2022-23 data has been corrected due to change in calculation methodology.
**Data from 5 IAC plants are not included in calculation.

5 Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

The Entity has established Effluent Treatment Plants (ETPs) and Sewage Treatment Plants (STPs) across all its Plants except one Plant where STP is not installed. The treated water from these facilities is repurposed for gardening and other non-potable applications. Moreover, the Entity actively promotes water conservation through rainwater harvesting in the majority of its plant locations.

6 Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
NOx	Metric tonnes	0.360	Value calculated for FY23-24 only
SOx	Metric tonnes	0.363	
Particulate matter (PM)	Metric tonnes	0.583	
Persistent organic pollutants (POP)	-	-	
Volatile organic compounds (VOC)	-	-	
Hazardous air pollutants (HAP)	-	-	
Others – please specify	-	-	

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

7 **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2023-24* (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	843.00	Value calculated for FY23-24 only
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	17,004.32	
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO_2 equivalent/ Lakh ₹	0.09	
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Metric tonnes of CO_2 equivalent/ Lakh ₹	0.09	
Total Scope 1 and Scope 2 emission intensity in terms of physical output	Metric tonnes of CO_2 equivalent/ physical output	0.0001	
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity			

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

*Data from 5 IAC plants are not included in calculation.

8 **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

The Entity has implemented a range of energy-saving projects aimed at enhancing efficiency and reducing greenhouse gas emissions across its operations. These projects include:

- Solar smart streetlights
- Installation of Retrofit Emission Control device for the DG set
- Installation of energy-saving Insulation Jackets for Band Heaters - IMM Machines
- Provision of VFD for Hot plate
- Installation of motion sensors for conference hall AC units/lights for optimization of idle running
- Provision of Passive infrared sensor (PIR) for All Shopfloor toilets
- Installation of additional rooftop solar panel in the Expansion Area
- Replacement of ultrasonic welding process with heat stacking SPM for spoiler
- Vehicle trips alterations for dispatch of FG/WIP Goods
- Group captative solar power
- Pressure switch with energy efficient pump system installation for water distribution pumps
- HVLS fan installation in shopfloor

9 Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-24* (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste **(A)**	723.70	699.54
E-waste **(B)**	980.52	-
Bio-medical waste **(C)**	0.0038	0.0002
Construction and demolition waste **(D)**	-	-
Battery waste **(E)**	-	-
Radioactive waste **(F)**	-	-
Other hazardous waste. Please specify, if any. **(G)**	124.02	49.44
Other Non-hazardous waste generated **(H)**. Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	716.66	734.88
Total (A+B + C + D + E + F + G+ H)	**2,544.90**	**1,483.86**
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations in ₹ lakhs)	0.013	0.0080
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.013	0.0080
Waste intensity in terms of physical output (MT/ Nos)	0.00002	0.00001
Waste intensity (optional) – the relevant metric may be selected by the entity		
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	1,928.05	243.77
(ii) Re-used	378.61	458.16
(iii) Other recovery operations	24.01	-
Total	**2,330.66**	**701.93**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0.06	0.0002
(ii) Landfilling	-	14.82
(iii) Other disposal operations	209.81	768.03
Total	**209.87**	**782.85**

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

*Data from 5 IAC plants are not included in calculation.

10 Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Entity recognizes the critical importance of waste management, a key issue affecting the organization, neighboring communities, and the environment. The primary objectives of its waste management strategy are to minimize waste generation, enhance recycling and recovery efforts, and reduce waste disposal. To promote responsible waste management across all facilities, the Entity has implemented practices such as source-separated waste collection, waste reuse and recycling, and the secure disposal of hazardous waste in collaboration with authorized agencies. By adhering to the '3R' strategy of Reduce, Reuse, and Recycle, the Entity remains committed to continuously improving its waste management procedures to align with broader environmental, social, and governance goals.

11 **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
The Entity does not operate in or around ecologically sensitive areas where environmental approvals or clearances are required.		

12 **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
The Entity did not undertake any EIA-required projects in the FY2023-24					

13 **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Specify the law / regulation / guidelines which was not complied with	Provide details of the non- compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Yes, the Entity is compliant with all applicable environmental laws, regulations, and guidelines in India, including the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and the Environment Protection Act along with rules thereunder.			

Leadership Indicators

1 **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

a. Name of the area : Gurugram, Bhiwadi, Bengaluru, Kuruli, Manesar

b. Nature of operations : Corporate office and automotive plastic parts manufacturing

c. Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Water withdrawal by source (in kilo litres)		
(i) Surface water	-	-
(ii) Groundwater	2,330.70	-
(iii) Third party water	37,893.29	20,846.00
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**40,223.99**	**20,846.00**
Total volume of water consumption (in kilolitres)	**39,944.99**	**18,029.00**
Water intensity per rupee of turnover (Water consumed / turnover)	0.21	0.10

Parameter	FY 2023-24** (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Water intensity in terms of Physical output (kL/Nos) – the relevant metric may be selected by the entity	0.0003	0.00016
Water discharged by destination and level of treatment (in kilo litres)		
(i) Into Surface water	-	-
c. No treatment	-	-
d. With treatment – please specify level of treatment	-	-
(ii) Into Groundwater	-	-
c. No treatment	-	-
d. With treatment – please specify level of treatment	-	-
(iii) Into Seawater	-	-
c. No treatment	-	-
d. With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties	279.00	2,817.00
c. No treatment	231.00	2,817.00
d. With treatment – Primary & Tertiary	48.00	-
(v) Others	-	-
c. No treatment	-	-
d. With treatment – please specify level of treatment	-	-
Total volume of water discharged (in kilolitres) (i + ii + iii + iv + v)	**279.00**	**2,817.00**

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

Note: *FY2022-23 data has been corrected due to change in calculation methodology.

**Data from 5 IAC plants are not included in calculation.

2 Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2023-24 (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO_2 equivalent	Scope-3 emissions are not considered by the Entity presently. The Entity is in the process of laying down the roadmap in the near future.	
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. Not Applicable

3 With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

The Entity does not function in ecologically sensitive areas. As a result, there are no significant direct or indirect impacts on biodiversity to report.

4 If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
1	Energy Saving Initiatives	• Solar smart street lights • Installation of Retrofit Emission Control device to the DG set • Installation of energy-saving Insulation Jackets for Band Heaters - IMM Machines • VFD Provision for Hot Plates • Installation of motion sensors for conference hall AC units/ lights for optimization of idle running • Passive infrared sensor (PIR) provision for all shopfloor toilets • Rooftop solar panel addition in expansion area	Reduction of greenhouse gas emissions and reduction of energy consumption
2	Water Saving Initiatives	• ETP & STP capacity enhanced over the no. of plants to optimize the water usage • Rainwater harvesting • Use of water jet for solar modules cleaning • The wastewater from water cooler is used in gardening • STP water being used in gardening	Recycle, reuse of wastewater for operational and gardening purpose
3	Waste Reduction & Management	• Composting • 3R initiatives • Investing on efficient waste collection and disposal system	Waste segregation, waste to landfill reduction and circularity through composting

5 Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

As part of its business continuity and disaster management plan, the Entity has established an Emergency Response Plan. This plan is designed to address various emergency situations and provides detailed procedures for managing each scenario. The plan is applicable across all plants and is shared with all employees through the Employee App. The Emergency Response Plan includes procedures for:

- Fire & Explosion Emergency
- Accidents
- Earthquake Emergency
- Flood Emergency
- Sewage Outflow Emergency
- Spillage and Leakages of Hazardous Substances
- Failure of Pollution Control Equipment and Compressed Air Lines
- Medical Emergency - Death Emergency
- Civil Unrest Emergency
- Food Poisoning Emergency
- Snake Bite Emergency
- Gas Leakage Emergency

6 Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Entity found no significant environmental impact from its suppliers. The Entity is committed to environmental stewardship throughout the value chain, requiring all suppliers to uphold high environmental standards and encouraging them to promote these principles within their own supply chains.

7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

-

PRINCIPLE 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1 a. **Number of affiliations with trade and industry chambers/ associations.**

The Entity is affiliated with 2 trade and industry chambers/associations.

b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to**

	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Automotive Component Manufacturers Association of India, New Delhi	National
2	Confederation of Indian Industry (CII)	National

2 Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
During the reporting period, the Entity did not receive any notices from regulatory authorities related to anti-competitive, antitrust, conflict of interest, and as a result, corrective actions were not required.		

Leadership Indicators

1 Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
The Entity directly or through industry bodies and other associations puts forth a number of suggestions with respect to the industry in general and its activities in particular.					

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

Essential Indicators

1 Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
Sunehra Kal - Life Skill Education: The project focuses on developing essential life skills in students from grade 9 to 12, aiming to enhance their behavior, attitude, and decision-making abilities. It employs various strategies such as role play, interactive questioning, festival, awards, discussion - based classes, and activity-based learning to engage students effectively.	-	-	Yes	No	
Cancer Awareness and Detection Camps: The project aims to raise cancer awareness, provide screening services, and offer financial support to economically weaker individuals diagnosed with cancer in the slums of Delhi NCR, ultimately reducing the burden of cancer in the region.	-	-	Yes	No	

Note: In FY 2023-24, the Social Impact Assessment for the aforementioned projects was voluntarily undertaken by the Entity.

2 Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. no.	Name of project for which R&R is ongoing	State	District	No. of project affected families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
The Entity did not undertake any projects requiring Rehabilitation and Resettlement (R&R) activities during the reporting period.						

3 Describe the mechanisms to receive and redress grievances of the community.

The Entity engages in various CSR activities to address the needs of the communities surrounding its plant premises. The Entity has implemented an Open Door Policy, allowing community members to approach the plant/location and its management directly. Additionally, the Entity proactively reaches out to communities, including vulnerable groups, to address their grievances whenever necessary.

4 Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2023-24 (Current Financial Year)	FY 2022-23* (Previous Financial Year)
Directly sourced from MSMEs/small producers	35.03%	32.28%
Directly from within India	94.80%	94.50%

Note: *FY2022-23 data has been corrected due to change in calculation methodology.

5 Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2023-24* (Current Financial Year)	FY 2022-23 (Previous Financial Year)
Rural	57.91%	55.79%
Semi-urban	1.51%	2.03%
Urban	40.58%	42.18%
Metropolitan	-	-

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

Note: *Excluding data related to 5 IAC plants.

Leadership Indicators

1 Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
For the projects where Social Impact Assessments were conducted, negative impacts requiring corrective actions were not identified.	

2 Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational district	Amount spent (In INR)
1	Haryana	Nuh, Mewat	14,80,322
2	Uttarakhand	Udham Singh Nagar	7,55,500

3 (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

No, in accordance with the Entity's policy, discrimination is not practiced in supplier selection, ensuring equal opportunities for all potential suppliers. The Entity actively encourages working with local suppliers or those near its facilities; however, it has not specifically included marginalized or vulnerable groups in its supplier qualification criteria.

(b) From which marginalized /vulnerable groups do you procure?

-

(c) What percentage of total procurement (by value) does it constitute?

-

4 Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
The Entity does not own or have acquired any such intellectual properties.				

5 Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the case	Corrective action taken
During FY 2023-24 there were no disputes related to intellectual property or traditional knowledge, hence corrective actions were not undertaken.		

6 Details of beneficiaries of CSR Projects:

S. No.	CSR project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	'Sunehra Kal' - Life Skill	2,600	90%
2	Career Counselling	2,600	90%
3	'Usha Ki kiran' Scholarship	240 direct & 5,000+ inspired	90%
4	Infrastructure Support	500+	90%
5	Cancer Awareness and Screening Camps	473	90%
6	Eye Screening and Free cataract Surgeries	167	95%
7	Juvenile Diabetes	15	95%
8	Solar Power Plant at Vanvasi Kalyan Ashram	50	100%
9	Development of the School	650	100%
10	Solar Power Plant at Kal. Mahadu Bapu Takalkar Charitable Trust	50	100%
11	Donation of Food Items at Mamta Andh Anath Kalyan Kendra	120	100%
12	Donation of Desktop and Subscription of E-Learning Software	100	100%
13	Construction of Reinforced Concrete Wall in Aghane	750	100%
14	Plantation of Trees	500+	90%

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1 Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Entity values customer complaints and is committed to addressing them promptly and effectively. It provides various channels for customers to submit complaints or provide feedback, managing consumer complaints across its 30 facilities (26 Plants and 4 Offices) through Customer Portals, email, or both. Each plant follows structured procedures: complaints and feedback are received via Customer Portals or email; a temporary countermeasure is provided to the customer within 24 hours; complaints are resolved through root cause analysis, and quality tools; and a permanent countermeasure is implemented within one week and communicated to the customer.

2 Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable, as the Entity is in B2B business, and the product do not reach end customers directly.
Safe and responsible usage	
Recycling and/or safe disposal	

3 Number of consumer complaints in respect of the following:

	FY 2023-24 (Current Financial Year)		Remarks	FY 2022-23 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	-			-
Advertising	Nil	Nil		Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive trade practices	Nil	Nil	-	Nil	Nil	-
Unfair trade practices	Nil	Nil	-	Nil	Nil	-
Others (OEMs)	190	Nil	-	75	Nil	-

4 Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	-
Forced recalls	Nil	-

5 Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.

Yes, the Entity has a data privacy policy that is available internally within the organization.

6 Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

The Entity has not encountered any complaints, issues, or penalties related to advertising, delivery of essential services, cybersecurity, data privacy, product recalls, or product/service safety. Consequently, no corrective actions have been necessary.

7 **Provide the following information relating to data breaches:**

a. **Number of instances of data breaches**

Nil

b. **Percentage of data breaches involving personally identifiable information of customers**

Not applicable as no such instances of data breaches have been identified so far.

c. **Impact, if any, of the data breaches**

Not applicable as no such instances of data breaches have been identified so far.

Leadership Indicators

1 **Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).**

The information on products and services of the entity is made available online on the organization website and social media, can be accessed through the links below:

Website

- https://www.lumaxworld.in/lumaxautotech/index.html

Social Media

- https://www.youtube.com/c/LumaxWorld
- https://www.facebook.com/lumaxworld.in
- https://www.linkedin.com/company/lumax-world/

2 **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

As a supplier for OEMs, the Entity's primary responsibility is to adhere to the specifications provided by its OEM partners in manufacturing its products. Consequently, the Entity has a limited role in informing and educating consumers about the safe and responsible usage of the products. The Entity prioritizes adherence to OEM standards to ensure product safety and effectiveness.

3 **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

The Entity does not directly provide essential services. However, it is committed to minimizing disruptions in its customers' operations and services. Through consistent and proactive client communication with its clients, the Entity ensures the smooth running of their operations.

4 **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable)**

If yes, provide details in brief.

Yes, as the Entity supplies to OEMs & display the product information as per customers' requirement wherever it is applicable.

Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Recognizing the importance of customer satisfaction, the Entity actively seeks feedback through various channels. This feedback, whether direct or indirect, helps identify any grievances, and appropriate corrective measures are designed and implemented accordingly. Additionally, the management team regularly reviews and monitors summaries of customer satisfaction trends to ensure continuous improvement.

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of Lumax Auto Technologies Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Lumax Auto Technologies Limited ("the Company"), which comprise the Balance sheet as at March 31, 2024, the Statement of Profit and Loss, including the Statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity 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), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 for the financial year ended March 31, 2024. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key Audit matters	How our audit addressed the key audit matter
Revenue recognition and liabilities related to price variation *(as described in Note 49 of the standalone financial statements)*	
Revenue is measured by the Company at the transaction price i.e., amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Company considers the effects of variable consideration including price adjustment to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors.	Our audit procedures included the following: • Assessed the Company's accounting policy for revenue recognition including the policy for recording price adjustments in terms of Ind AS 115. • Obtained an understanding of the revenue process, and the assumptions used by the management in the process of estimation of price adjustments as per the customer contracts, evaluated design and implementation of controls, validation of management review controls and tested the operating effectiveness of controls relating to accrual of price adjustments. • Evaluated management's methodology and assumptions used in the estimation of price adjustments as per customer contracts including the relevance and reliability of underlying historical data, developments during the year and assumption used.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Key Audit matters	How our audit addressed the key audit matter
The Company's business requires passing on these credits to the customers once negotiation is finally settled with the customers. The estimated liabilities based on various negotiation/ consideration at year end and the consequential impact on revenue is disclosed in note 49 to the standalone financial statements. We have considered this as a key audit matter on account of the significant judgement involved in estimation of price adjustments to be recorded as at the year end.	• Tested completeness, arithmetical accuracy and validity of the data used in computation of price adjustments as per customer contracts. • Performed procedures to verify that all transactions relating to accrual of price adjustments are properly recorded in the books of the accounts. • Tested, on sample basis, credit notes issued, and payments made by customers as per customer contracts/ agreed price negotiations. • Performed analytical procedures to identify any unusual trends and identified unusual items for further testing.

OTHER INFORMATION

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report i.e., Directors' Report, Corporate Governance Report, Management Discussion & Analysis, etc., but does not include the standalone financial statements and our auditor's report thereon.

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

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

RESPONSIBILITIES OF MANAGEMENT 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

INDEPENDENT AUDITOR'S REPORT (Contd.)

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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the 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 for the financial year ended March 31, 2024 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.

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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 the paragraph (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 the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

INDEPENDENT AUDITOR'S REPORT (Contd.)

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

(f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act;

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

(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 40(b) 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

iv. a) The management has represented that, to the best of its knowledge and belief, no funds 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 or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 42 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

INDEPENDENT AUDITOR'S REPORT (Contd.)

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account 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 except that audit trail feature is not enabled for application's underlying database and the same is also not enabled for certain changes made using privileged/ administrative access rights, as described in note 50 to the standalone financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of accounting software.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKS3694

Place: New Delhi
Date: May 27, 2024

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

RE: LUMAX AUTO TECHNOLOGIES LIMITED ('THE COMPANY')

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

(b) All Property, Plant and Equipment have not been physically verified by the management during the current year. However, the Company has regular programme of verifying them once in three years which is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) disclosed in note 5A to the standalone financial statements included in property, plant and equipment held in the name of the Company. Certain title deeds of the immovable Properties, in the nature of freehold as indicated in the below mentioned case which were acquired pursuant to a Scheme of Amalgamation approved by National Company Law Tribunal's (NCLT) Order dated October 31, 2019, are not individually held in the name of the Company.

Description of Property	Gross Carrying value (INR In lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in the name of Company
Freehold land	274.07	Lumax DK Auto Industries Limited	-	W.e.f. November 07, 2007 to till date	Company has acquired this asset, through merger of entity. The Company is in the process of getting this property registered in its the name.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2024.

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

(ii) (a) The inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory have been noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2024 and no discrepancies of 10% or more in aggregate for each class of inventory were noticed in respect of such confirmations.

(b) As disclosed in note 19 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks and financial institutions during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are not in agreement with the books of accounts of the Company and the details as follows:

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

(Rs. in lakhs)

Quarter ending	Amount as per books of account	Amount as per quarterly return/ statement	Discrepancies
Trade receivables			
June 30, 2023	21,418.17	23,412.29	(1,994.12)
September 30, 2023	23,116.45	27,385.44	(4,268.99)
December 31, 2023	26,126.24	29,129.33	(3,003.09)
March 31, 2024	25,317.44	30,585.24	(5,267.80)
Inventory			
June 30, 2023	5,516.29	5,437.13	79.16
September 30, 2023	5,931.51	5,702.62	228.89
March 31, 2024	6,240.25	5,984.46	255.79

(iii) (a) During the year, the Company has provided loans to companies and its employees as follows:

(Rs. in lakhs)

Particulars	Loans
Aggregate amount granted/ provided during the year	
- Subsidiaries	599.79
- Others (loan to employees)	169.07
Balance outstanding as at balance sheet date in respect of above cases	
- Subsidiaries	367.50
- Others (loan to employees)	87.96

Apart from above, during the year, the Company has not provided any loans, advances in the nature of loans, stood guarantee and provided security to firms, Limited Liability Partnerships or other parties.

(b) During the year, the investments made and the terms and conditions of the grant of all loans and advances in the nature of loans and investments to companies and its employees are not prejudicial to the Company's interest. During the year, the Company has not provided guarantees, provided security and granted loans and advances in the nature of loans to firms, Limited Liability Partnerships or any other parties.

(c) The Company has granted loans and advances in the nature of loans during the year to companies and its employees where the schedule of repayment of principal has been stipulated and the repayment or receipts are regular. Apart from above, the Company has not granted loans and advances in the nature of loans to firms, Limited Liability Partnerships or any other parties.

(d) There are no amounts of loans and advances in the nature of loans granted to companies and its employees which are overdue for more than ninety days. Apart from above, the Company has not granted loans or advances in the nature of loans to firms, Limited Liability Partnerships or any other parties.

(e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) Loans, investments, guarantees, and security in respect of which provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(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, related to the manufacture of Automobiles components, 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) Undisputed statutory dues including goods and services tax, provident fund, employees' end, state insurance, income-tax, duty of custom, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed dues in respect of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, duty of custom, value added tax, cess and other statutory dues which were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

(Rs. in lakhs)

Name of the statute	Nature of Dues	Amount involved (INR in lakh)	Amount paid under protest (INR in lakhs)	Period to which amount relates	Forum where the dispute is pending
Custom Act, 1962	Disallowance of Duty Drawback claims	19.24	0.52	FY 2019-20	Assistant Commissioner of Custom
Employee State Insurance Act, 1948	Demand from Employee State Insurance Department	0.90	-	FY 2016-17	Gurugram District Court
Central Excise Act, 1944	Demand of Excise Duty	32.14	-	FY 2014-15 to 2017-18	Deputy/ Assistant Commissioner of CGST

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(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 government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

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

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. The Company does not have any joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or on the Company has been noticed or reported during the year.

(b) During the year, no report under Sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by cost auditor / secretarial auditor or by us in Form ADT –4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) (a) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

(b) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

(c) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

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

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 52 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone 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.

ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE (Contd.)

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

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to Sub-section 5 of Section 135 of the Act. This matter has been disclosed in note 34 to the standalone financial statements.

(xx) (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of Sub-section (6) of Section 135 of the Act. This matter has been disclosed in note 34 to the standalone financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKS3694

Place: New Delhi
Date: May 27, 2024

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to standalone financial statements of Lumax Auto Technologies Limited ("the Company") as of March 31, 2024, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, 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 Company's internal financial controls with reference to these standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO 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 financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED (Contd.)

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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKS3694

Place: New Delhi
Date: May 27, 2024

STANDALONE BALANCE SHEET

AS AT MARCH 31, 2024

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

	Notes	As at March 31, 2024	As at March 31, 2023
ASSETS			
I. Non-current assets			
Property, plant and equipment	3 (a)	22,679.59	23,926.19
Capital work in progress	3 (b)	269.85	220.01
Intangible assets	4	31.68	68.61
Right-of-use assets	5	2,640.24	2,779.66
Investment properties	6	1,612.10	1,670.41
Investment in subsidiaries	7	38,573.30	26,873.91
Income tax assets (net)	8	195.69	689.37
Financial assets			
- Investments	9	12,733.06	10,428.50
- Loans	10	300.49	311.47
- Other financial assets	11	1,332.47	1,262.66
Other non-current assets	12	988.30	725.62
Total non-current assets	**(I)**	**81,356.77**	**68,956.41**
II. Current assets			
Inventories	13	6,240.25	5,006.85
Financial assets			
- Investments	9	17,194.09	9,666.48
- Loans	10	154.97	1,245.91
- Trade receivables	14	25,317.44	19,940.66
- Cash and cash equivalents	15	893.14	571.89
- Other bank balances	16	369.26	5,230.47
- Other financial assets	11	356.32	144.26
Other current assets	12	1,500.47	2,218.08
Total current assets	**(II)**	**52,025.94**	**44,024.60**
Total assets	**(I+II)**	**1,33,382.71**	**1,12,981.01**
EQUITY AND LIABILITIES			
I. Equity			
Equity share capital	17	1,363.15	1,363.15
Other equity	18	66,003.18	56,913.48
Total equity	**(I)**	**67,366.33**	**58,276.63**
Liabilities			
II. Non-current liabilities			
Financial liabilities			
- Borrowings	19	10,021.14	12,288.41
- Lease liability	20	2,062.89	2,255.73
Deferred tax liabilities (net)	22	1,692.26	1,259.46
Total non-current liabilities	**(II)**	**13,776.29**	**15,803.60**
III. Current liabilities			
Financial liabilities			
- Borrowings	19	26,844.67	13,565.16
- Lease liability	20	494.68	407.92
- Trade payables	24		
- total outstanding dues of micro and small enterprises		2,980.10	2,404.34
- total outstanding dues of creditors other than micro and small enterprises		15,301.58	13,895.20
- Other financial liabilities	25	3,218.24	3,277.25
Employee benefit liabilities	21	1,001.15	1,714.97
Other current liabilities	23	2,399.67	3,635.94
Total current liabilities	**(III)**	**52,240.09**	**38,900.78**
Total liabilities	**(II+III)**	**66,016.38**	**54,704.38**
Total equity and liabilities	**(I+II+III)**	**1,33,382.71**	**1,12,981.01**

Summary of material accounting policies 2.2

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

STANDALONE STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2024

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

		Notes	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Income			
I	Revenue from contracts with customers	26	1,33,457.26	1,32,174.10
II	Other income	27	6,311.72	3,368.10
III	**Total income (I+II)**		**1,39,768.98**	**1,35,542.20**
	Expenses			
	Cost of raw materials, components and moulds consumed	28	63,016.82	65,491.73
	Purchases of traded goods	29	27,566.60	25,935.69
	(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods	30	(551.18)	324.27
	Employee benefits expense	31	15,294.78	13,460.48
	Finance costs	32	3,000.67	1,122.95
	Depreciation and amortisation expense	33	3,282.46	3,089.84
	Other expenses	34	16,748.02	16,249.74
IV	**Total expenses**		**1,28,358.17**	**1,25,674.70**
V	**Profit before exceptional items and tax (III-IV)**		**11,410.81**	**9,867.50**
VI	Exceptional Item	35	-	880.00
VII	**Profit before tax (V-VI)**		**11,410.81**	**8,987.50**
	Tax expense:			
	Current tax	22	1,873.91	1,541.69
	Adjustment of tax relating to earlier years	22	38.97	12.03
	Deferred tax charge	22	231.72	81.74
VIII	**Total tax expense**		**2,144.60**	**1,635.46**
IX	**Profit for the year (VII-VIII)**		**9,266.21**	**7,352.04**
	Other comprehensive income (net of tax)			
	Other comprehensive income not to be reclassified to profit or loss in subsequent period			
	Re-measurement (loss)/gain on defined benefit plans	36	(39.04)	58.80
	Income tax effect	36	9.83	(14.80)
	Gain on FVTOCI financial assets	36	3,130.71	5,004.48
	Income tax effect	36	(210.91)	(60.68)
X	**Other comprehensive income for the year (net of tax)**		**2,890.59**	**4,987.80**
XI	**Total comprehensive income for the year (net of tax) (IX+X)**		**12,156.80**	**12,339.84**
XII	**Earnings per share (per share of face value ₹ 2 each) :**			
	-Basic and diluted (in ₹)	37	13.60	10.79

Summary of material accounting policies 2.2

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

per Amit Yadav
Partner
Membership No. 501753

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : New Delhi
Date : May 27, 2024

Place : Gurugram
Date : May 27, 2024

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2024

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

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Cash Flow from Operating Activities		
Profit before tax	**11,410.81**	**8,987.50**
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortisation expense	3,282.46	3,089.84
Profit on sale of property, plant and equipment (net)	(75.67)	(353.56)
Dividend income	(2,956.54)	(475.08)
Liabilities/provisions no longer required, written back	(149.34)	(46.02)
Upfront fees on long term borrowings	-	(580.08)
Outstanding balances written off	-	11.05
Unrealised (gain)/ loss on foreign currency fluctuation	(2.56)	4.13
Provision for investment in Subsidiary Company	-	1.46
Rental income	(727.83)	(674.41)
Interest income	(399.70)	(483.14)
Finance costs	3,000.67	1,122.95
Change in fair value of investment held at FVTPL (net)	(1,006.91)	(536.09)
Operating profit before working capital changes	**12,375.39**	**10,068.55**
Movements in working capital :		
(Increase)/decrease in trade receivables	(5,375.81)	883.64
Increase in other financial assets	(86.60)	(225.73)
Decrease in other assets	717.61	447.40
(Increase)/decrease in inventories	(1,233.40)	1,289.76
Increase/(decrease) in trade payables	2,108.97	(1,349.18)
Increase in other financial liabilities	161.10	864.61
Decrease in other liabilities and provisions	(1,989.13)	(1,516.36)
Cash generated from operations	**6,678.13**	**10,462.69**
Direct taxes paid	(1,419.20)	(1,664.25)
Net cash generated from operating activities (A)	**5,258.93**	**8,798.44**
Cash Flow from Investing Activities		
Purchase of property, plant and equipment (including capital work in progress and capital advances)	(2,280.77)	(4,723.48)
Proceeds from sale of property, plant and equipment	474.46	590.36
Loan given to subsidiaries	(100.00)	(800.00)
Loan received back from subsidiaries	77.50	30.00
Dividend received	2,956.54	475.08
Investment in subsidiaries	(9,732.91)	(19,080.00)
Purchase of current investments (net)	(6,520.70)	(2,232.95)
Purchase of non current investments	-	(122.56)
Redemption of bank deposits (net)	4,661.21	2,626.57
Rent received	727.83	674.41
Interest received	394.58	581.19
Net cash used in investing activities (B)	**(9,342.26)**	**(21,981.38)**

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Cash Flow from Financing Activities		
Proceeds from long term borrowings	476.40	13,021.65
Repayment of long term borrowings	(248.20)	(44.64)
Proceeds from short term borrowings (net)	10,638.08	3,912.62
Dividend paid	(3,067.10)	(2,385.52)
Interest paid	(2,951.74)	(1,021.22)
Payment of principal portion of lease liabilities	(442.86)	(480.92)
Net cash generated from financing activities (C)	**4,404.58**	**13,001.97**
Net increase/(decrease) in cash and cash equivalents (A + B + C)	**321.25**	**(180.97)**
Cash and cash equivalents at the beginning of the year	571.89	752.86
Cash and cash equivalents at the end of the year	**893.14**	**571.89**
Non-cash financing and investing activities		
Acquisition of Right-of-use assets [refer note 5(ii)]	354.84	404.95
Components of cash and cash equivalents		
Cash on hand	3.65	4.32
Balance with banks		
- On current accounts	579.49	567.57
- Deposits with original maturity of 3 months or less	310.00	-
Total cash and cash equivalents (refer note 15)	**893.14**	**571.89**

Summary of material accounting policies (refer note 2.2)

The accompanying notes form an integral part of these standalone financial statements

Refer note 16A for change in liabilities arising from financing activities

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

per Amit Yadav
Partner
Membership No. 501753

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : New Delhi
Date : May 27, 2024

Place : Gurugram
Date : May 27, 2024

STANDALONE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2024

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

	Equity Share Capital (1)	Other Equity						Total Equity (1+2)
		Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total Reserves and Surplus (2)	
As at April 01, 2022	**1,363.15**	**36,998.05**	**401.51**	**4,528.55**	**2,029.58**	**3,001.47**	**46,959.16**	**48,322.31**
Add: Profit for the year	-	7,352.04	-	-	-	-	7,352.04	7,352.04
Add: Other comprehensive income for the year (net of tax)	-	44.00	-	-	-	4,943.80	4,987.80	4,987.80
Less: Dividend paid	-	2,385.52	-	-	-	-	2,385.52	2,385.52
As at March 31, 2023	**1,363.15**	**42,008.57**	**401.51**	**4,528.55**	**2,029.58**	**7,945.27**	**56,913.48**	**58,276.63**
Add: Profit for the year	-	9,266.21	-	-	-	-	9,266.21	9,266.21
Add: Other comprehensive income for the year (net of tax)	-	(29.21)	-	-	-	2,919.80	2,890.59	2,890.59
Add: Reclassification adjustment (refer note 55)	-	525.73	-	-	-	(525.73)	-	-
Less: Dividend paid	-	3,067.10	-	-	-	-	3,067.10	3,067.10
As at March 31, 2024	**1,363.15**	**48,704.20**	**401.51**	**4,528.55**	**2,029.58**	**10,339.34**	**66,003.18**	**67,366.33**

Summary of material accounting policies (refer note 2.2)

The accompanying notes form an integral part of these standalone financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

per Amit Yadav
Partner
Membership No. 501753

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : New Delhi
Date : May 27, 2024

Place : Gurugram
Date : May 27, 2024

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

1. CORPORATE INFORMATION

Lumax Auto Technologies Limited ("the Company") is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its share are listed on two recognized stock exchanges in India. The registered office of the Company is located at 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi-110046.

The financial statements were authorized for issue in accordance with a resolution of the directors on May 27, 2024.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of Preparation

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

The standalone financial statements have been prepared on a historical cost basis, except for the certain financial assets and liabilities which have been measured at fair value or revalued amount (refer accounting policy regarding financial instruments).

The Company has prepared the standalone financial statements on the basis that it will continue to operate as a going concern.

The standalone financial statements are presented in Indian Rupees (₹) and all values are rounded to the nearest Lakhs (₹ 00,000), except wherever otherwise stated.

2.2 Summary of material accounting policies

A. Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the standalone balance sheet.

B. Foreign currencies

Functional and presentational currency

The Company's standalone financial statements are presented in Indian Rupees (₹) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which a company operates and is normally the currency in which the Company primarily generates and expends cash. All amounts have been rounded-off to the nearest Lakhs and two decimals thereof, unless otherwise stated.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in standalone statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in Other Comprehensive Income (OCI) or statement of profit and loss are also recognized in OCI or statement of profit and loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

C. Property, plant and equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Property, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit and loss as incurred.

Items of stores and spares that meet the definition of plant, property and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the standalone statement of profit and loss when the asset is derecognized.

Depreciation on property, plant and equipment

Depreciation is calculated on a straight-line basis over the estimated useful lives as prescribed in Schedule II to the Companies Act, 2013 or as estimated by the management based on technical assessment. The Company has used the following useful lives to provide depreciation on its property, plant and equipment:

Assets	Useful Lives estimated by the management (in years)
Factory Building	30
Other Building	30 to 60
Computers	3
Office equipment	5
Furniture and fixtures	10
Vehicles	5
Electrical installation	10
Plant and equipment	8-21
Plant and equipment (robots)	12
Moulds	9

The Company, based on management estimate, depreciates certain items of plant and equipment, moulds and vehicles over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Leasehold improvement is amortized on a straight-line basis over the period of lease term.

The residual value of property, plant and equipment is considered at 2%.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate. In particular, the Company considers the impact of health, safety and environment legislation in its assessment of expected useful lives and estimated residual values.

D. Intangible assets

Recognition and measurement

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the standalone statement of profit and loss in the year in which the expenditure is incurred.

The useful life of intangible assets are assessed as finite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and amortization method of the intangible asset with a useful finite life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the standalone statement of profit

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

and loss unless such expenditure forms part of carrying value of another assets.

Intangible Assets	Estimated Useful Life (Years)
Computer Software	Over the estimated economic useful lives of 4 years
Technical Know-how	Over the period of Technical Assistance Agreement i.e. 8 years

Intangible assets are amortized on a straight-line basis over the estimated economic useful lives. Amortisation method, useful life and residual values are reviewed at the end of each financial year and adjusted if appropriate.

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

E. Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment properties are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized in the standalone statement of profit and loss as incurred.

The Company depreciates building component of investment property over 30 years from the date of original purchase. Investment properties are depreciated using straight line method over their estimated useful life.

The Company, based on technical assessment made by technical expert and management estimate, depreciates the building over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Though the Company measures investment properties using cost-based measurement, the fair value of investment properties are disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer applying a valuation model as per Ind AS 113 “Fair value measurement”.

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit and loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment properties the Company considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment properties only when there is a change in use. Transfers between investment property, owner-occupied property and inventories do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

F. Investment in subsidiaries and joint venture

The investment in subsidiaries and joint venture are carried at cost as per Ind AS 27 ‘Separate Financial Statements’. The Company regardless of the nature of its involvement with an entity (the investee), determine whether it is a parent by assessing whether it controls the investee. The Company controls an investee when it is exposed, 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. Thus, the Company controls over the investee if and only if it has all the following:

(a) Power over the investee

(b) Exposure, or rights, to variable returns from its involvement with the investee; and

(c) the ability to use its power over the investee to affect the amount of the returns.

Investments are accounted in accordance with Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations" when they are classified as held for sale. On disposal of investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the standalone statement of profit and loss.

G. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

H. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i. Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the asset, as follows:

Land & building	2-12 Years
Solar Power Plant	15 Years
Leasehold land	99 Years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section "Impairment of non-financial assets".

ii. Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii. Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

I. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted as follows:

- **Raw materials, components, stores and spares:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted moving average basis.
- **Work-in-progress and finished goods:** Cost includes cost of direct materials and labor and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on weighted moving average basis.
- **Traded goods:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis.
- **Moulds:** Cost includes cost of purchase and other costs incurred in bringing the moulds to its present location and condition.

  Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

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

J. Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units' (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses of non-financial assets, including impairment on inventories, are recognized in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

K. Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

However, Goods and services tax (GST), is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

(i) Sale of products

Revenue from sale of products (including tools) is recognized at the point in time when control of the asset is transferred to the customer, generally on delivery of the product. The normal credit term is 30 to 120 days upon delivery.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., warranties, customer loyalty points). In determining the transaction price for the sale of equipment, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any).

The Company operates several sales incentive programs wherein the customers are eligible for several benefits on achievement of underlying conditions as prescribed in the scheme programs such as discounts. Revenue from contracts with customers is presented deducting cost of all these schemes.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

(ii) Sale of services

Revenue from sale of services is recognized in accordance with the terms of contract when the services are rendered and the related costs are incurred.

(iii) Contract Balances

Contract assets

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

Trade receivables

A receivable is recognized if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section “financial instruments - initial recognition and subsequent measurement”.

Contract liabilities

A contract liability is recognized if a payment is received, or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognized as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

L. Interest Income

Interest income is accrued on a time basis, by reference to the principal outstanding and recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the EIR, the Company estimates the estimated cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

M. Rental Income

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Refer “Leases” section above for material accounting policy.

N. Dividend Income

Dividend is recognized when the Company’s right to receive the payment is established, which is generally when shareholders approve the dividend.

O. Government grants

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

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

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

P. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

The Company operates a defined benefit gratuity plan for its employees, which requires contributions to be made to a separately administered fund by Life Corporation of India (LIC). The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit obligation liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit obligation liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to the standalone statement of profit and loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

Q. Provisions and contingent liability

General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the standalone statement of profit and loss net of any reimbursement.

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

Contingent liability

Contingent liability is:

a) a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

b) a present obligation that arises from past events but is not recognized because:

  - it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - the amount of the obligation cannot be measured with sufficient reliability.

R. Taxes

Income tax comprises current and deferred tax.

Current income tax

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

Current income tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

(a) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;

(b) In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

(a) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences;

(b) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

S. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

T. Earnings per share (EPS)

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

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the

Company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

U. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

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

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

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

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

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

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

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

At each reporting date, the management analyzes the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents, if any.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosure of fair value measurement hierarchy
- Financial instruments (including those carried at amortized cost)

V. Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

Financial Assets

Initial recognition and measurement

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section “Revenue from contracts with customers”.

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

The Company’s business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

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

a) Financial assets at amortized cost (debt instruments)

b) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)

c) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)

d) Financial assets at fair value through profit or loss

a) Financial assets at amortized cost

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

(i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and

(ii) Contractual terms of the asset give rise on specified dates to cash flows that are ‘solely payments of principal and interest (SPPI)’ on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income or expense in statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

b) Financial assets at FVTOCI (debt instruments)

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

(i) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments); and

(ii) The asset’s contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value changes recognized in OCI is reclassified from the equity to profit or loss.

c) **Financial assets at FVTOCI (equity instruments)**

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 "Financial Instruments: Presentation" and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL.

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

The Company elected to classify irrevocably its non-listed equity investments under this category.

d) **Financial assets at fair value through profit or loss**

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

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognized (i.e. removed from the Company's standalone balance sheet) when:

(i) The rights to receive cash flows from the asset has expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade payables, lease liabilities and other payables.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at amortized cost
- Financial liabilities at fair value through profit or loss (FVTPL)

Financial liabilities at amortized cost

Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortisation process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the standalone statement of profit and loss.

De-recognition

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

Offsetting of financial instruments

Financial assets and 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 recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

W. Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for financial assets. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

X. Business combination

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

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Business Combinations involving entities or businesses in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and where that control is not transitory is accounted using the pooling of interests method as enumerated below:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values or recognize any new assets or liabilities. The only adjustments that are made are to harmonize accounting policies.
- The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.
- The identity of the reserves shall be preserved and shall appear in the standalone financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

Y. Dividend

The Company recognizes a liability to pay dividend to equity holders of the Company when the distribution is authorized, and the distribution is no longer at the discretion of the Company. As per corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

2.3 NEW AND AMENDED STANDARDS

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 01, 2023:

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognized for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at April 01, 2022.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

3(a) Property, plant and equipment

The details of property, plant and equipment (net):

	As at March 31, 2024	As at March 31, 2023
Freehold Land	793.87	793.87
Buildings	5,374.07	5,452.28
Leasehold Improvement	286.10	309.43
Plant and Equipment	14,768.19	16,244.15
Furniture and Fixtures	379.76	361.26
Office Equipment	49.62	60.91
Vehicles	902.86	596.59
Computers	125.12	107.70
Total	**22,679.59**	**23,926.19**

3(b) Capital work in progress

The details of capital work in progress:

	As at March 31, 2024	As at March 31, 2023
Capital work in progress	269.85	220.01
Total	**269.85**	**220.01**

Capital work in progress (CWIP) Ageing Schedule

As at March 31, 2024

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	145.26	124.59	-	-	269.85
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2023

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	220.01	-	-	-	220.01
Projects temporarily suspended	-	-	-	-	-

The projects in progress are not overdue in terms of time and cost from their original approved budget.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

3.1 Property, plant and equipment

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

	Freehold Land	Buildings	Leasehold Improvement	Plant and equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Total	CWIP
Gross Block										
As at April 01, 2022	793.87	6,927.77	385.01	30,518.20	665.09	429.90	770.47	529.42	41,019.73	920.08
Additions	-	969.79	62.29	4,266.64	66.90	25.74	543.41	78.00	6,012.77	5,312.70
Disposals	-	(138.35)	(6.89)	(1,302.79)	(40.12)	(9.72)	(53.82)	(20.51)	(1,572.20)	(6,012.77)
As at March 31, 2023	**793.87**	**7,759.21**	**440.41**	**33,482.05**	**691.87**	**445.92**	**1,260.06**	**586.91**	**45,460.30**	**220.01**
Additions	-	158.19	56.85	917.44	70.86	9.16	559.04	70.70	1,842.24	1,892.08
Disposals	-	-	-	(489.65)	-	-	(219.37)	-	(709.02)	(1,842.24)
As at March 31, 2024	**793.87**	**7,917.40**	**497.26**	**33,909.84**	**762.73**	**455.08**	**1,599.73**	**657.61**	**46,593.52**	**269.85**
Accumulated depreciation										
As at April 01, 2022	-	2,196.74	52.14	16,362.23	311.51	370.35	642.11	465.06	20,400.14	-
Charge for the year	-	213.48	81.42	2,000.72	50.86	24.21	68.66	34.42	2,473.77	-
Disposal	-	(103.29)	(2.58)	(1,125.05)	(31.76)	(9.55)	(47.30)	(20.27)	(1,339.80)	-
As at March 31, 2023	**-**	**2,306.93**	**130.98**	**17,237.90**	**330.61**	**385.01**	**663.47**	**479.21**	**21,534.11**	**-**
Charge for the year	-	236.40	80.18	2,039.56	52.36	20.45	207.38	53.28	2,689.61	-
Disposal	-	-	-	(135.81)	-	-	(173.98)	-	(309.79)	-
As at March 31, 2024	**-**	**2,543.33**	**211.16**	**19,141.65**	**382.97**	**405.46**	**696.87**	**532.49**	**23,913.93**	**-**
Net Block										
As at March 31, 2024	**793.87**	**5,374.07**	**286.10**	**14,768.19**	**379.76**	**49.62**	**902.86**	**125.12**	**22,679.59**	**269.85**
As at March 31, 2023	**793.87**	**5,452.28**	**309.43**	**16,244.15**	**361.26**	**60.91**	**596.59**	**107.70**	**23,926.19**	**220.01**

a) On transition to Ind AS (i.e. April 01, 2016), the Company has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

b) Refer note 19 for information on property, plant and equipment pledged as security for borrowings by the Company.

c) Refer note 40a for disclosure of contractual commitment for the acquisition of property, plant and equipment.

d) Refer note 5A for property, plant and equipment not held in the name of the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

4. INTANGIBLE ASSETS

a) Details of intangible assets:

	As at March 31, 2024	As at March 31, 2023
Computer software	31.68	68.61
Technical know-how	-	-
Total	**31.68**	**68.61**

b) Disclosures regarding gross block of intangible assets, accumulated amortisation and net block:

	Computer software	Technical know-how	Total
Gross block			
As at April 01, 2022	605.67	57.84	663.51
Additions	4.50	-	4.50
Disposals	(4.52)	-	(4.52)
As at March 31, 2023	**605.65**	**57.84**	**663.49**
Additions	3.35	-	3.35
As at March 31, 2024	**609.00**	**57.84**	**666.84**
Accumulated amortisation			
As at April 01, 2022	484.50	57.84	542.34
Charge for the year	57.06	-	57.06
Disposals	(4.52)	-	(4.52)
As at March 31, 2023	**537.04**	**57.84**	**594.88**
Charge for the year	40.28	-	40.28
As at March 31, 2024	**577.32**	**57.84**	**635.16**
Net book value			
As at March 31, 2024	**31.68**	**-**	**31.68**
As at March 31, 2023	**68.61**	**-**	**68.61**

5. RIGHT-OF-USE ASSETS

(i) Details of Right-of-use assets:

	As at March 31, 2024	As at March 31, 2023
Land	454.96	461.00
Solar power plant	393.99	423.94
Building	1,791.29	1,894.72
Total	**2,640.24**	**2,779.66**

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

(ii) Set out below are the carrying amounts of right-of-use assets recognized and the movements during the year:

	Land	Solar Power Plant	Buildings	Total
Gross block				
As at April 01, 2022	546.52	290.59	3,233.81	4,070.92
Additions	-	211.57	193.38	404.95
Disposals	(5.27)	-	(333.54)	(338.81)
As at March 31, 2023	**541.25**	**502.16**	**3,093.65**	**4,137.06**
Additions	-	-	354.84	354.84
Disposals	-	-	(222.53)	(222.53)
As at March 31, 2024	**541.25**	**502.16**	**3,225.96**	**4,269.37**
Accumulated Depreciation				
As at April 01, 2022	75.05	53.48	1,011.24	1,139.77
Amortisation charge for the year	6.05	24.74	469.90	500.69
Disposals	(0.85)	-	(282.21)	(283.06)
As at March 31, 2023	**80.25**	**78.22**	**1,198.93**	**1,357.40**
Amortisation charge for the year	6.04	29.95	458.27	494.26
Disposals	-	-	(222.53)	(222.53)
As at March 31, 2024	**86.29**	**108.17**	**1,434.67**	**1,629.13**
Net book value				
As at March 31, 2024	**454.96**	**393.99**	**1,791.29**	**2,640.24**
As at March 31, 2023	**461.00**	**423.94**	**1,894.72**	**2,779.66**

(iii) The following is the carrying value of lease liability and movement thereof during the year:

	Solar Power Plant	Buildings	Total
As at April 01, 2022	**245.73**	**2,489.24**	**2,734.97**
Additions	211.57	191.26	402.83
Finance cost accrued during the year	12.31	184.12	196.43
Disposals	-	(74.83)	(74.83)
Payment of lease liabilities	(32.21)	(563.54)	(595.75)
As at March 31, 2023	**437.40**	**2,226.25**	**2,663.65**
Additions	-	336.78	336.78
Finance cost accrued during the year	20.84	179.64	200.48
Payment of lease liabilities	(44.79)	(598.55)	(643.34)
As at March 31, 2024	**413.45**	**2,144.12**	**2,557.57**
Current	**25.27**	**469.41**	**494.68**
Non-current	**388.18**	**1,674.71**	**2,062.89**
As at March 31, 2023			
Current	**45.55**	**362.37**	**407.92**
Non-current	**391.85**	**1,863.88**	**2,255.73**

(iv) The Company has applied weighted average incremental borrowing rate to lease liabilities.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(v) The following are the amounts recognized in the statement of profit and loss:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Depreciation expense of Right-of-use assets	494.26	500.69
Interest expense on lease liabilities	200.48	196.43
Expense relating to short-term leases (included in other expenses)	193.93	222.57
Total amount recognized in statement of profit and loss	**888.67**	**919.69**

(vi) The Company had total cash outflows for leases of ₹ 643.34 Lakhs for the year ended March 31, 2024 (March 31, 2023: ₹ 595.75 Lakhs).

(vii) Extension and termination options : Extension and termination options are included in property lease agreements. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. Extension and termination options held are exercisable only by the Company and not by the lessor.

(viii) The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ix) Refer note 47C for maturity analysis of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

5A Details of the title deeds which are not held in the name of the Company

As at March 31, 2024

Relevant line item in the Balance sheet	Property, plant and equipment
Description of item of property	Land
Gross carrying value (₹ in Lakhs)	274.07
Title deeds held in the name of	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No
Property held since which date	November 07, 2007

As at March 31, 2023

Relevant line item in the Balance sheet	Property, plant and equipment	Right-of-use assets	Right-of-use assets
Description of item of property	Land	Land	Land
Gross carrying value (₹ in Lakhs)	274.07	192.00	229.90
Title deeds held in the name of	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No	No	No
Property held since which date	November 07, 2007	May 15, 2006	November 19, 2011

Note: During the year ended March 31, 2020, one of the Subsidiary Companies "Lumax DK Auto Industries Limited" was merged with the Company, pursuant to said merger, the Company has recognized certain immovable assets. During the current year, the title deed of two properties got transferred in the name of the Company and for one property, the Company is in the process of getting the title transferred.

6. INVESTMENT PROPERTIES

	Freehold Land	Buildings	Total
Gross block			
As at April 01, 2022	594.63	1,722.58	2,317.21
Additions	-	-	-
As at March 31, 2023	**594.63**	**1,722.58**	**2,317.21**
Additions	-	-	-
As at March 31, 2024	**594.63**	**1,722.58**	**2,317.21**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Freehold Land	Buildings	Total
Accumulated depreciation and impairments			
As at April 01, 2022	-	588.48	588.48
Depreciation Charge for the year	-	58.32	58.32
As at March 31, 2023	**-**	**646.80**	**646.80**
Depreciation Charge for the year	-	58.31	58.31
As at March 31, 2024	**-**	**705.11**	**705.11**
Net Block			
As at March 31, 2024	**594.63**	**1,017.47**	**1,612.10**
As at March 31, 2023	**594.63**	**1,075.78**	**1,670.41**

Fair Value of Investment Property

As at April 01, 2022	**4,978.29**
Increase in fair value of investment property	562.18
As at March 31, 2023	**5,540.47**
Increase in fair value of investment property	761.17
As at March 31, 2024	**6,301.64**

i) Amount recognized in statement of profit and loss from investment property

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Rental income	661.39	608.77
Direct operating expenses (including repairs and maintenance) arising from property that generated rental Income	-	-
Profit arising from Investment property before depreciation and indirect expenses	**661.39**	**608.77**
Depreciation	58.31	58.32
Profit arising from Investment properties before indirect expenses	**603.08**	**550.45**

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Estimation of Fair Value

Fair value investment property is ascertained on the basis of market rates as determined by the independent registered valuer.

iv) Description of valuation techniques used and key inputs to valuation on investment properties:

	Valuation Technique
Land and Building situated at Plot No. 69, Bidadi Industrial area, 2nd Phase, Sector-2, Parts of 32, 56-59, Bidadi Hobli, Ramanagara Taluka, District Ramanagara, Bengaluru, Karnataka - 562109. Land Area - 15,484 sq mt Land Value - ₹ 2,061.96 Lakhs Building built up area - 7,132.15 sq mt Building Value - ₹ 1,493.29 Lakhs Valuer Name: Jayaram K. (IBBI Registered Valuer & Chartered Engineer)	Market Rate
Land and Building situated at Plot No. 164, Sector-5, IMT Manesar, Gurgaon-122050, Haryana. Land Area - 5,400 sq mt Land Value - ₹ 2,246.40 Lakhs Building built up area - 2,775 sq mt Building Value - ₹ 499.99 Lakhs Valuer Name: Jayaram K. (IBBI Registered Valuer & Chartered Engineer)	Market Rate

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

The valuation has been taken considering values arrived using the following methodologies:

(a) Current replacement cost method, which comprises of net amount of money that is required to replace an asset with a similar one in the current market; and

(b) Sales comparable method, which compares the price or price per unit area of similar properties being sold in the marketplace.

Further, inputs used in the above valuation models are as under:

(i) Market rates/ marketability of the Land in the vicinity.

(ii) Recent property deals/transactions.

(iii) Negotiation skills of the buyer/seller.

(iv) Demand and supply of properties.

(v) Locality, neighbourhood, civic amenities, its connectivity to major centres, etc.

(vi) Shape, size, prominence, plot area, topography, etc.

(vii) Need/ urgency of the seller to sell the said property.

7. INVESTMENT IN SUBSIDIARIES

	As at March 31, 2024	As at March 31, 2023
Investment in equity shares, measured at cost		
Lumax Mannoh Allied Technologies Limited 19,14,284 (As at March 31, 2023 - 19,14,284) equity shares of ₹ 10 each fully paid up	2.51	2.51
Lumax Integrated Ventures Private Limited 8,54,000 (As at March 31, 2023 - 8,54,000) equity shares of ₹ 10 each fully paid up*	85.89	85.89
Lumax Management Services Private Limited 11,25,000 (As at March 31, 2023 - 11,25,000) equity shares of ₹ 10 each fully paid up	4,494.81	4,494.81
Lumax Cornaglia Auto Technologies Private Limited 34,18,787 (As at March 31, 2023 - 34,18,787) equity shares of ₹ 10 each fully paid up	840.71	840.71
Lumax Ancilliary Limited (refer note 55) 20,99,740 (As at March 31, 2023 - Nil) equity shares of ₹ 10 each fully paid up	5,774.28	-
Lumax JOPP Allied Technologies Private Limited 70,55,000 (As at March 31, 2023 - 45,55,000) equity shares of ₹ 10 each fully paid up	705.50	455.50
Lumax Yokowo Technologies Private Limited 82,50,000 (As at March 31, 2023 - 67,50,000) equity shares of ₹ 10 each fully paid up	825.00	675.00
Lumax Alps Alpine India Private Limited 1,18,00,000 (As at March 31, 2023 - 60,50,000) equity shares of ₹ 10 each fully paid up	1,180.00	605.00
Lumax FAE Technologies Private Limited 1,00,90,000 (As at March 31, 2023 - 1,00,90,000) equity shares of ₹ 10 each fully paid up	1,009.00	1,009.00
Lumax Ituran Telematics Private Limited 22,96,001 (As at March 31, 2023 - 22,96,001) equity shares of ₹ 10 each fully paid up	229.60	229.60
Gross investment	**15,147.30**	**8,398.02**
Less: Impairment allowance*	-	(24.11)
Total (A)	**15,147.30**	**8,373.91**

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

	As at March 31, 2024	As at March 31, 2023
Investment in Optionally Convertible Redeemable Debentures (at cost)		
Lumax Integrated Ventures Private Limited (refer note 38) 21,81,00,000 (As at March 31, 2023 - 18,50,00,000) 0.01% Optionally Convertible Redeemable Debentures of ₹ 10 each fully paid up**	21,810.00	18,500.00
Lumax FAE Technologies Private Limited 1,61,60,000 (As at March 31, 2023 - Nil) 0.01% Optionally Convertible Redeemable Debentures of ₹ 10 each fully paid up**	1,616.00	-
Total (B)	**23,426.00**	**18,500.00**
Total (A+B)	**38,573.30**	**26,873.91**
Aggregate value of unquoted investments	**38,573.30**	**26,873.91**
Aggregate amount of impairment in value of investments*	**-**	**24.11**

*Till previous year, the Company was carrying impairment provision amounting to ₹ 24.11 Lakhs against investment made by one of its subsidiary companies i.e. Lumax Integrated Ventures Private Limited ("LIVE"). Those entities (in which LIVE had made investments) have been liquidated and the said provision is no longer required to be carried in the books and accordingly has been written back in its books of accounts during the current year.

** Optionally convertible redeemable debentures (OCRD) are convertible at the option of the issuer of the instrument and the coupon rate is 0.01%. At the expiry of 10 years, each OCRD shall be mandatorily converted into 1 equity share. However, issuer may, at any time prior to expiry of 10 years convert the OCRDs in the ratio of 1:1 (i.e. one (1) equity share for each OCRD issued by issuer) or redeem the OCRDs at the fair market value or at par value, whichever is higher. The resulting shares upon conversion shall rank pari-passu in all respect with the existing equity shares. Accordingly, OCRDs has been classified as an equity instrument both in books of issuer and the Company in terms of the requirement of the Ind AS 109.

Note: On March 12, 2024, a new Company namely "Lumax Resources Private Limited" was incorporated as a wholly owned subsidiary of the Company.

8 INCOME TAX ASSETS (NET)

	As at March 31, 2024	As at March 31, 2023
Non-current tax assets (net)	**195.69**	**689.37**

9. INVESTMENTS

		As at March 31, 2024	As at March 31, 2023
A.	**Non-current Investments***		
	Investments measured at fair value through other comprehensive income		
	Investments in equity instruments of other entities		
	Lumax Industries Limited (Quoted) 5,25,000 (As at March 31, 2023 - 5,25,000) equity shares of ₹ 10 each fully paid up	12,610.50	9,303.26
	Investment in Avaada KNSolar Private Limited (Unquoted) 12,25,000 (As at March 31, 2023 - 12,25,000) equity shares of ₹ 10 each fully paid up	122.56	122.56
	Lumax Ancillary Limited (Unquoted) (refer note 55) Nil (As at March 31, 2023 - 3,00,420) equity shares of ₹ 10 each fully paid up	-	1,002.68
	Total	**12,733.06**	**10,428.50**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

		As at March 31, 2024	As at March 31, 2023
B.	**Current investments****		
	Investments measured at fair value through Profit and loss		
	(i) Investment in Non-Convertible Debentures (Quoted)		
	L&T Finance Limited 50 units (As at March 31, 2023 - 50 units)	556.93	509.61
	MAS Financial Services Limited Nil (As at March 31, 2023 - 25 units)	-	265.74
	Piramal Enterprises Limited 50 units (As at March 31, 2023 - 50 units)	566.32	529.00
	Shriram Transport Finance Company Limited Nil (As at March 31, 2023 - 40 units)	-	458.82
	Shriram Housing Finance Limited 50 Units (As at March 31, 2023 - 50 units)	563.48	518.39
	(ii) Investment in Mutual funds (Unquoted)		
	SBI Floating Rate Debt Fund- Direct Plan Growth Nil (As at March 31, 2023 - 3,31,09,562 units)	-	3,706.98
	AXIS Liquid Fund Growth 1,501 Units (As at March 31, 2023 - Nil)	40.44	-
	SBI Saving Fund Direct Plan Growth 71,00,162 units (As at March 31, 2023 - 73,13,631 units)	2,871.41	2,747.83
	SBI Arbitrage Opportunities Fund Direct Plan Growth 3,75,26,940 units (As at March 31, 2023 - Nil)	12,283.99	-
	SBI Overnight Fund Direct Growth 118 units (As at March 31, 2023 - 17,075 units)	4.58	623.10
	(iii) Investment in India Grid Trust (InvITs) (Quoted) 2,20,300 units (As at March 31, 2023 - 2,20,300 units)	292.52	296.92
	(iv) Investment in Equity Instruments (Quoted)		
	Reliance Industries Limited 433 (As at March 31, 2023 - 433) equity shares of ₹ 10 each fully paid up	12.89	10.09
	Jio Financial Services Limited 433 (As at March 31, 2023 - Nil) equity shares of ₹ 10 each fully paid up	1.53	-
	Total	**17,194.09**	**9,666.48**
	Current	**17,194.09**	**9,666.48**
	Non-current	**12,733.06**	**10,428.50**
	Aggregate book value/ market value of quoted investments (refer note 46)	**14,604.17**	**11,891.83**
	Aggregate value of unquoted investments (refer note 46)	**15,322.98**	**8,203.15**

Non-current investments

*Investment in equity instrument where the business model of the Company is not for trading, the Company has opted for irrevocable option to present subsequent changes in the fair value of an investment in an equity instrument through Other Comprehensive income (FVTOCI).

Current investments

**Investment in current investments, the Company has opted irrevocable option to present subsequent changes in the fair value of an investment in financial instrument through profit or loss (FVTPL).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

10. LOANS

	As at March 31, 2024	As at March 31, 2023
Unsecured and considered good (unless otherwise stated)		
Non-current		
Loan to Employees*	27.99	33.97
Loan to Subsidiary Company (refer note 51)	272.50	277.50
Total (A)	**300.49**	**311.47**
Current		
Loan to Employees*	59.97	62.20
Loan to Subsidiary Company (refer note 51)	95.00	1,183.71
Total (B)	**154.97**	**1,245.91**
Total loans carried at amortized cost (A+B)	**455.46**	**1,557.38**
Current	**154.97**	**1,245.91**
Non-current	**300.49**	**311.47**

The Company has not provided any loans which are either repayable on demand or are without specifying any terms or period of repayment.

*Includes loan to key management personnel of the Company ₹ 22.50 Lakhs (March 31, 2023: ₹ 37.50 Lakhs) (refer note 41).

*Also includes interest free loans provided to employees, payable in equal monthly installements as per the Company's policy.

11. OTHER FINANCIAL ASSETS

	As at March 31, 2024	As at March 31, 2023
Unsecured and considered good (unless otherwise stated)		
Non-current		
Security deposits	529.53	572.90
Government grant receivable*	802.94	689.76
Total (A)	**1,332.47**	**1,262.66**
Current		
Interest accrued but not due**	72.84	67.72
Other recoverables	83.48	76.54
Deposits with original maturity of more than 12 months and remaining maturity of less than 12 months	200.00	-
Total (B)	**356.32**	**144.26**
Total (A+B)	**1,688.79**	**1,406.92**
Current	**356.32**	**144.26**
Non-current	**1,332.47**	**1,262.66**

Note: The Company has pledged part of its short-term deposits with banks for non fund based facilities. As at March 31, 2024, the fair values of the short-term deposits pledged are ₹ 200.00 Lakhs (March 31, 2023: Nil).

*Government grant receivables represent amount of subsidy claim receivable on the capital investment made by the Company in the state of Maharashtra.

**Interest accrued but not due includes interest accrued on loan given to subsidiaries amounting to ₹ 49.70 Lakhs (March 31, 2023: Nil) (refer note 41)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

Break up of financial assets carried at:

	As at March 31, 2024	As at March 31, 2023
Amortised cost:		
Trade receivables (refer note 14)	25,317.44	19,940.66
Cash and cash equivalents (refer note 15)	893.14	571.89
Other bank balance (refer note 16)	369.26	5,230.47
Loans (refer note 10)	455.46	1,557.38
Other financial assets (refer note 11)	1,688.79	1,406.92
Fair value through other comprehensive income:		
Non-current investments (refer note 9)	12,733.06	10,428.50
Fair value through Profit and loss:		
Current investments (refer note 9)	17,194.09	9,666.48
Total financial assets	**58,651.24**	**48,802.30**
Current	**44,285.22**	**36,799.67**
Non-current	**14,366.02**	**12,002.63**

12. OTHER ASSETS

	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless otherwise stated)		
Non-current		
Advances for property, plant and equipment	375.09	112.41
Deposit under protest*	613.21	613.21
Total (A)	**988.30**	**725.62**
Current		
Balance with statutory/government authorities	175.22	1,083.83
Advance to suppliers	1,071.54	898.55
Prepaid expenses	195.12	184.28
Export benefits receivable	3.84	5.24
Other advances	54.75	46.18
Total (B)	**1,500.47**	**2,218.08**
Total (A+B)	**2,488.77**	**2,943.70**
Current	**1,500.47**	**2,218.08**
Non-current	**988.30**	**725.62**

*includes amount paid under protest of ₹ 612.43 Lakhs (March 31, 2023: ₹ 612.43 Lakhs) to Debt Recovery Appellate Tribunal (DRAT). Refer note 40b(iii).

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

13. INVENTORIES (AT LOWER OF COST AND NET REALISABLE VALUE)

	As at March 31, 2024	As at March 31, 2023
Raw materials and components [includes material in transit ₹ 31.22 Lakhs (As at March 31, 2023 ₹ 21.26 Lakhs)]	2,531.81	2,068.97
Work-in-progress	318.54	275.63
Finished goods [includes sales in transit ₹ 204.72 Lakhs (As at March 31, 2023 ₹ 139.88 Lakhs)]	475.33	468.77
Traded goods	2,322.33	1,820.62
Moulds	257.61	98.55
Stores and spares	334.63	274.31
Total inventories	**6,240.25**	**5,006.85**

14. TRADE RECEIVABLES

a) Details of trade receivables:

	As at March 31, 2024	As at March 31, 2023
Receivables from related parties (refer note 41)	4,265.54	3,816.81
Receivables from others	21,051.90	16,123.85
Total Trade receivables	**25,317.44**	**19,940.66**

b) Break-up for security details:

	As at March 31, 2024	As at March 31, 2023
Trade receivables		
Secured, considered good	418.37	404.22
Unsecured, considered good	24,899.07	19,536.44
Unsecured, credit impaired	96.91	115.91
Total	**25,414.35**	**20,056.57**
Impairment allowance for trade receivables	(96.91)	(115.91)
Total (net)	**25,317.44**	**19,940.66**

c) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Further no trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member, other than those disclosed in note 41.

d) Trade receivables are non-interest bearing and are generally on terms of not more than 30-120 days.

e) For terms and conditions relating to related party receivables, refer Note 41.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

f) Trade receivables Ageing Schedule

As at March 31, 2024

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	21,316.06	3,812.68	188.70	-	-	-	**25,317.44**
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade receivables - credit impaired	-	-	-	12.39	6.01	0.27	**18.67**
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	78.24	**78.24**
Total	**21,316.06**	**3,812.68**	**188.70**	**12.39**	**6.01**	**78.51**	**25,414.35**

As at March 31, 2023

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	16,881.11	3,038.88	20.67	-	-	-	**19,940.66**
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	48.11	0.30	**48.41**
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade receivables - credit impaired	-	-	-	1.79	-	65.71	**67.50**
Total	**16,881.11**	**3,038.88**	**20.67**	**1.79**	**48.11**	**66.01**	**20,056.57**

15. CASH AND CASH EQUIVALENTS

	As at March 31, 2024	As at March 31, 2023
Balances with banks:		
- On current accounts	579.49	567.57
- Deposits with original maturity of 3 months or less*	310.00	-
Cash on hand	3.65	4.32
Total	**893.14**	**571.89**

*Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

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

16. OTHER BANK BALANCES

	As at March 31, 2024	As at March 31, 2023
Other bank balances:		
- Deposits with original maturity of more than 3 months but less than 12 months	343.36	5,205.06
- On unpaid dividend account*	25.90	25.41
Total	**369.26**	**5,230.47**

* The Company can utilize the balance only towards settlement of unclaimed dividend.

Note: The Company has pledged part of its short-term deposits with banks for non fund based facilities. As at March 31, 2024 the fair values of the short-term deposits pledged were ₹ 343.36 Lakhs (March 31, 2023: ₹ 1,060.68 Lakhs).

Changes in liabilities arising from financing activities:

	As at April 01, 2023	Cash flows/ Others	Addition of new lease and disposal	Other adjustments*	As at March 31, 2024
		Proceeds /(repayment) (net)			
Non-current borrowings (including current maturities)	12,440.95	228.20	-	145.96	12,815.11
Current borrowings	13,412.62	10,638.08	-	-	24,050.70
Lease liabilities	2,663.65	(442.86)	336.78	-	2,557.57
Total liabilities from financing activities	**28,517.22**	**10,423.42**	**336.78**	**145.96**	**39,423.38**

	As at April 01, 2022	Cash flows/ Others	Addition of new lease and disposal	Other adjustments*	As at March 31, 2023
		Proceeds /(repayment) (net)			
Non-current borrowings (including current maturities)	44.02	12,977.01	-	(580.08)	12,440.95
Current borrowings	9,500.00	3,912.62	-	-	13,412.62
Lease liabilities	2,734.97	(399.32)	328.00	-	2,663.65
Total liabilities from financing activities	**12,278.99**	**16,490.31**	**328.00**	**(580.08)**	**28,517.22**

* Other adjustments represents recognition of upfront fees paid on term loans and its amortisation.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

17. EQUITY SHARE CAPITAL

a) Details of equity share capital:

	As at March 31, 2024	As at March 31, 2023
Authorised equity share capital		
23,05,00,000 (As at March 31, 2023: 23,05,00,000) equity shares of ₹ 2 each	4,610.00	4,610.00
	4,610.00	**4,610.00**
Issued, subscribed and fully paid up capital		
6,81,57,705 (As at March 31, 2023: 6,81,57,705) equity shares of ₹ 2 each	1,363.15	1,363.15
	1,363.15	**1,363.15**

b) Reconciliation of authorised equity share capital

	Equity Shares	
	No. of shares	Amount
As at April 01, 2022	23,05,00,000	4,610.00
Increase during the year	-	-
As at March 31, 2023	**23,05,00,000**	**4,610.00**
Increase during the year	-	-
As at March 31, 2024	**23,05,00,000**	**4,610.00**

c) Reconciliation of issued, subscribed and paid up share capital

	Equity Shares	
	No. of shares	Amount
Equity shares of ₹ 2 each issued, subscribed and fully paid		
As at April 01, 2022	6,81,57,705	1,363.15
Issued during the year	-	-
As at March 31, 2023	**6,81,57,705**	**1,363.15**
Issued during the year	-	-
As at March 31, 2024	**6,81,57,705**	**1,363.15**

d) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity is entitled to one vote per share.

The Company declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting.

In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of any preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e) Details of shareholders holding more than 5% shares in the Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2023: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
DSP Small Cap Fund	59,50,673	8.73%	38,93,047	5.71%
Albula Investment Fund Limited	13,80,434	2.03%	61,58,135	9.04%

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

f) Details of Shareholding of Promoters in the Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2023: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Dhanesh Kumar Jain Family Trust	2,03,950	0.30%	2,03,950	0.30%

There is no movement in holding of promoters during the year ended March 31, 2024 and year ended March 31, 2023.

g) The Company does not have any equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

18. OTHER EQUITY

Reconciliation of Other Equity

	Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total
As at April 01, 2022	**36,998.05**	**401.51**	**4,528.55**	**2,029.58**	**3,001.47**	**46,959.16**
Add: Profit for the year	7,352.04	-	-	-	-	7,352.04
Add: Other comprehensive income for the year (net of tax)	44.00	-	-	-	4,943.80	4,987.80
Less: Dividend paid	2,385.52	-	-	-	-	2,385.52
As at March 31, 2023	**42,008.57**	**401.51**	**4,528.55**	**2,029.58**	**7,945.27**	**56,913.48**
Add: Profit for the year	9,266.21	-	-	-	-	9,266.21
Add: Reclassification adjustment (refer note 55)	525.73	-	-	-	(525.73)	-
Add: Other comprehensive income for the year (net of tax)	(29.21)	-	-	-	2,919.80	2,890.59
Less: Dividend paid	3,067.10	-	-	-	-	3,067.10
As at March 31, 2024	**48,704.20**	**401.51**	**4,528.55**	**2,029.58**	**10,339.34**	**66,003.18**

18.1 Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

b) FVTOCI Reserve

The Company has elected to recognize changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognized.

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilized only in accordance with the specific requirements of Companies Act, 2013.

d) Retained Earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

e) Capital reserve

Capital reserve are the reserve created for gain on bargain purchase related to business combinations.

18.2 Distributions made and proposed

	As at March 31, 2024	As at March 31, 2023
Cash dividend on equity shares declared and paid		
Final cash dividend for the year ended March 31, 2023: ₹ 4.50 per share (March 31, 2022: ₹ 3.50 per share) on face value of ₹ 2 each	3,067.10	2,385.52
Proposed dividend on Equity shares *		
Final cash dividend proposed for the year ended March 31, 2024: ₹ 5.50 per share (March 31, 2023: ₹ 4.50 per share) on face value of ₹ 2 each	3,748.67	3,067.10

* Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at year end.

19. BORROWINGS

a) Details of Non-current borrowings:

	As at March 31, 2024	As at March 31, 2023
Term Loans		
Rupee term loan from banks (secured)*	7,231.04	7,140.24
Rupee term loan from financial institutions (secured)**	4,834.84	4,779.68
Vehicle loan from banks (secured)#	749.23	521.03
Less: current maturity disclosed under current borrowings		
- Rupee term loan from Banks	(1,500.00)	-
- Rupee term loan from financial institutions	(1,000.00)	-
- Vehicle loan from Banks	(293.97)	(152.54)
Total borrowings	**10,021.14**	**12,288.41**
Total current (disclosed under current borrowings)	**2,793.97**	**152.54**
Total Non-current	**10,021.14**	**12,288.41**
Aggregate secured loans	12,815.11	12,440.95
Aggregate unsecured loans	-	-
Total Borrowings	**12,815.11**	**12,440.95**

*Term Loan amounting ₹ 7,231.04 Lakhs {after netting off ₹ 268.96 Lakhs (March 31, 2023: ₹ 359.76 Lakhs) outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate method} (March 31, 2023: ₹ 7,140.24 Lakhs) from banks carrying interest @ 9.30% per annum are secured by way of first pari pasu equitable/registered mortgage charge on immovable properties of the Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 375.00 Lakhs each over a period of five years starting from June 2024.

**Term Loan amounting ₹ 4,834.84 Lakhs {after netting off ₹ 165.16 Lakhs (March 31, 2023: ₹ 220.32 Lakhs) outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate method} (March 31, 2023: ₹ 4,779.68 Lakhs) from financial institution carrying interest @ 10.10% per annum are secured by way of first and exclusive charge in favour of the security trustee (inter se first pari pasu charge with Kotak Mahindra Bank Limited) (by way of registered/equitable mortgage) on identified land and building and structures thereon of the immovable assets and by way of hypothecation on all the moveable fixed assets of the Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 250.00 Lakhs each over a period of five years starting from June 2024.

#Vehicle loan amounting ₹ 749.23 Lakhs (March 31, 2023: ₹ 521.03 Lakhs) from banks carrying interest @ 7.60%-9.40% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of thirty nine months from the date of availment.

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

b) Details of current borrowings:

	As at March 31, 2024	As at March 31, 2023
Current Maturities of non-current borrowings		
Current maturity of vehicle loan from banks (refer note above)	293.97	152.54
Current maturity of rupee term loan from banks (refer note above)	1,500.00	-
Current maturity of rupee term loan from financial institutions (refer note above)	1,000.00	-
Loan repayable On Demand		
Working capital loan from banks (Secured)*	12,550.70	8,500.00
Working capital loan from banks (Unsecured)**	500.00	2,000.00
Working capital loan from financial institutions (Secured)#	7,000.00	2,800.00
Working capital loan from financial institutions (Unsecured)##	4,000.00	-
On cash credit accounts (Secured)***	-	112.62
Total	**26,844.67**	**13,565.16**
Aggregate Unsecured loan	**4,500.00**	**2,000.00**
Aggregate Secured loan	**22,344.67**	**11,565.16**

*Working capital demand loan ₹ 12,550.70 Lakhs (March 31, 2023: ₹ 8,500.00 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 7.60% to 8.86% per annum, secured by way of Pari-passu first charge on entire current assets of the Company both present and future.

**Working capital demand loan ₹ 500.00 Lakhs (March 31, 2023: ₹ 2,000.00 Lakhs) from Bank is repayable in 90-100 days from respective drawdown and carries interest @ 8.86% per annum, unsecured.

#Working capital demand loan ₹ 7,000.00 Lakhs (March 31, 2023: ₹ 1,500.00 Lakhs) from financial institution is repayable in 90 days from respective drawdown and carries interest @ 8.10% to 8.30% per annum secured against the first pari pasu charge on current assets of the Company.

#Working capital demand loan ₹ Nil (March 31, 2023: ₹ 1,300.00 Lakhs) from financial institution was repayable in 90 days from respective drawdown secured against the exclusive charge on current and moveable fixed assets of the Company.

##Working capital demand loan ₹ 4,000.00 Lakhs (March 31, 2023: ₹ NIL) from financial institution is repayable in 90 days from respective drawdown and carries interest @ 8.30% per annum, unsecured.

***Cash Credit ₹ Nil (March 31, 2023: ₹ 112.62 Lakhs) secured by way of Pari-passu charge on stocks and book debts of the Company.

Undrawn committed borrowing facility

The Company has availed fund based working capital limits amounting to ₹ 26,000.00 Lakhs (March 31, 2023: ₹ 23,500.00 Lakhs) from banks and financial institutions. An amount of ₹ 1,949.30 Lakhs remain undrawn as at March 31, 2024 (March 31, 2023: ₹ 10,087.38 Lakhs).

Loan covenants

The Company has satisfied all debt covenants prescribed in the terms of loans. The Company has not defaulted on any loans payable.

Wilful defaulter

The Company have not been declared wilful defaulter by any bank or financial institutions or government or any government authority. Terms loans have been applied for the purpose for which they were obtained.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

In pursuant to borrowing taken by the Company from banks and financial institutions on security of current assets, the Company is required to submit the information periodically which includes the stock statement and book debts statement. During the current year, the Company has submitted the following financial information to all banks and financial institutions, from whom working capital demand loan has been taken, on quarterly basis, which in some of these cases is not reconciled with books of accounts as follows:

Quarter ending	Amount as per books of accounts	Amount as reported in the quarterly return / statement	Discrepancies	Reason for material discrepancies
Trade receivables				The quarterly statements filed with banks and financial institutions within stipulated time were based on the unaudited books of account which did not include the adjustment recorded by the Company at the time of preparation/finalisation of financial statements
June 30, 2023	21,418.17	23,412.29	(1,994.12)	
September 30, 2023	23,116.45	27,385.44	(4,268.99)	
December 31, 2023	26,126.24	29,129.33	(3,003.09)	
March 31, 2024	25,317.44	30,585.24	(5,267.80)	
Inventory				
June 30, 2023	5,516.29	5,437.13	79.16	
September 30, 2023	5,931.51	5,702.62	228.89	
March 31, 2024	6,240.25	5,984.46	255.79	

For the year ended March 31, 2023, the Company has been sanctioned working capital limit in excess of ₹ 500.00 Lakhs in aggregate from banks and financial institutions during the year on the basis of security or current assets of the Company. The quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company.

20. LEASE LIABILITY

	As at March 31, 2024	As at March 31, 2023
Non-current		
Lease liability	2,062.89	2,255.73
Total (A)	**2,062.89**	**2,255.73**
Current		
Lease liability	494.68	407.92
Total (B)	**494.68**	**407.92**
Total (A+B) (refer note 5(iii))	**2,557.57**	**2,663.65**
Non-current	**2,062.89**	**2,255.73**
Current	**494.68**	**407.92**

21. EMPLOYEE BENEFIT LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Current		
Provision for gratuity (refer note 39)	277.50	951.40
Provision for compensated absences	723.65	763.57
Total	**1,001.15**	**1,714.97**
Current	**1,001.15**	**1,714.97**
Non-current	**-**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

22. INCOME TAX

(a) Profit or loss section

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Current income tax:		
Current income tax charge	1,873.91	1,541.69
Adjustments in respect of current income tax of previous year	38.97	12.03
Deferred tax:		
Relating to origination and reversal of temporary differences	231.72	81.74
Income tax expense reported in the statement of profit and loss	**2,144.60**	**1,635.46**

(b) OCI section

Deferred tax related to items recognized in Other Comprehensive Income during the year:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Tax effect on remeasurements of defined benefit plans	9.83	(14.80)
Tax effect of gain on FVTOCI financial assets	(210.91)	(60.68)
Deferred tax charged to Other Comprehensive Income	**(201.08)**	**(75.48)**

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Accounting profit before income tax	**11,410.81**	**8,987.50**
Tax at the Income tax rate of 25.168% (March 31, 2023: 25.168%)	2,871.87	2,261.97
Adjustments		
Permanent difference	(4.42)	9.79
Income taxable at different income tax rate/ different tax base	(10.70)	(87.34)
Impact due to set-off of carry forwarded losses of merged entity	-	(418.30)
Dividend deduction u/s 80M	(744.10)	(119.57)
Others	31.95	(11.09)
As at the effective income tax rate of 18.79% (March 31, 2023: 18.20%)	**2,144.60**	**1,635.46**
Income tax expense reported in the statement of profit and loss	**2,144.60**	**1,635.46**

(d) Deferred tax

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2024	As at March 31, 2023	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Deferred tax assets relates to the following :				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	383.54	571.56	(188.02)	80.71
Impact of impairment allowance for doubtful debts	24.39	29.17	(4.78)	(0.28)
Deferred tax on lease liabilities	643.69	670.39	(26.70)	(17.95)
Others	14.16	1.64	12.52	0.30
Total (A)	**1,065.78**	**1,272.76**	**(206.98)**	**62.78**
Deferred tax liability relates to the following :				
Right-of-use asset	525.20	563.22	(38.02)	(41.52)
Accelerated depreciation for tax purposes	1,580.96	1,614.41	(33.45)	10.14
Unamortized upfront fees on term loans	109.26	146.00	(36.74)	146.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2024	As at March 31, 2023	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Un-realised gain on current investments	231.30	98.35	132.95	29.90
Total (B)	**2,446.72**	**2,421.98**	**24.74**	**144.52**
Deferred tax expense charged to statement of profit and loss (C=B-A)			**231.72**	**81.74**
Tax impact on OCI				
Deferred tax assets relates to the following :				
On Re-measurement gain on defined benefit plans (D)	21.28	11.45	9.83	(14.80)
Deferred tax liability relates to the following :				
On FVTOCI financial assets (E)	332.60	121.69	210.91	60.68
Deferred tax expense charged to statement of profit and loss and OCI (C-D+E)			**432.80**	**157.22**
Total deferred tax liability (Net) (B-A-D+E)	**1,692.26**	**1,259.46**		

23. OTHER LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Current		
Statutory dues	835.75	1,034.50
Advance from customers	347.85	196.82
Other liabilities (refer note 49)	1,216.07	2,404.62
Total	**2,399.67**	**3,635.94**
Current	**2,399.67**	**3,635.94**
Non-current	**-**	**-**

24. TRADE PAYABLES

	As at March 31, 2024	As at March 31, 2023
Trade payables		
- Total outstanding dues of micro and small enterprises (refer note below for details of due to micro and small enterprises)	2,980.10	2,404.34
- Total outstanding dues of creditors other than micro and small enterprises	15,301.58	13,895.20
	18,281.68	**16,299.54**
- Trade payables to related parties (refer note 41)	1,859.82	1,177.10
- Trade payables to others	16,421.86	15,122.44
Total	**18,281.68**	**16,299.54**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 30 to 90 day terms.

For explanations on the Company's credit risk management processes, refer note 47.

For terms and conditions with related parties, refer to Note 41.

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

a) Information as required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2024 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

	As at March 31, 2024	As at March 31, 2023
Principal amount and interest due there on remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	2,980.10	2,404.34
Interest due on above	0.05	0.02
	2,980.15	**2,404.36**
The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	3.25
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	2.79	3.33
The amount of interest accrued and remaining unpaid at the end of each accounting year.	64.90	62.11
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

In respect of total outstanding dues of micro enterprises and small enterprises beyond the period of 45 days from the due date and also as mentioned in the form MSME-1 filed by the Company with Registrar of Companies, there has been delay in payment to these MSME vendors due to non-submission of requisite documents by the respective vendors, which has been acknowledged by the vendors. Hence, the Company has been unable to process their payments and the delay is not attributable to the Company.

b) Trade Payable Ageing Schedule

As at March 31, 2024

Particulars	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	2,976.00	4.10	-	-	-	**2,980.10**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	10,875.53	4,279.44	23.69	65.10	57.82	**15,301.58**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**13,851.53**	**4,283.54**	**23.69**	**65.10**	**57.82**	**18,281.68**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

As at March 31, 2023

Particulars	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	2,337.81	66.53	-	-	-	**2,404.34**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	9,975.00	3,719.92	119.16	29.35	51.77	**13,895.20**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**12,312.81**	**3,786.45**	**119.16**	**29.35**	**51.77**	**16,299.54**

25. OTHER FINANCIAL LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Other financial liabilities at amortized cost		
Current		
Amount payable for property, plant and equipment	228.13	351.21
Employee related payable*	1,692.81	1,492.98
Unsecured deposits from customers	529.13	513.08
Unpaid dividends**	25.90	25.41
Interest accrued but not due	6.79	103.82
Other Liabilities#	735.48	790.75
Total	**3,218.24**	**3,277.25**
Current	**3,218.24**	**3,277.25**
Non-current	**-**	**-**

* Includes payable to directors of ₹ 1,073.94 Lakhs (March 31, 2023: ₹ 714.18 Lakhs) (refer note 41)

**Investor Education and Protection Fund is being credited by the amount of unclaimed dividend after seven years from the due date. Accordingly, the Company has transferred ₹ 1.15 Lakhs during the current year (March 31, 2023: ₹ 1.67 Lakhs) to the Investor Education and Protection Fund.

Represents liabilities towards incentives/discounts payable to dealers of the Company.

Breakup of financial liabilities at amortized cost:

	As at March 31, 2024	As at March 31, 2023
Borrowings (refer note 19)	36,865.81	25,853.57
Lease liabilities (refer note 20)	2,557.57	2,663.65
Trade payables (refer note 24)	18,281.68	16,299.54
Other financial liabilities (refer note 25)	3,218.24	3,277.25
Total financial liabilities carried at amortized cost	**60,923.30**	**48,094.01**

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

26. REVENUE FROM CONTRACTS WITH CUSTOMERS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Sale of products		
Finished goods (refer note 49)	91,453.25	90,336.60
Traded goods	39,620.58	36,868.71
Total sale of products (A)	**1,31,073.83**	**1,27,205.31**
Sale of services		
Sale of service	372.00	792.06
Job work income	1,005.15	370.01
Total Sale of services (B)	**1,377.15**	**1,162.07**
Other operating revenue		
Export incentive	26.81	-
Scrap sale	133.21	139.90
Mould and tool sale	846.26	3,666.82
Total other operating revenue (C)	**1,006.28**	**3,806.72**
Total revenue from contracts with customers (A+B+C)	**1,33,457.26**	**1,32,174.10**

26.1 Contract balances

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Trade receivables (refer note 14)	25,317.44	19,940.66
Contract liabilities (refer note 23)	347.85	196.82

Movement in Contract liabilities

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Contract liabilities at the beginning of the year	196.82	1,186.77
Amount received against contract liabilities during the year	347.85	196.82
Performance obligation satisfied in current year	(196.82)	(1,186.77)
Contract liabilities at the end of the year	**347.85**	**196.82**

26.2 Timing of revenue recognition

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Goods transferred at a point in time	1,32,080.11	1,31,012.03
Services transferred over time	1,377.15	1,162.07
	1,33,457.26	**1,32,174.10**

26.3 Performance obligation

The performance obligation is satisfied upon delivery of the goods to the customer and payment is generally due within 30 to 120 days from delivery.

The performance obligation is satisfied over time and payment is generally due upon completion of service as per the contract with customers.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

26.4 Reconciling the amount of revenue recognized in the statement of profit and loss with the contracted price

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Revenue as per contracted price	**1,36,725.28**	**1,35,179.91**
Adjustments		
Discounts	(3,268.02)	(3,005.81)
	1,33,457.26	**1,32,174.10**
India	1,31,579.38	1,30,992.17
Outside India	1,877.88	1,181.93
Total Revenue from Contracts with Customers	**1,33,457.26**	**1,32,174.10**

27. OTHER INCOME

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest income		
- On fixed deposits	140.31	305.29
- On loans and debentures to subsidiaries	109.65	88.19
- Others	149.74	89.66
Liabilities/ provisions no longer required written back (net)	149.34	46.02
Rental Income	727.83	674.41
Royalty Income	401.12	311.60
Dividend Income	2,956.54	475.08
Net gain on foreign currency fluctuations	21.81	3.67
Net change in fair value of investment held at FVTPL	1,006.91	536.09
Government grant	419.62	345.79
Profit on sale of propety, plant and equipment (net)	75.67	353.56
Miscellaneous income	153.18	138.74
Total	**6,311.72**	**3,368.10**

28. COST OF RAW MATERIALS, COMPONENTS AND MOULDS CONSUMED

Cost of raw materials and components consumed

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Inventory at the beginning of the year	2,068.97	1,991.67
Add: Purchases	62,863.54	62,394.80
Less: Inventory at the end of the year	(2,531.81)	(2,068.97)
Cost of raw materials and components consumed (A)	**62,400.70**	**62,317.50**

Cost of moulds consumed

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Inventory at the beginning of the year	98.55	1,153.94
Add: Purchases	775.18	2,118.84
Less: Inventory at the end of the year	(257.61)	(98.55)
Cost of moulds consumed (B)	**616.12**	**3,174.23**
Total Cost of Raw material, components and moulds consumed (A+B)	**63,016.82**	**65,491.73**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

29. PURCHASE OF TRADED GOODS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Automotive components	27,566.60	25,935.69
Purchase of traded goods	**27,566.60**	**25,935.69**

30. (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Opening stock		
- Finished goods	468.77	494.03
- Traded goods	1,820.62	2,037.00
- Work-in-progress	275.63	358.26
Total (A)	**2,565.02**	**2,889.29**
Closing stock		
- Finished goods	475.33	468.77
- Traded goods	2,322.33	1,820.62
- Work-in-progress	318.54	275.63
Total (B)	**3,116.20**	**2,565.02**
Changes in inventories		
- Finished goods	(6.56)	25.26
- Traded goods	(501.71)	216.38
- Work-in-progress	(42.91)	82.63
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods (A-B)	**(551.18)**	**324.27**

31. EMPLOYEE BENEFITS EXPENSE

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Salaries, wages and bonus	14,084.00	12,279.95
Contributions to provident and other funds	416.25	409.46
Gratuity expense (refer note 39)	176.96	181.51
Staff welfare expense	617.57	589.56
Total	**15,294.78**	**13,460.48**

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. Certain sections of the Code came into effect on May 03, 2023. However, the final rules/interpretation have not yet been issued. Based on a preliminary assessment, the Company believes the impact of the change will not be significant.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

32. FINANCE COSTS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest on term loans	1,313.38	81.99
Interest on working capital	1,408.55	815.12
Interest on lease liability	200.48	196.43
Interest paid to others	78.26	29.41
Total	**3,000.67**	**1,122.95**

33. DEPRECIATION AND AMORTISATION EXPENSE

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Depreciation on property, plant and equipment (refer note 3.1)	2,689.61	2,473.77
Amortisation of intangible assets (refer note 4(b))	40.28	57.06
Depreciation on right-of-use assets [refer note 5(ii)]	494.26	500.69
Depreciation of investment property (refer note 6)	58.31	58.32
Total	**3,282.46**	**3,089.84**

34. OTHER EXPENSES

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Freight and forwarding charges	2,805.41	2,461.01
Job work charges	2,185.64	2,461.43
Power and fuel	2,036.56	1,867.03
Consumption of stores and spares	1,540.25	1,602.50
Travelling and conveyance	757.20	671.87
Packing material consumed	1,203.13	1,098.58
Rent	193.93	222.57
Legal and professional fees	548.59	707.22
Repairs and maintenance		
- Plant and machinery	905.31	922.80
- Building	75.00	48.59
- Others	492.39	404.26
Communication cost	52.73	55.30
Bank Charges	12.05	24.90
Design, support and testing charges	222.02	133.55
Rates and taxes	146.21	153.26
Payment to auditors (refer details below)*	46.81	58.41
Insurance	105.96	143.89
CSR expenditure (refer details below)**	144.27	130.73
Printing and stationery	87.88	70.09
Advertisement and sales promotion	368.22	409.11
Director's sitting fees	36.00	44.20
Management fees	1,820.08	1,694.95
Provision for investments in subsidiary company	-	1.46
Outstanding balances written off	-	11.05
Royalty	354.03	300.00
Warranty	21.22	6.55
Miscellaneous expenses	587.13	544.43
Total	**16,748.02**	**16,249.74**

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

***Payment to Auditors (excluding applicable taxes)**

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
As Auditor:		
Audit fee	30.75	42.75
Tax Audit fee	1.75	1.75
Limited review	9.00	9.90
In other Capacity:		
Certification fees	0.50	0.50
Reimbursement of expenses	4.81	3.51
Total	**46.81**	**58.41**

****Details of CSR expenditure:**

			For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
(a)	Gross amount required to be spent by the Company during the year		137.13	118.76
(b)	Amount approved by the Board to be spent during the year		137.13	118.76
(c)	**Amount spent during the year ending on March 31, 2024:**	**In Cash**	**Yet to be paid in Cash**	**Total**
	i) Construction/acquisition of any asset	-	-	-
	ii) On purposes other than (i) above	144.27	-	144.27
(d)	**Amount spent during the year ending on March 31, 2023:**	**In Cash**	**Yet to be paid in Cash**	**Total**
	i) Construction/acquisition of any asset	-	-	-
	ii) On purposes other than (i) above	130.73	-	130.73
(e)	**Details related to spent / unspent obligations:**		**For the Year Ended March 31, 2024**	**For the Year Ended March 31, 2023**
	i) Contribution to Public Trust		-	-
	ii) Contribution to Charitable Trust		144.27	130.73
	iii) Unspent amount in relation to:			
	Ongoing project		-	-
	Other than ongoing project		-	-

In case of Section 135(5) Excess amount spent

Opening Balance with Company	Amount required to be spent during the year	Amount spent during the year from Company's Bank A/c	Closing Balance Short/ (excess) with Company
(17.03)	137.13	144.27	(24.17)

35. EXCEPTIONAL ITEM

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Acquisition cost (refer note 38)	-	880.00
Total	**-**	**880.00**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

36. COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Re-measurement (loss)/gain on defined benefit plans	(39.04)	58.80
Deferred tax thereon	9.83	(14.80)
Gain on FVTOCI financial asset	3,130.71	5,004.48
Deferred tax thereon	(210.91)	(60.68)
	2,890.59	**4,987.80**

37. EARNINGS PER SHARE (EPS)

a) Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Basic and diluted EPS are same as there are no convertible financial instruments outstanding as on March 31, 2024.

b) **The following reflects the income and share data used in the basic and diluted EPS computations:**

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Profit attributable to the equity holders of the Company	9,266.21	7,352.04
Weighted average number of equity shares for basic and diluted EPS (in numbers)	6,81,57,705	6,81,57,705
Basic and diluted earnings per share (face value ₹ 2 per share, March 31, 2023: ₹ 2 per share)	13.60	10.79

c) There has not been any transactions involving equity shares or potential equity shares between the reporting date and the date of authorisation of these standalone financial statements.

38. During the previous year, the Company (through one of its subsidiary companies Lumax Integrated Ventures Private Limited "LIVE") had acquired 75% stake in IAC International Automotive India Private Limited (IAC India). For this acquisition, the Company borrowed ₹ 12,500.00 Lakhs from banks/financial institutions and invested ₹ 18,500.00 Lakhs in LIVE in the form of Optionally Convertible Redeemable Debentures. Exceptional item amounting ₹ 880.00 Lakhs for the year ended March 31, 2023 represents certain transaction cost related to the acquisition of stake in IAC India.

39. GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

A) Defined contribution plans

During the year, the Company has recognized the following amounts in the statement of profit and loss

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Employer's contribution to provident fund and other fund	416.25	409.46

B) Defined Benefit Plans

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with an insurance company in the form of qualifying insurance policy.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

a) The following table summarise the components of net benefit expense recognized in the statement of profit and loss

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Gratuity	Gratuity
Cost for the year included under employee benefit		
Current service cost	110.20	121.80
Interest cost	66.76	59.71
Net benefit expense	**176.96**	**181.51**

b) Amounts recognized in statement of other comprehensive income

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Gratuity	Gratuity
Opening amount recognized in OCI	**45.50**	**104.30**
Remeasurement for the year - Obligation loss/(gain)	35.63	(58.72)
Remeasurement for the year - Plan Assets loss/(gain)	3.41	(0.08)
Total remeasurement loss/(gain) for the year recognized in OCI	**39.04**	**(58.80)**
Closing amount recognized in OCI	**84.54**	**45.50**

c) Mortality table

	As at March 31, 2024	As at March 31, 2023
	Gratuity	Gratuity
Economic assumptions		
1 Discount rate	7.20%	7.50%
2 Rate of increase in compensation levels	8.00%	8.00%
3 Rate of return on plan assets	7.50%	7.00%
Demographic assumptions		
1 Expected average remaining working lives of employees (years)	9.06	9.14
2 Retirement Age (years)	58	58
3 Mortality Rate	Indian Assured Lives Mortality (2012-14) ultimate	
Withdrawal Rate		
1 Upto 30 years	8.00%	8.00%
2 Ages from 31-40 years	8.00%	8.00%
3 Ages from 41-50 years	8.00%	8.00%
4 Above 50 years	8.00%	8.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

d) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial loss / (gain) for defined benefit obligation and plan assets

	As at March 31, 2024	As at March 31, 2023
Benefit obligation as at the beginning of the year	1,271.89	1,225.76
Current service cost	110.20	121.80
Interest cost	88.56	82.10
Benefit paid	(150.61)	(99.05)
Actuarial loss/(gain)	35.63	(58.72)
Benefit obligation as at the end of the year	**1,355.67**	**1,271.89**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

e) Table showing changes in the fair value of plan assets:

	As at March 31, 2024	As at March 31, 2023
Opening fair value of plan assets	320.49	332.99
Expected return on plan assets	21.80	22.39
Contribution made during the year	841.69	39.73
Benefits paid	(101.42)	(65.96)
Morality charges	(0.98)	(8.74)
Actuarial (loss)/gain on plan assets	(3.41)	0.08
Closing fair Value of Plan assets	**1,078.17**	**320.49**

f) Benefit (asset) / liability:

	As at March 31, 2024	As at March 31, 2023
Present value of Defined Benefit Obligation ("DBO")	1,355.67	1,271.89
Fair value of plan assets	1,078.17	320.49
Net liability	**277.50**	**951.40**
Current	277.50	951.40
Non-current	-	-
Total	**277.50**	**951.40**

g) Major category of plan assets (as a % of total plan assets)

	As at March 31, 2024	As at March 31, 2023
Investment with the insurer	100%	100%

h) A quantitative sensitivity analysis for significant assumption is as shown below:

	As at March 31, 2024	As at March 31, 2023
	Gratuity	Gratuity
A. Discount rate		
Effect on DBO due to 1% increase in discount rate	1,274.41	1,196.59
Effect on DBO due to 1% decrease in discount rate	1,447.05	1,356.56
B. Salary escalation rate		
Effect on DBO due to 1% increase in salary escalation rate	1,429.58	1,340.20
Effect on DBO due to 1% decrease in salary escalation rate	1,288.34	1,209.42
C. Withdrawal rate		
Effect on DBO due to 1% increase in withdrawal rate	1,353.12	1,271.14
Effect on DBO due to 1% decrease in withdrawal rate	1,358.50	1,272.77

i) The expected benefit payments in future years is as follows:

	As at March 31, 2024	As at March 31, 2023
Within 1 year	250.55	204.56
1 - 5 Years	636.67	657.87
More than 5 years	1,020.34	973.74
Total	**1,907.56**	**1,836.17**

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

40. COMMITMENTS AND CONTINGENCIES

(a) Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for:

Capital commitments are ₹ 359.79 Lakhs (As at March 31, 2023: ₹ 274.05 Lakhs), net of advances.

(b) Contingent liabilities

		As at March 31, 2024	As at March 31, 2023
i)	**Claims against the Company not acknowledged as debts**		
	Demand from Employee State Insurance Department	0.90	0.90
	The Company received income tax order under Section 143(3) dated December 30, 2019 related to A.Y. 2018-19 on account of search and seizure operation for which Company had received demand of ₹ 1,033.28 Lakhs including interest u/s 234ABC in respect of above matter for which the Company had filed the appeal to income tax authorities. During the earlier year, Income Tax department has filed an appeal with ITAT(A) against the favourable order of CIT(A). During the current financial year, the ITAT has passed an Order in favour of the Company. However, the department has still time to file appeal against the Order. The Company is of the view, based on the advice of the advocate, that the final outcome of the case (if department file an appeal) would be in the favor of the Company and hence, no provision has been made in the books of accounts.	1,033.28	1,033.28
	During the earlier year, the Company received demand cum show cause notice from the Indirect Tax department alleging that the Company availed the duty drawback on the basis of unrealised sale proceeds. The Company filed the reply to the assistant commissioner of customs Inland Container Depot (ICD), Tughlakabad, dated February 07, 2020 against the above show cause notice and the response is awaited as on date. The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.	19.24	19.24
	During the earlier year, the Company has received show cause notice dated June 08, 2020 from the Indirect tax department alleged that the Company has availed the Excise Duty of ₹ 32.14 Lakhs on amortisation of Drawing & Design sent by one of the customer of the Company on FOC basis. The Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the Company and hence, no provision has been made in the books of accounts.	32.14	32.14

ii) The Company entered into an agreement with the Bhosari Unit Workmen Union on September 13, 2003, vide which option for VRS was given to the workers of the Company. Accordingly, benefits under the said scheme were paid to 27 workmen who opted for the scheme. Out of these 27 workmen, 20 workmen later filed a case against the Company on the grounds of Unfair Labour Practices at the Labour court. The Court has passed an order in the favour of the workmen on June 26, 2019. Further, the Company has challenged the said order and filed revision application dated July 26, 2019 in the Industrial Court, Pune on the grounds that the said order is defective and bad at law. The matter was decided by the Industrial court in favour of the Company for 17 cases vide order dated March 28, 2022 and for 3 cases vide order dated February 23, 2024 without any financial impact on the Company.

iii) In regard to the bill discounting of invoices with bank by one of the Company's vendor (Transporter), the bank had filed an application under Section 19 of the Recovery of Debts due to Banks and Financial Institution Act, 1993 before the Ld. DRT-II, Chandigarh for recovery of ₹ 999.76 Lakhs and interest thereon @ 13.75% p.a. from Company, vendor and other parties. The Company and other parties including vendor has received an order dated February 25, 2019 from Debts Recovery Tribunal- II, Chandigarh for demanding the above amount jointly and severally. The Company had filed an appeal before Debt Recovery Appellate Tribunal (DRAT) dated March 13, 2020 against ₹ 782.24 Lakhs (decretal amount to

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

which the Company is a defendant party) along with interest @ 13.75% p.a. and deposited 50% of decretal amount in earlier years. Subsequent to the Balance sheet date, the order has been reserved and the Company is confident, based on the advice of the advocate, that order will be in favour of the Company and hence, no provision has been made in the books of accounts.

(c) The Company has provided corporate guarantee to financial institutions against loan taken by one of the subsidiary companies "Lumax Integrated Ventures Private Limited" amounting ₹ 25,000.00 Lakhs (March 31, 2023: ₹ 25,000.00 Lakhs).

41. RELATED PARTY DISCLOSURES

Names of related parties and related party relationship

S. No.	Relationship	Name of Related Parties
1	Subsidiary Companies	Lumax FAE Technologies Private Limited
		Lumax Mannoh Allied Technologies Limited
		Lumax Integrated Ventures Private Limited (refer note 38)
		Lumax Management Services Private Limited
		Lumax Alps Alpine India Private Limited
		Lumax Cornaglia Auto Technologies Private Limited
		Lumax Ituran Telematics Private Limited
		Lumax Jopp Allied Technologies Private Limited
		Lumax Ancillary Limited (w.e.f. January 25, 2024) (refer note 55)
		Lumax Yokowo Technologies Private Limited
2	Key Management Personnel	Mr D.K. Jain (Chairman)
		Mr Anmol Jain (Managing Director)
		Mr Vikas Marwah (Chief Executive Officer)
		Mr Ashish Dubey (Chief Financial Officer)
		Mr Pankaj Mahendru (Company Secretary) (w.e.f. May 30, 2023)
		Mr Raajesh Kumar Gupta (Company Secretary) (w.e.f. May 13, 2022 till May 26, 2023)
		Mr Anil Tyagi (Company Secretary) (till May 12, 2022)
3	Relatives of Key Management Personnel	Mr Deepak Jain (son of Mr D.K. Jain, brother of Mr Anmol Jain)
		Mrs Shivani Jain (wife of Mr Anmol Jain)
		Mrs Poysha Goyal Jain (wife of Mr Deepak Jain)
		Ms Amara Jain (daughter of Mr Anmol Jain)
4	Non Executive Director	Mr Arun Kumar Malhotra
		Mr Avinash Parkash Gandhi
		Mr Roop Salotra
		Mr Milap Jain
		Ms Diviya Chanana
		Mr Sanjay Mehta
5	Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives	Lumax Industries Limited
		Lumax Finance Private Limited
		Lumax Ancillary Limited (till January 24, 2024)
		Mahavir Udyog
		Bharat Enterprises
		D.K. Jain Family Trust
		Lumax Tours & Travels Limited
		Lumax Charitable Foundation

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
TRANSACTIONS								
Sale of Raw Materials and Components (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	448.69	201.54	448.69	201.54
Lumax Ancillary Limited	61.41	-	-	-	307.61	284.06	369.02	284.06
Lumax Cornaglia Auto Technologies Private Limited	-	1.15	-	-	-	-	-	1.15
Lumax Mannoh Allied Technologies Limited	21.29	17.17	-	-	-	-	21.29	17.17
Bharat Enterprises	-	-	-	-	0.12	-	0.12	-
Total	**82.70**	**18.32**	**-**	**-**	**756.42**	**485.60**	**839.12**	**503.92**
Sale of Finished Goods (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	14,728.61	14,991.37	14,728.61	14,991.37
Lumax Ancillary Limited	28.80	-	-	-	163.86	241.24	192.66	241.24
Lumax Mannoh Allied Technologies Limited	1,896.34	1,986.53	-	-	-	-	1,896.34	1,986.53
Lumax Cornaglia Auto Technologies Private Limited	697.78	1,241.99	-	-	-	-	697.78	1,241.99
Total	**2,622.92**	**3,228.52**	**-**	**-**	**14,892.47**	**15,232.61**	**17,515.39**	**18,461.13**
Sale of Others (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	-	0.21	-	0.21
Lumax Ituran Telematics Private Limited	10.71	16.40	-	-	-	-	10.71	16.40
Total	**10.71**	**16.40**	**-**	**-**	**-**	**0.21**	**10.71**	**16.61**
Rent Income (Inclusive of taxes)								
Lumax Mannoh Allied Technologies Limited	434.05	394.59	-	-	-	-	434.05	394.59
Lumax Tours & Travels Limited	-	-	-	-	3.63	3.54	3.63	3.54
Lumax Management Services Private Limited	6.80	9.29	-	-	-	-	6.80	9.29
Lumax Industries Limited	-	-	-	-	350.55	329.41	350.55	329.41
Lumax Jopp Allied Technologies Private Limited	31.45	24.16	-	-	-	-	31.45	24.16
Total	**472.30**	**428.04**	**-**	**-**	**354.18**	**332.95**	**826.48**	**760.99**
Royalty Income (Exclusive of taxes)								
Lumax Mannoh Allied Technologies Limited	401.12	311.60	-	-	-	-	401.12	311.60
Total	**401.12**	**311.60**	**-**	**-**	**-**	**-**	**401.12**	**311.60**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Interest Income								
Lumax FAE Technologies Private Limited	75.17	64.58	-	-	-	-	75.17	64.58
Lumax Ituran Telematics Private Limited	32.37	23.61	-	-	-	-	32.37	23.61
Lumax Integrated Ventures Private Limited	2.11	-	-	-	-	-	2.11	-
Total	**109.65**	**88.19**	**-**	**-**	**-**	**-**	**109.65**	**88.19**
Royalty Expense (Exclusive of taxes)								
Lumax Industries Limited	-	-	-	-	347.29	300.00	347.29	300.00
Total	**-**	**-**	**-**	**-**	**347.29**	**300.00**	**347.29**	**300.00**
Loan given during the year								
Lumax Ituran Telematics Private Limited	100.00	100.00	-	-	-	-	100.00	100.00
Lumax FAE Technologies Private Limited	499.79	700.00	-	-	-	-	499.79	700.00
Total	**599.79**	**800.00**	**-**	**-**	**-**	**-**	**599.79**	**800.00**
Loan given Received back								
Lumax Ituran Telematics Private Limited	77.50	30.00	-	-	-	-	77.50	30.00
Mr Vikas Marwah	-	-	15.00	15.00	-	-	15.00	15.00
Total	**77.50**	**30.00**	**15.00**	**15.00**	**-**	**-**	**92.50**	**45.00**
Investment Made								
Lumax Alps Alpine India Private Limited	575.00	-	-	-	-	-	575.00	-
Lumax Jopp Allied Technologies Private Limited	250.00	130.00	-	-	-	-	250.00	130.00
Lumax Yokowo Technologies Private Limited	150.00	450.00	-	-	-	-	150.00	450.00
Lumax Integrated Ventures Private Limited	3,310.00	18,500.00	-	-	-	-	3,310.00	18,500.00
Total	**4,285.00**	**19,080.00**	**-**	**-**	**-**	**-**	**4,285.00**	**19,080.00**
Purchases of Raw Materials and Components (Inclusive of taxes)								
Bharat Enterprises	-	-	-	-	438.74	427.02	438.74	427.02
Lumax Industries Limited	-	-	-	-	2,502.22	2,571.26	2,502.22	2,571.26
Lumax Ancillary Limited	954.06	-	-	-	4,845.09	6,085.87	5,799.15	6,085.87
Lumax Integrated Ventures Private Limited	459.69	-	-	-	-	-	459.69	-
Mahavir Udyog	-	-	-	-	10.01	11.47	10.01	11.47

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Lumax Mannoh Allied Technologies Limited	864.95	1,158.24	-	-	-	-	864.95	1,158.24
Total	**2,278.70**	**1,158.24**	**-**	**-**	**7,796.06**	**9,095.62**	**10,074.76**	**10,253.86**
Purchases of Finished Goods (Inclusive of taxes)								
Lumax Mannoh Allied Technologies Limited	8.93	-	-	-	-	-	8.93	-
Lumax Cornaglia Auto Technologies Private Limited	1.93	0.97	-	-	-	-	1.93	0.97
Lumax Industries Limited	-	-	-	-	12,693.83	11,397.09	12,693.83	11,397.09
Lumax Ancillary Limited	90.86	-	-	-	437.00	815.43	527.86	815.43
Total	**101.72**	**0.97**	**-**	**-**	**13,130.83**	**12,212.52**	**13,232.55**	**12,213.49**
Purchases of other (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	-	1.92	-	1.92
Ms Amara Jain	-	-	40.92	-	-	-	40.92	-
Lumax Ancillary Limited	-	-	-	-	-	0.22	-	0.22
Total	**-**	**-**	**40.92**	**-**	**-**	**2.14**	**40.92**	**2.14**
Other Reimbursement paid to/(received from) (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	(25.73)	(19.02)	(25.73)	(19.02)
Lumax Ancillary Limited	-	-	-	-	-	5.13	-	5.13
Lumax Ituran Telematics Private Limited	0.32	-	-	-	-	-	0.32	-
Lumax Mannoh Allied Technologies Limited	(46.85)	(37.67)	-	-	-	-	(46.85)	(37.67)
Lumax Management Services Private Limited	(3.86)	15.65	-	-	-	-	(3.86)	15.65
Lumax Alps Alpine India Private Limited	-	(0.39)	-	-	-	-	-	(0.39)
Lumax Cornaglia Auto Technologies Private Limited	-	(0.06)	-	-	-	-	-	(0.06)
Lumax Jopp Allied Technologies Private Limited	(2.07)	(5.99)	-	-	-	-	(2.07)	(5.99)
Total	**(52.46)**	**(28.46)**	**-**	**-**	**(25.73)**	**(13.89)**	**(78.19)**	**(42.35)**
Availing of Services (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	30.67	93.62	30.67	93.62
Lumax Tours & Travels Limited	-	-	-	-	329.13	244.75	329.13	244.75
Lumax Management Services Private Limited	2,335.82	2,134.80	-	-	-	-	2,335.82	2,134.80
Total	**2,335.82**	**2,134.80**	**-**	**-**	**359.80**	**338.37**	**2,695.62**	**2,473.17**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Rendering of Services (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	83.91	128.85	83.91	128.85
Bharat Enterprises	-	-	-	-	-	0.06	-	0.06
Lumax Mannoh Allied Technologies Limited	203.76	196.02	-	-	-	-	203.76	196.02
Lumax Management Services Private Limited	-	5.01	-	-	-	-	-	5.01
Lumax Yokowo Technologies Private Limited	35.40	-	-	-	-	-	35.40	-
Lumax Cornaglia Auto Technologies Private Limited	-	2.46	-	-	-	-	-	2.46
Lumax Jopp Allied Technologies Private Limited	2.57	1.13	-	-	-	-	2.57	1.13
Total	**241.73**	**204.62**	**-**	**-**	**83.91**	**128.91**	**325.64**	**333.53**
Sale of Capital Goods (Inclusive of taxes)			-	-		-		
Lumax Industries Limited	-	-	-	-	379.86	38.04	379.86	38.04
Lumax Cornaglia Auto Technologies Private Limited	-	27.08	-	-	-	-	-	27.08
Total	**-**	**27.08**	**-**	**-**	**379.86**	**38.04**	**379.86**	**65.12**
Rent Expense (Inclusive of taxes)								
Lumax Industries Limited	-	-	-	-	0.16	0.26	0.16	0.26
Mr D.K. Jain	-	-	40.66	36.40	-	-	40.66	36.40
Total	**-**	**-**	**40.66**	**36.40**	**0.16**	**0.26**	**40.82**	**36.66**
CSR Expenditure								
Lumax Charitable Foundation	-	-	-	-	144.27	130.73	144.27	130.73
Total	**-**	**-**	**-**	**-**	**144.27**	**130.73**	**144.27**	**130.73**
Managerial Remuneration								
Mr Anmol Jain	-	-	126.00	139.59	-	-	126.00	139.59
Mr D.K. Jain	-	-	144.29	147.89	-	-	144.29	147.89
Mrs Shivani Jain	-	-	56.15	187.34	-	-	56.15	187.34
Mrs Poysha Goyal Jain	-	-	35.28	187.34	-	-	35.28	187.34
Mr Vikas Marwah	-	-	439.78	133.34	-	-	439.78	133.34
Mr Ashish Dubey	-	-	90.61	78.31	-	-	90.61	78.31
Mr Raajesh Kumar Gupta	-	-	9.45	54.38	-	-	9.45	54.38
Mr Pankaj Mahendru	-	-	23.81	-	-	-	23.81	-
Mr Anil Tyagi	-	-	-	2.78	-	-	-	2.78
Total	**-**	**-**	**925.37**	**930.97**	**-**	**-**	**925.37**	**930.97**

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Director Sitting Fees								
Mr Arun Kumar Malhotra	-	-	8.00	10.40	-	-	8.00	10.40
Mr Avinash Parkash Gandhi	-	-	7.60	10.20	-	-	7.60	10.20
Mr Roop Salotra	-	-	8.20	10.80	-	-	8.20	10.80
Mr Milap Jain	-	-	7.80	9.20	-	-	7.80	9.20
Mrs Diviya Chanana	-	-	4.40	3.60	-	-	4.40	3.60
Total	**-**	**-**	**36.00**	**44.20**	**-**	**-**	**36.00**	**44.20**
Director Commission								
Mr Anmol Jain	-	-	347.74	167.82	-	-	347.74	167.82
Mr D.K. Jain	-	-	618.03	455.30	-	-	618.03	455.30
Mr Deepak Jain	-	-	123.61	91.06	-	-	123.61	91.06
Total	**-**	**-**	**1,089.38**	**714.18**	**-**	**-**	**1,089.38**	**714.18**
Dividend Paid								
Mr Anmol Jain	-	-	581.32	452.13	-	-	581.32	452.13
Mr Deepak Jain	-	-	581.45	452.24	-	-	581.45	452.24
D.K. Jain Family Trust	-	-	-	-	9.18	7.14	9.18	7.14
Mr Sanjay Mehta	-	-	0.07	0.05	-	-	0.07	0.05
Mr Ashish Dubey	-	-	0.01	0.01	-	-	0.01	0.01
Lumax Finance Private Limited	-	-	-	-	545.01	423.90	545.01	423.90
Total	**-**	**-**	**1,162.85**	**904.43**	**554.19**	**431.04**	**1,717.04**	**1,335.47**
Dividend Received								
Lumax Industries Limited	-	-	-	-	141.75	70.88	141.75	70.88
Lumax Mannoh Allied Technologies Limited	2,814.00	402.00	-	-	-	-	2,814.00	402.00
Total	**2,814.00**	**402.00**	**-**	**-**	**141.75**	**70.88**	**2,955.75**	**472.88**
Guarantee provided on behalf of								
Lumax Integrated Ventures Private Limited	-	25,000.00	-	-	-	-	-	25,000.00
Total	**-**	**25,000.00**	**-**	**-**	**-**	**-**	**-**	**25,000.00**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
BALANCE AT THE YEAR END								
Receivables								
Lumax Industries Limited	-	-	-	-	3,616.78	3,546.57	3,616.78	3,546.57
Lumax Ituran Telematics Private Limited	9.84	16.40	-	-	-	-	9.84	16.40
Lumax Jopp Allied Technologies Private Limited	0.24	4.26	-	-	-	-	0.24	4.26
Lumax Mannoh Allied Technologies Limited	449.11	87.22	-	-	-	-	449.11	87.22
Lumax Cornaglia Auto Technologies Private Limited	154.14	162.36	-	-	-	-	154.14	162.36
Lumax Yokowo Technologies Private Limited	35.40	-	-	-	-	-	35.40	-
Total	**648.73**	**270.24**	**-**	**-**	**3,616.78**	**3,546.57**	**4,265.51**	**3,816.81**
Interest accrued on loan to subsidiaries								
Lumax Ituran Telematics Private Limited	14.66	-	-	-	-	-	14.66	-
Lumax FAE Technologies Private Limited	32.70	-	-	-	-	-	32.70	-
Lumax Integrated Ventures Private Limited	2.34	-	-	-	-	-	2.34	-
Total	**49.70**	**-**	**-**	**-**	**-**	**-**	**49.70**	**-**
Loans								
Lumax Ituran Telematics Private Limited	367.50	345.00	-	-	-	-	367.50	345.00
Lumax FAE Technologies Private Limited	-	1,116.21	-	-	-	-	-	1,116.21
Mr Vikas Marwah	-	-	22.50	37.50	-	-	22.50	37.50
Total	**367.50**	**1,461.21**	**22.50**	**37.50**	**-**	**-**	**390.00**	**1,498.71**
Investment in Shares								
Lumax Mannoh Allied Technologies Limited	2.51	2.51	-	-	-	-	2.51	2.51
Lumax Ancillary Limited	5,774.28	-	-	-	-	1,002.68	5,774.28	1,002.68
Lumax Industries Limited	-	-	-	-	12,610.50	9,303.26	12,610.50	9,303.26
Lumax Cornaglia Auto Technologies Private Limited	840.71	840.71	-	-	-	-	840.71	840.71
Lumax Management Services Private Limited	4,494.81	4,494.81	-	-	-	-	4,494.81	4,494.81
Lumax Integrated Ventures Private Limited	85.89	61.78	-	-	-	-	85.89	61.78
Lumax Ituran Telematics Private Limited	229.60	229.60	-	-	-	-	229.60	229.60
Lumax FAE Technologies Private Limited	1,009.00	1,009.00	-	-	-	-	1,009.00	1,009.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Subsidiary		Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Lumax Alps Alpine India Private Limited	1,180.00	605.00	-	-	-	-	1,180.00	605.00
Lumax Jopp Allied Technologies Private Limited.	705.50	455.50	-	-	-	-	705.50	455.50
Lumax Yokowo Technologies Private Limited	825.00	675.00	-	-	-	-	825.00	675.00
Total	**15,147.30**	**8,373.91**	**-**	**-**	**12,610.50**	**10,305.94**	**27,757.80**	**18,679.85**
Investment in OCRD								
Lumax Integrated Ventures Private Limited	21,810.00	18,500.00	-	-	-	-	21,810.00	18,500.00
Lumax FAE Technologies Private Limited	1,616.00	-	-	-	-	-	1,616.00	-
Total	**23,426.00**	**18,500.00**	**-**	**-**	**-**	**-**	**23,426.00**	**18,500.00**
Payables								
Bharat Enterprises	-	-	-	-	62.54	0.68	62.54	0.68
Lumax Ancillary Limited	686.17	-	-	-	-	620.74	686.17	620.74
Lumax Alps Alpine India Private Limited	-	13.43	-	-	-	-	-	13.43
Lumax Tours & Travels Limited	-	-	-	-	18.21	-	18.21	-
Lumax Integrated Ventures Private Limited	459.69	-	-	-	-	-	459.69	-
Mahavir Udyog	-	-	-	-	1.84	-	1.84	-
Lumax Management Services Private Limited	631.34	542.25	-	-	-	-	631.34	542.25
Total	**1,777.20**	**555.68**	**-**	**-**	**82.59**	**621.42**	**1,859.79**	**1,177.10**
Other Financial Liabilities								
Mr Anmol Jain	-	-	332.30	167.82	-	-	332.30	167.82
Mr D.K. Jain	-	-	618.03	455.30	-	-	618.03	455.30
Mr Deepak Jain	-	-	123.61	91.06	-	-	123.61	91.06
Total	**-**	**-**	**1,073.94**	**714.18**	**-**	**-**	**1,073.94**	**714.18**
Guarantee provided outstanding on behalf of								
Lumax Integrated Ventures Private Limited	25,000.00	25,000.00	-	-	-	-	25,000.00	25,000.00
Total	**25,000.00**	**25,000.00**	**-**	**-**	**-**	**-**	**25,000.00**	**25,000.00**

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. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2024, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. 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.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

42. EVENT AFTER THE REPORTING DATE

i) The Board of Directors of the Company have proposed dividend subsequent to the Balance Sheet date, which is subject to shareholder's approval in forthcoming annual general meeting (Refer note 18.2).

ii) The Board of Directors of the Company have accorded its consent for proposed merger of Lumax Ancillary Limited into the Company with April 01, 2024 as appointed date.

43. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

I. Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

a) Operating lease commitments – Company as lessor

The Company has entered into commercial property leases on its investment property portfolio. The Company has determined, based on valuation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

b) Assessment of lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

c) Revenue from contracts with customers

The Company applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

- Determining method to estimate variable consideration and assessing the constraint

  Certain contracts for the sale of products include a right of price revision on account of change of commodity prices/purchase price that give rise to variable consideration. In estimating the variable consideration, the Company is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled.

II. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Property, plant and equipment

The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by the management. The Company believes that the derived useful life best represents the period over which the Company expects to use these assets.

b) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount

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

and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority.

Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

c) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 39.

d) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e) Impairment of financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the assets. The value in use for calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are also relevant to other intangibles. During the year, the Company has done the impairment assessment of non-financial assets and have concluded that there is no impairment in value of non-financial assets as appearing in the financial statements.

g) Lease incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore incremental borrowing rate (IBR) is used to measure lease liability. The IBR is the rate of interest that the Company would have to pay to borrow over similar term, and with a similar security, the fund necessary to obtain an asset of a similar value to the right-of-use assets in as similar economic environments. The IBR therefore reflects what the Company "would have to pay" which requires estimates when no observable rates are available or when they need to be adjusted to reflect the term and conditions of

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

the lease. The Company estimates the IBR using observable inputs such as market interest rates when available.

h) Revenue recognition - Estimating variable consideration for returns and volume rebates

The Company estimates variable considerations to be included in the transaction price for the sale of traded goods (in after-market) with volume rebates.

The Company's expected volume rebates are analysed on a per customer basis for contracts that are subject to a single volume threshold. Determining whether a customer will be likely entitled to rebate will depend on the customer's historical rebates entitlement and accumulated purchases to date. The Company applied a statistical model for estimating expected volume rebates for contracts with more than one volume threshold. The model uses the historical purchasing patterns and rebates entitlement of customers to determine the expected rebate percentages and the expected value of the variable consideration. Any significant changes in experience as compared to historical purchasing patterns and rebate entitlements of customers will impact the expected rebate percentages estimated by the Company.

44. CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, all equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholders' value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Company reviews the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. The Company monitors the capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

	As at March 31, 2024	As at March 31, 2023
Total Borrowings*	36,865.81	25,853.57
Less: cash and cash equivalents	(893.14)	(571.89)
Net debts (A)	**35,972.67**	**25,281.68**
Capital components		
Equity Share capital	1,363.15	1,363.15
Other equity	66,003.18	56,913.48
Total equity (B)	**67,366.33**	**58,276.63**
Capital and net debt (C) = (A+B)	**1,03,339.00**	**83,558.31**
Gearing ratio (%) (A)/ (C)	**34.81%**	**30.26%**

* Excluding lease liability

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

45. FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

a) Fair value of financial assets:

	Carrying values		Fair values	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets measured at fair value				
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)*	12,610.50	9,303.26	12,610.50	9,303.26
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	122.56	1,125.24	122.56	1,125.24
Current investments (valued at fair value through Profit & loss)	17,194.09	9,666.48	17,194.09	9,666.48
Total	**29,927.15**	**20,094.98**	**29,927.15**	**20,094.98**
Financial Instruments where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	25,317.44	19,940.66	25,317.44	19,940.66
Cash and cash equivalents	893.14	571.89	893.14	571.89
Other Bank balances	369.26	5,230.47	369.26	5,230.47
Loans	455.46	1,557.38	455.46	1,557.38
Other financial assets	1,688.79	1,406.92	1,688.79	1,406.92
Total	**28,724.09**	**28,707.32**	**28,724.09**	**28,707.32**

* The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

b) Fair value of financial liabilities:

	Carrying values		Fair values	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial liabilities measured at amortized cost				
Borrowings	36,865.81	25,853.57	36,865.81	25,853.57
Lease liabilities	2,557.57	2,663.65	2,557.57	2,663.65
Trade payables	18,281.68	16,299.54	18,281.68	16,299.54
Other financial liabilities	3,218.24	3,277.25	3,218.24	3,277.25
Total	**60,923.30**	**48,094.01**	**60,923.30**	**48,094.01**

The management assessed that cash and cash equivalents, trade receivables, other bank balances, loans, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

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

46. FAIR VALUE HIERARCHY

All financial instruments for which fair value is recognized or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

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

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

(a) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2024:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2024	12,610.50	12,610.50	-	-
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2024	122.56	-	-	122.56
Current investments (valued at fair value through Profit & loss)	March 31, 2024	17,194.09	1,993.67	15,200.42	-
Others					
Trade receivables	March 31, 2024	25,317.44	-	-	25,317.44
Cash and cash equivalents	March 31, 2024	893.14	-	-	893.14
Other Bank balances	March 31, 2024	369.26	-	-	369.26
Loans	March 31, 2024	455.46	-	-	455.46
Other financial assets	March 31, 2024	1,688.79	-	-	1,688.79
Total		**58,651.24**	**14,604.17**	**15,200.42**	**28,846.65**

(b) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2024:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value					
Borrowings	March 31, 2024	36,865.81	-	-	36,865.81
Lease liabilities	March 31, 2024	2,557.57	-	-	2,557.57
Trade payables	March 31, 2024	18,281.68	-	-	18,281.68
Other financial liabilities	March 31, 2024	3,218.24	-	-	3,218.24
Total		**60,923.30**	**-**	**-**	**60,923.30**

(c) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2023	9,303.26	9,303.26	-	-
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2023	1,125.24	-	-	1,125.24
Current investments (valued at fair value through Profit & loss)	March 31, 2023	9,666.48	2,588.57	7,077.91	-

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

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Others					
Trade receivables	March 31, 2023	19,940.66	-	-	19,940.66
Cash and cash equivalents	March 31, 2023	571.89	-	-	571.89
Other bank balances	March 31, 2023	5,230.47	-	-	5,230.47
Loans	March 31, 2023	1,557.38	-	-	1,557.38
Other financial assets	March 31, 2023	1,406.92	-	-	1,406.92
Total		**48,802.30**	**11,891.83**	**7,077.91**	**29,832.56**

(d) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2023:

	Date of Valuation	Total (Carrying value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value					
Borrowings	March 31, 2023	25,853.57	-	-	25,853.57
Lease liabilities	March 31, 2023	2,663.65	-	-	2,663.65
Trade payables	March 31, 2023	16,299.54	-	-	16,299.54
Other financial liabilities	March 31, 2023	3,277.25	-	-	3,277.25
Total		**48,094.01**	**-**	**-**	**48,094.01**

Note: Investment in equity shares of subsidiaries are measured at cost and are not disclosed here.

There have been no transfers between Level 1 & 2 during the year ended March 31, 2024 and March 31, 2023.

47. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise of trade and other payables, borrowings, lease liabilities, security deposits and payables for property, plant and equipment. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash, fixed deposits and security deposits that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by Finance department that advises on financial risks and the appropriate financial risk governance framework for the Company. The Finance department provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. 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 three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instrument effected by market risk include loans and borrowings, deposits, FVTOCI instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

The following assumptions have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023 including the effect of hedge accounting.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(i) 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 interest bearing financial liabilities includes borrowings with fixed and variable interest rates.

The Company's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

The Company's variable rate borrowing is subject to interest rate fluctuations. Below is the overall exposure of the borrowing:

	As at March 31, 2024	As at March 31, 2023
Variable rate borrowing	36,116.58	25,332.54
Fixed rate borrowing	749.23	521.03
Total borrowings	**36,865.81**	**25,853.57**

Sensitivity

Profit or loss and equity is sensitive to higher/ (lower) interest expense from borrowings as a result of changes in interest rates.

	As at March 31, 2024	As at March 31, 2023
Interest sensitivity		
Increase by 1%	361.17	253.33
Decrease by 1%	(361.17)	(253.33)

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

The Company transacts business in local currency as well as in foreign currency. The Company has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Exposure gain/(loss)	As at March 31, 2024		As at March 31, 2023	
	Change +5%	Change -5%	Change +5%	Change -5%
Trade Payable	(17.96)	17.96	(9.79)	9.79
Trade Receivable	21.06	(21.06)	0.41	(0.41)

(iii) Equity price risk

The Company's listed and non-listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Company manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Company's management on a regular basis. The Company's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was ₹ 12,624.92 Lakhs (March 31, 2023: ₹ 9,313.35 Lakhs). A decrease of 10% on the NSE market index could have an impact of approximately ₹ 1,262.49 Lakhs

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

(March 31, 2023: ₹ 931.33 Lakhs) on the OCI / Profit or Loss and equity attributable to the Company. An increase of 10% in the value of the listed securities would also impact OCI / Profit or Loss and equity.

At the reporting date, the exposure to unlisted equity securities at fair value was ₹ 122.56 Lakhs (March 31, 2023: ₹ 1,125.24 Lakhs). A decrease of 10% in fair value could have an impact of approximately ₹ 12.26 Lakhs (March 31, 2023: ₹ 112.52 Lakhs) on the OCI and equity attributable to the Company. An increase of 10% in the value of these securities would also impact OCI and equity.

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of financial assets (trade receivables). The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located and being operated in India.

Further, the Company's customer base majorly includes Original Equipment Manufacturers (OEMs), Large Corporates and Tier-1 vendors of OEMs and dealers. Based on the past trend of recoverability of outstanding trade receivables, the Company has not incurred material losses on account of bad debts. Hence, no adjustment has been made on account of Expected Credit Loss (ECL).

C. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

As at March 31, 2024	On Demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	24,050.70	2,793.97	10,021.14	-	**36,865.81**
Trade payables	-	18,281.68	-	-	**18,281.68**
Other financial liabilities	-	3,218.24	-	-	**3,218.24**
Lease liabilities*	-	677.18	1,945.26	471.98	**3,094.42**
Total	**24,050.70**	**24,971.07**	**11,966.40**	**471.98**	**61,460.15**

As at March 31, 2023	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	13,412.62	152.54	12,038.41	250.00	**25,853.57**
Trade payables	-	16,299.54	-	-	**16,299.54**
Other financial liabilities	-	3,277.25	-	-	**3,277.25**
Lease liabilities*	-	599.04	2,083.93	670.62	**3,353.59**
Total	**13,412.62**	**20,328.37**	**14,122.34**	**920.62**	**48,783.95**

*Maturity profile of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

D. Commodity risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel & plastic granules which are volatile products and are major components of end product. The prices in these purchase contracts are linked to the price of raw steel & plastic granules and demand supply matrix. However, at present, the Company do not hedge its raw material procurements, as the price of the final product of the Company also vary with the price of underlying commodity which mitigate the risk of price volatility.

48. The management has analysed that no significant warranty claim is received by the Company in earlier years against the goods manufactured by the Company and further, the seller of traded goods warrants the Company that products will be free from defects in materials and workmanship under normal use and service and agrees to replace any defective parts under the conditions of standard warranty accompanying the products. Therefore, the Company has not made any provision for warranties and claims in its books of accounts for the year ended March 31, 2024.

49. Revenue from contracts with customers is measured by the Company at the transaction price i.e. amount of consideration received/ receivable in exchange of transferring goods or services to the customers. In determining the transaction price for the sale of goods, the Company considers the effect of price adjustments, to be claimed/ passed on to the customers, based on various cost parameters like raw material and other costs.

The Company is required to pass on the savings in variable cost from the billed sales price for which the final negotiations with the customer is ongoing and will be settled in near future. The total estimated liabilities outstanding as at March 31, 2024 is ₹ 1,216.07 Lakhs (March 31, 2023: ₹ 2,404.62 Lakhs), which management believes is sufficient to discharge liabilities.

50. The Company uses accounting software SAP HANA for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled at the database level for certain changes made using privileged/ administrative access rights to the SAP HANA applications. The Company is in the process of enabling the audit trail feature completely.

51. DISCLOSURE REQUIRED UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013:

Name of Entity	Rate of Interest	Due date	Secured/ Unsecured	As at March 31, 2024	As at March 31, 2023	Purpose
Lumax FAE Technologies Private Limited	8.75% & 9.00%	Less than 12 months	Unsecured	-	1,116.21	General Purpose
Lumax Ituran Telematics Private Limited	8.50%	September 30, 2027 & September 30, 2028*	Unsecured	367.50	345.00	New project Investment
Total				**367.50**	**1,461.21**	

* Outstanding loan of ₹ 210.00 Lakhs is receivable in 7 half yearly instalments of ₹ 30.00 Lakhs each due on every September and March and the last instalment will be received by September 30, 2027. Outstanding loan of ₹ 157.50 Lakhs is receivable in 9 half yearly installments of ₹ 17.50 Lakhs each due on every September and March and the last instalment will be received by September 30, 2028.

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

52. RATIO ANALYSIS AND ITS ELEMENTS

Particulars		As at/for the year ended March 31, 2024	As at/for the year ended March 31, 2023	% Change	Reason for variance (>+-25%)
(a)	**Current ratio**	**1.00**	**1.13**	-12%	-
	Current Assets	52,025.94	44,024.60		
	Current Liabilities	52,240.09	38,900.78		
(b)	**Debt Equity ratio**	**0.59**	**0.49**	20%	-
	Total Debt + Lease Liabilities	39,423.38	28,517.22		
	Shareholder's Equity	67,366.33	58,276.63		
(c)	**Debt Service Coverage ratio**	**4.27**	**7.48**	-43%	Majorly due to increase in interest on non current borrowings which was taken at the end of last year.
	Profit after tax + Interest + Depreciation	15,549.34	11,564.83		
	Principal repayment + Interest payments + Lease payments	3,642.80	1,546.78		
(d)	**Return on Equity ratio**	**0.15**	**0.14**	7%	-
	Profit after tax	9,266.21	7,352.04		
	Average Shareholder's Equity	62,821.48	53,299.47		
(e)	**Inventory turnover ratio**	**16.01**	**16.23**	-1%	-
	Cost of goods sold	90,032.24	91,751.69		
	Average Inventory	5,623.55	5,651.73		
(f)	**Trade Receivables turnover ratio**	**5.90**	**6.48**	-9%	-
	Revenue	1,33,457.26	1,32,174.10		
	Average Trade Receivables	22,629.05	20,384.46		
(g)	**Trade payables turnover ratio**	**5.27**	**5.32**	-1%	-
	Purchase	91,205.32	90,449.33		
	Average Trade payables	17,290.61	16,997.06		
(h)	**Net capital turnover ratio**	**51.73**	**25.05**	107%	Majorly due to increase in current borrowings.
	Revenue	1,33,457.26	1,32,174.10		
	Working Capital (excluding current maturity of non-current borrowings)	2,579.82	5,276.36		
(i)	**Net profit ratio**	**0.07**	**0.06**	25%	Majorly due to increase in Net profit.
	Profit after tax	9,266.21	7,352.04		
	Revenue from contracts with customers	1,33,457.26	1,32,174.10		
(j)	**Return on Capital employed ratio**	**0.13**	**0.11**	16%	-
	Profit before tax + Interest	14,411.48	10,110.45		
	Capital employed (Tangible networth + Total Debt (including lease liabilities) + Deferred tax liability)	1,08,450.29	87,984.70		
(k)	**Return on investment ratio**	**0.08**	**0.05**	54%	Majorly due to increase in gain on Investments in Mutual Fund and other current investments
	Gain recognized in statement of profit and loss	1,006.91	536.09		
	Current investment (weighted average)	13,278.54	10,885.43		

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

53. OTHER STATUTORY INFORMATION

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Company does not have transactions with struck off companies under section 248 of Companies Act, 2013.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(v) 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 that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

54. SCHEME OF ARRANGEMENT (THE “SCHEME”)

During the previous year i.e. On May 03, 2022, the Company had filed the Scheme of Amalgamation and Merger (“Scheme”) with Hon’ble National Company Law Tribunal, New Delhi Bench (NCLT) of its wholly owned subsidiary Lumax Mettalics Private Limited (transferor) with the Company for efficient utilization & synergy of resources. The aforesaid scheme, inter-alia envisaged merger of the transferor company into the Company. The Scheme was approved by NCLT on March 01, 2023. Consequent to the amalgamation and merger prescribed by the Scheme, all the assets and liabilities of the transferor were transferred to and vested in the Company with effect from April 01, 2022 (“the Appointed Date”). The amalgamation was accounted under the “pooling of interest” method prescribed under Ind AS 103 - “Business Combinations”, as prescribed by the Scheme. Accordingly all the assets, liabilities and other reserves of the transferor Company as on April 01, 2022 were transferred to the Company as per the Scheme. As prescribed by the Scheme, no consideration was paid, as the transferor Company is a wholly owned subsidiary of the Company.

55. The Company was having 14.31% stake in “Lumax Ancillary Limited (LAL)” and the investments in LAL had been measured at fair value through OCI. During the year, the Company has acquired controlling stake in LAL from the existing shareholders of LAL i.e. promoter group of the Company and other shareholder at a share valuation of ₹ 275.00 per share, which has been approved by the Board of Directors of the Company for acquiring 85.69% stake at an aggregate consideration of ₹ 4,948.10 Lakhs. Accordingly, LAL has now become the wholly owned subsidiary of the Company w.e.f. January 25, 2024. Pursuant to this, the Company has de-recognized its investment in LAL which had been measured at fair value through OCI and accordingly, the fair value gains accumulated as separate component of OCI till the date of transactions amounting to ₹ 525.73 Lakhs has been reclassified to retained earnings.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

56. The Company's business activity falls within a single business segment i.e. manufacturing and trading of automotive components, accordingly there are no additional disclosures to be furnished in accordance with the requirement of Ind AS 108 "Operating Segments" with respect to single reportable segment. Further, the operations of the Company is domiciled in India and therefore there are no reportable geographical segment.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of Lumax Auto Technologies Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Consolidated Financial Statements of Lumax Auto Technologies Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2024, the consolidated Statement of Profit and Loss, including Statement of Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "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 other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2024, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity 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), as specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

KEY AUDIT MATTER

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2024. 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. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT (Contd.)

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td colspan="2">Revenue recognition and liabilities related to price variation (as described in Note 51 of the consolidated financial statements)</td></tr>
<tr><td>Revenue is measured by the Group at the transaction price i.e., amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Group considers the effects of variable consideration including price adjustment to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors.

The Group's business requires passing on these credits to the customers once negotiation is finally settled with the customers. The estimated liabilities based on various negotiation/consideration at year end and the consequential impact on revenue is disclosed in note 51 to the consolidated financial statements.

We have considered this as a key audit matter on account of the significant judgement involved in estimation of price adjustments to be recorded as at the year end.</td><td>Our audit procedures included:
• Assessed the Group's accounting policy for revenue recognition including the policy for recording price adjustments in terms of Ind AS 115.
• Obtained an understanding of the revenue process, and the assumptions used by the management in the process of estimation of price adjustments as per the customer contracts, evaluated design and implementation of controls, validation of management review controls and tested the operating effectiveness of controls relating to accrual of price adjustments.
• Evaluated management's methodology and assumptions used in the estimation of price adjustments as per customer contracts including the relevance and reliability of underlying historical data, developments during the year and assumption used.
• Tested completeness, arithmetical accuracy and validity of the data used in the computation of price adjustments as per customer contracts.
• Performed procedures to verify that all transactions relating to accrual of price adjustments are properly recorded in the books of the accounts.
• Tested, on sample basis, credit notes issued and payments made by customers as per customer contracts/ agreed price negotiations.
• Performed analytical procedures to identify any unusual trends and identified unusual items for further testing.</td></tr>
</table>

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report i.e., Directors' report, Corporate Governance Report, Management Discussion & Analysis, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 the

INDEPENDENT AUDITOR'S REPORT (Contd.)

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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of their respective companies.

AUDITOR'S RESPONSIBILITIES 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, 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 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 Holding Company and such other entities included in the consolidated financial statements 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 for the financial year ended March 31, 2024 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

We did not audit the financial statements and other financial information, in respect of six subsidiaries, whose financial statements include total assets of Rs. 43,334.23 lakhs as at March 31, 2024, and total revenues of Rs. 42,110.44 lakhs and net cash outflows of Rs. 150.24 lakhs for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management.

The consolidated financial statements also include the Group's share of total revenues of Rs 3,213.55 lakhs and total net loss of Rs. 43.70 lakhs for the period ended January 25, 2024 to March 31, 2024, as considered in the consolidated financial statements, in respect of one subsidiary, whose financial statements have not been audited by their auditor.

Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of Sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

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 our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'Other matter' paragraph we report, to the extent applicable, that:

    a) We/the other auditors whose report we have relied upon 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 consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors, except for the matters stated in the paragraph (i)(vi) below on reporting under Rule 11(g),

    c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

    e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of

INDEPENDENT AUDITOR'S REPORT (Contd.)

Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls with reference to the consolidated financial statements of the Holding Company and its subsidiary companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

g) In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid/payable by one of the subsidiary companies to its Managing Director for the year ended March 31, 2024 is in excess of the limits applicable under Section 197 of the Companies Act as explained in note 55 to consolidated financial statements. The managerial remuneration paid/payable in excess of the limits has been approved by the Board of Directors of the said subsidiary company and it will place the same before the shareholders for their approval in the forthcoming Annual General Meeting;

h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) of the Act and paragraph (i)(vi) below on reporting under Rule 11(g);

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 as also the other financial information of the subsidiaries as noted in the 'Other matter' paragraph :

i) The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements – Refer Note 41(b) to the consolidated financial statements;

ii) The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2024;

iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company incorporated in India during the year ended March 31, 2024.

iv) a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The respective managements of the Holding Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiaries, from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v) The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 43 to the consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi) Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances discussed in note 52 to the consolidated financial statements, the Holding Company and its subsidiary companies have used accounting software for maintaining its books of account 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, we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered in respect of accounting software.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKT7088
Place of Signature: New Delhi
Date: May 27, 2024

ANNEXURE '1' REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE

RE: LUMAX AUTO TECHNOLOGIES LIMITED ("THE HOLDING COMPANY")

In terms of the information and explanations sought by us and given by the Group 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, and based on the consideration of report of the respective auditors of the subsidiary companies incorporated in India, we state that:

(xxi) Qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

S. No.	Name	CIN	Relation	Clause number of the CARO report which is qualified or is adverse
1.	Lumax Integrated Ventured Private Limited	U29302DL1991PTC044328	Subsidiary	(i)(c) and (ii)(b)
2.	Lumax Cornaglia Auto Technologies Private Limited	U31908DL2007PTC164757	Subsidiary	(ii)(b)
3.	Lumax Mannoh Allied Technologies Limited	U35912DL2013PLC255694	Subsidiary	(vii)(a)
4.	Lumax JOPP Allied Technologies Private Limited	U34300DL2019PTC351802	Subsidiary	(xvii)
5.	Lumax Fae Technologies Private Limited	U35999DL2017PTC321495	Subsidiary	(xvii)
6.	Lumax Yokowo Technologies Private Limited	U35990DL2020PTC362151	Subsidiary	(xvii)

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKT7088
Place of Signature: New Delhi
Date: May 27, 2024

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED

REPORT ON THE INTERNAL FINANCIAL CONTROLS 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 Lumax Auto Technologies Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the companies included in the Group which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting 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 issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial control with reference to consolidated 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 with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements,

ANNEXURE '2' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF LUMAX AUTO TECHNOLOGIES LIMITED (Contd.)

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

OPINION

In our opinion, the Group have maintained in all material respects, adequate internal financial controls with reference to the consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

OTHER MATTERS

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to these six subsidiaries which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries incorporated in India.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Yadav
Partner
Membership Number: 501753
UDIN: 24501753BKHIKT7088
Place of Signature: New Delhi
Date: May 27, 2024

CONSOLIDATED BALANCE SHEET
AS AT MARCH 31, 2024

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

		Notes	As at March 31, 2024	As at March 31, 2023
ASSETS				
I.	**Non-current assets**			
	Property, plant and equipment	3 (a)	57,545.89	56,670.92
	Capital work in progress	3 (b)	3,584.87	1,285.82
	Intangible assets	4	19,776.11	21,638.02
	Right-of-use assets	5	12,407.35	11,092.15
	Investment properties	6	2,292.74	1,243.28
	Goodwill	7	9,365.50	12,185.40
	Income tax assets (net)	8 (a)	1,360.39	919.66
	Financial assets			
	- Investments	9	15,577.57	10,428.50
	- Loans	10	59.49	63.97
	- Other financial assets	11	2,979.40	2,670.54
	Deferred tax assets (net)	22	244.18	577.38
	Other non-current assets	12	2,904.54	1,176.01
	Total non-current assets	**(I)**	**1,28,098.03**	**1,19,951.65**
II.	**Current assets**			
	Inventories	13	24,881.78	16,109.69
	Financial assets			
	- Investments	9	25,004.47	9,666.48
	- Loans	10	123.69	99.39
	- Trade receivables	14	58,542.76	46,117.71
	- Cash and cash equivalents	15	5,102.55	7,463.20
	- Other bank balances	16	2,407.03	8,215.32
	- Other financial assets	11	5,379.73	4,353.79
	Other current assets	12	10,340.46	6,504.39
	Total current assets	**(II)**	**1,31,782.47**	**98,529.97**
	Total assets	**(I+II)**	**2,59,880.50**	**2,18,481.62**
EQUITY AND LIABILITIES				
I.	**Equity**			
	Equity share capital	17	1,363.15	1,363.15
	Other equity	18	77,597.74	64,797.86
	Equity attributable to equity holders of the parent	**(I)**	**78,960.89**	**66,161.01**
	Non-controlling interest	**(II)**	22,365.34	18,706.30
	Total Equity	**(I+II)**	**1,01,326.23**	**84,867.31**
	Liabilities			
II.	**Non-current liabilities**			
	Financial liabilities			
	-Borrowings	19	32,166.30	39,469.30
	- Lease liability	20	11,086.22	9,495.95
	Provisions	24	271.51	249.09
	Employee benefit liabilities	21	1,203.52	881.24
	Deferred tax liabilities (net)	22	2,775.53	7,934.43
	Total non-current liabilities	**(III)**	**47,503.08**	**58,030.01**
III.	**Current liabilities**			
	Financial liabilities			
	- Borrowings	19	35,862.34	15,754.63
	- Lease liability	20	1,875.76	1,692.59
	- Trade payables	25		
	- total outstanding dues of micro and small enterprises		5,268.59	6,505.88
	- total outstanding dues of creditors other than micro and small enterprises		43,313.18	31,891.07
	- Other financial liabilities	26	6,870.20	6,906.77
	Employee benefit liabilities	21	1,990.24	2,260.21
	Other current liabilities	23	15,848.43	10,009.30
	Current tax liabilities (net)	8 (b)	22.45	563.85
	Total current liabilities	**(IV)**	**1,11,051.19**	**75,584.30**
	Total liabilities	**(III+IV)**	**1,58,554.27**	**1,33,614.31**
	Total equity and liabilities	**(I+II+III+IV)**	**2,59,880.50**	**2,18,481.62**

Summary of material accounting policies 2.3

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED MARCH 31, 2024

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

		Notes	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Income			
I	Revenue from contracts with customers	27	2,82,173.58	1,84,746.00
II	Other income	28	4,500.73	2,386.64
III	**Total income (I+II)**		**2,86,674.31**	**1,87,132.64**
	Expenses			
	Cost of raw materials, components and moulds consumed	29	1,53,750.54	98,136.89
	Purchases of traded goods	30	27,566.60	25,935.69
	(Increase)/Decrease in inventories of finished goods, work-in-progress and traded goods	31	(1,045.20)	36.66
	Employee benefits expense	32	36,223.91	19,848.73
	Finance costs	33	6,835.55	1,627.27
	Depreciation and amortization expense	34	11,799.74	5,229.03
	Other expenses	35	28,870.43	20,759.84
IV	**Total expenses**		**2,64,001.57**	**1,71,574.11**
V	**Profit before exceptional items and tax (III-IV)**		**22,672.74**	**15,558.53**
VI	Exceptional Item	36	-	880.00
VII	**Profit before tax (V-VI)**		**22,672.74**	**14,678.53**
	Tax expense:			
	Current tax	22	5,515.29	3,457.85
	Adjustment of tax relating to earlier years	22	16.36	16.32
	Deferred tax charge	22	444.80	58.58
VIII	**Total tax expense**		**5,976.45**	**3,532.75**
IX	**Profit for the year (VII-VIII)**		**16,696.29**	**11,145.78**
	Other comprehensive income (net of tax)			
	Other comprehensive income not to be reclassified to profit or loss in subsequent period			
	Re-measurement (loss)/gain on defined benefit plans	37	(98.80)	116.99
	Income tax effect	37	21.59	(15.29)
	Gain on FVTOCI financial assets	37	3,130.71	5,004.48
	Income tax effect	37	(210.91)	(60.68)
X	**Other comprehensive income for the year (net of tax)**		**2,842.59**	**5,045.50**
XI	**Total comprehensive income for the year (net of tax) (IX+X)**		**19,538.88**	**16,191.28**
XII	**Profit attributable to:**			
	a) Owners of Lumax Auto Technologies Limited		13,018.32	9,287.53
	b) Non-controlling interest		3,677.97	1,858.25
	c) Total Profit (a+b)		**16,696.29**	**11,145.78**
XIII	**Other comprehensive income attributable to:**			
	a) Owners of Lumax Auto Technologies Limited		2,848.01	5,030.95
	b) Non-controlling interest		(5.42)	14.55
	c) Total other comprehensive income (a+b)		**2,842.59**	**5,045.50**
XIV	**Total comprehensive income attributable to: (XII+XIII)**			
	a) Owners of Lumax Auto Technologies Limited		15,866.33	14,318.48
	b) Non-controlling interest		3,672.55	1,872.80
	c) Total comprehensive income (a+b)		**19,538.88**	**16,191.28**
XV	**Earnings per share (per share of face value ₹ 2 each) :**			
	-Basic and diluted (in ₹)	38	19.10	13.63

Summary of material accounting policies 2.3

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

per Amit Yadav
Partner
Membership No. 501753

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : New Delhi
Date : May 27, 2024

Place : Gurugram
Date : May 27, 2024

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2024

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

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Cash Flow from Operating Activities		
Profit before tax	22,672.74	14,678.53
Adjustment to reconcile profit before tax to net cash flows		
Depreciation and amortization expense	11,799.74	5,229.03
Profit on sale of Property, plant and equipment (net)	(89.07)	(372.17)
Dividend Income	(143.15)	(73.08)
Liabilities/provisions no longer required, written back	(152.79)	(46.03)
Upfront fees on long term borrowings	-	(580.08)
Provision for doubtful debts	0.37	2.61
Outstanding balances written off	-	11.06
Unrealized (gain)/ loss on foreign currency fluctuation	(2.84)	10.78
Provision for investment in Joint venture	-	1.46
Rental income	(336.15)	(307.57)
Interest income	(805.18)	(585.56)
Finance costs	6,835.55	1,627.27
Change in fair value of investment held at FVTPL (net)	(1,392.48)	(536.09)
Operating profit before working capital changes	**38,386.74**	**19,060.16**
Movements in working capital :		
Increase in trade receivables	(8,010.83)	(1,503.02)
Decrease/(Increase) in other financial assets	2,081.54	(528.64)
Increase in other assets	(2,640.21)	(247.83)
Increase in inventories	(6,721.69)	(108.22)
Increase in trade payables	3,984.47	155.41
Increase in other financial liabilities	440.05	497.74
Increase in other liabilities and provisions	5,406.09	224.20
Cash generated from operations	**32,926.16**	**17,549.80**
Direct taxes paid	(6,388.80)	(3,829.82)
Net cash generated from operating activities (A)	**26,537.36**	**13,719.98**
Cash Flow from investing activities		
Purchase of property, plant and equipment (including capital work in progress and capital advances)	(10,373.29)	(8,345.71)
Proceeds from sale of property plant, and equipment	499.54	611.11
Acquisition of subsidiary, net of cash acquired	(4,929.69)	(39,483.34)
Proceeds from investment made by non- controlling interest	975.00	580.00
Dividend received	143.15	73.08
Payment of deferred compensation (related to acquisition of subsidiary)	(1,674.46)	-
Purchase of current investments (net)	(13,096.32)	(2,232.95)
Purchase of non-current investments	(40.00)	(122.56)
Redemption of bank deposits (net)	2,422.67	367.54
Rent received	336.15	307.57
Interest received	819.17	666.92
Net cash used in investing activities (B)	**(24,918.08)**	**(47,578.34)**

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Cash Flow from Financing Activities		
Proceeds from long term borrowings	621.90	38,520.77
Repayment of long term borrowings	(908.62)	(597.44)
Proceeds from short term borrowings (net)	10,419.47	3,611.95
Dividend paid	(5,369.46)	(2,714.43)
Interest paid	(6,951.49)	(1,401.55)
Payment of principal portion of lease liabilities	(1,791.73)	(938.57)
Net cash (used in)/ generated from financing activities (C)	**(3,979.93)**	**36,480.73**
Net (decrease)/ increase in cash and cash equivalents (A+B+C)	**(2,360.65)**	**2,622.37**
Cash and cash equivalents at the beginning of the year	7,463.20	4,840.83
Cash and cash equivalents at the end of the year	**5,102.55**	**7,463.20**
Non-cash financing and investing activities		
Acquisition of Right-of-use assets [refer note 5(ii)]	3,267.32	4,679.52
Components of cash and cash equivalents		
Cash on hand	10.39	11.51
Balance with banks		
- On current accounts	3,699.97	5,512.48
- Deposits with original maturity of 3 months or less	1,392.19	1,939.21
Total cash and cash equivalents (refer note 15)	**5,102.55**	**7,463.20**

Summary of material accounting policies (refer note 2.3)

The accompanying notes form an integral part of these consolidated financial statements

Refer note 16A for change in liabilities arising from financing activities.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
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DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2024

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

	Equity Share Capital (1)	Other Equity						Non-controlling interest (3)	Total Equity (1+2+3)
		Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total Reserves and Surplus (2)		
As at April 01, 2022	**1,363.15**	**43,480.98**	**321.36**	**4,528.55**	**1,726.40**	**2,972.03**	**53,029.32**	**6,077.44**	**60,469.91**
Add: Profit for the year	-	9,287.53	-	-	-	-	9,287.53	1,858.25	11,145.78
Add: Other comprehensive income for the year (net of tax)	-	87.15	-	-	-	4,943.80	5,030.95	14.55	5,045.50
Add: Contribution from/ adjustment of non-controlling interest	-	(164.42)	-	-	-	-	(164.42)	11,084.96	10,920.54
Less: Dividend paid	-	2,385.52	-	-	-	-	2,385.52	328.90	2,714.42
As at March 31, 2023	**1,363.15**	**50,305.72**	**321.36**	**4,528.55**	**1,726.40**	**7,915.83**	**64,797.86**	**18,706.30**	**84,867.31**
Add: Profit for the year	-	13,018.32	-	-	-	-	13,018.32	3,677.97	16,696.29
Add: Other comprehensive income for the year (net of tax)	-	(71.79)	-	-	-	2,919.80	2,848.01	(5.42)	2,842.59
Add: Reclassification adjustment (refer note 39j)	-	525.73	-	-	-	(525.73)	-	-	-
Add: Contribution from/ adjustment of non-controlling interest	-	0.65	-	-	-	-	0.65	2,288.85	2,289.50
Less: Dividend paid	-	3,067.10	-	-	-	-	3,067.10	2,302.36	5,369.46
As at March 31, 2024	**1,363.15**	**60,711.53**	**321.36**	**4,528.55**	**1,726.40**	**10,309.90**	**77,597.74**	**22,365.34**	**1,01,326.23**

Summary of material accounting policies (refer note 2.3)

The accompanying notes form an integral part of these consolidated financial statements

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
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DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

1. CORPORATE INFORMATION

The Consolidated financial statements comprise financial statements of Lumax Auto Technologies Limited ("the Holding Company") and subsidiaries (collectively, "the Group") for the year ended March 31, 2024. The Holding Company is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The registered office of the Holding Company is located at 2nd Floor, Harbans Bhawan-II, Commercial Complex, Nangal Raya, New Delhi- 110046.

The Group is principally engaged in the manufacturing of automotive components.

Information on the Group's structure is provided in Note 39.

The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on May 27, 2024.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of Preparation

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The consolidated financial statements have been prepared on a historical cost basis, except for the certain financial assets and liabilities which have been measured at fair value (refer accounting policy regarding financial instruments).

The Group has prepared the consolidated financial statements on the basis that it will continue to operate as a going concern.

The consolidated financial statements are presented in Indian Rupees (₹) and all values are rounded to the nearest lakhs (₹ 00,000), except wherever otherwise stated.

2.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Holding Company and its subsidiaries as at March 31, 2024. Control is achieved when the Group is exposed, 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 Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the 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 Group has less than a majority of the voting or similar rights of an investee, the Group 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 Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on March 31, 2024.

Consolidation procedure:

a. 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.

b. Offset (eliminate) the carrying amount of the Holding Company investment in each subsidiary and the Holding Company portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c. 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 Holding Company of the Group and to the non-controlling interest, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows 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 Group loses control over a subsidiary, it:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognizes the carrying amount of any non-controlling interest
- Derecognizes the cumulative translation differences recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Recognize that distribution of shares of subsidiary to Group in Group's capacity as owners
- Reclassifies the parent's share of components previously recognized in OCI to profit or loss or transferred directly to retained earnings, if required by other Ind AS as would be required if the Group had directly disposed of the related assets or liabilities

2.3 Summary of material accounting policies

A. Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed in the periods in which the costs are incurred, and the services are received, with the exception of the costs of issuing debt or equity securities that are recognized in accordance with Ind AS 32 and Ind AS 109.

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

(i) Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with Ind AS 12 'Income Tax' and Ind AS 19 'Employee Benefit' respectively.

(ii) Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with Ind AS 12.

(iii) Liabilities or equity instruments related to share-based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

payment arrangements of the acquiree are measured in accordance with Ind AS 102 "Share-based Payments" at the acquisition date.

(iv) Assets that are classified as held for sale in accordance with Ind AS 105 "Non-current Assets Held for Sale" and Discontinued Operations are measured in accordance with that standard.

(v) Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

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

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognizes the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

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

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

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

B. Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Group has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the consolidated balance sheet.

C. Foreign currencies

Functional and presentational currency

The Group's financial statements are presented in Indian Rupees (₹) which is also the Group's functional currency. Functional currency is the currency of the primary economic environment in which a company operates and is normally the currency in which a company primarily generates and expends cash. All amounts have been rounded-off to the nearest lakhs and two decimals thereof, unless otherwise stated.

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

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in consolidated statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or consolidated statement of profit and loss are also recognized in OCI or consolidated statement of profit and loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

D. Property, plant and equipment

Capital work in progress, property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the consolidated statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Items of stores and spares that meet the definition of plant, property and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit and loss when the asset is derecognized.

Depreciation on property, plant and equipment

Depreciation is calculated on a straight-line basis over the estimated useful lives as estimated by the management which is in line with the Schedule II to the Companies Act, 2013. The Group has used the following useful lives to provide depreciation on its property, plant and equipment:

Assets	Useful Lives estimated by the management (in years)
Factory Building	20 to 30
Other Building	30 to 60
Computers	3-5
Office equipment	5
Furniture and fixtures	5-10
Vehicles	5
Electrical installation	10
Plant and equipment	3-21
Plant and equipment (robots)	12
Moulds	9

The Group, based on management estimate, depreciates certain items of plant and equipment, moulds and vehicles over estimated useful lives which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Leasehold improvement is amortized on a straight line basis over the period of lease term.

The residual value of property, plant and equipment is considered at 2%.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted prospectively, if appropriate. In particular, the Group considers the impact of health, safety and environment legislation in its assessment of expected useful lives and estimated residual values.

E. Intangible assets

Recognition and measurement

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of profit and loss in the year in which the expenditure is incurred.

Amortization and useful lives

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and amortization method of the intangible asset with a useful finite life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the consolidated statement of profit and loss unless such expenditure forms part of carrying value of another assets.

Intangible Assets	Estimated Useful Life (Years)
Computer Software	Over the estimated economic useful lives of 3-4 years
Technical Know-how	Over the period of Technical Assistance Agreement i.e. 8 years

Intangible assets are amortized on a straight-line basis over the estimated economic useful lives. Amortization method, useful life and residual values are reviewed at the end of each financial year and adjusted if appropriate.

An intangible asset is derecognized upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gain or loss arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of profit and loss when the asset is derecognized.

Customer relationships

Customer relationships acquired in business combination are initially recognized at fair value at the date of acquisition. Following initial recognition, customer relationships are carried at cost less accumulated amortization and accumulated impairment losses, if any. They are amortized on a straight-line basis over their estimated useful life of 15 years assessed by the management at the time of acquisition.

Non-Compete Fee

Non-Compete fee is recognized based on agreement with seller or competitor. It is amortized on a straight-line basis over their estimated useful life of 10 years based on agreed terms as per contract.

Right to use technology

Right to use technology acquired in business combination are initially recognized at fair value at the date of acquisition. Following initial recognition, right to use technology is carried at cost less accumulated amortization and accumulated impairment losses, if any. It is amortized on a straight-line basis over its estimated useful life of 5 years assessed by the management at the time of acquisition.

F. Investment properties

Investment properties are measured initially at cost, including transaction cost. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The cost includes the cost of replacing parts and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of the investment properties are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized in the consolidated statement of profit and loss as incurred.

The Group depreciates building component of investment property over 30 years from the date of original purchase.

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

Though the Group measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an external independent valuer applying a valuation model as per Ind AS 113 "Fair value measurement".

Investment properties are derecognized either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the consolidated statement of profit and loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment properties the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment properties only when there is a change in use. Transfers between investment property, owner-occupied property and inventories do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

G. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

H. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

a) Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i. Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Land & Building: 2-12 years
- Solar Power Plant: 15 years
- Leasehold land: 99 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

ii. Lease Liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii. **Short-term leases and leases of low-value assets**

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

b) **Group as a lessor**

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

I. Inventories

Inventories which comprise raw materials, components, work in progress, finished goods, traded goods, moulds and stores and spares are valued at the lower of cost and net realizable value.

The basis of determining costs for various categories of inventories is as follows:

- **Raw materials, components, stores and spares:** Cost of inventories comprises all cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted moving average basis.
- **Work-in-progress and finished goods:** Cost includes direct material plus appropriate share of labour, manufacturing overheads based on normal operating capacity. Cost is determined on a weighted moving average basis.
- **Traded goods:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on moving weighted average basis.
- **Moulds:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Stores and spares which do not meet the definition of Property, plant and equipment are accounted as inventories.

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

J. Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units' (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared

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

separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/ forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Group operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the consolidated statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation surplus.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU to which the goodwill relates. When the recoverable amount of the CGU is less than it's carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

K. Revenue from contracts with customers

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.

However, Goods and services tax (GST), is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

i. Sale of products

Revenue from sale of products (including tools) is recognized at the point in time when control of the product is transferred, generally on delivery of the product. The normal credit term is 30 to 120 days upon delivery.

Revenue is measured by the Group at the transaction price i.e. amount of consideration received/ receivable in exchange for transferring promised goods or services to the customers. In determining the transaction price for the sale of products, the Holding Company considers the effects of variable consideration including price adjustments to be passed on to the customers based on various parameters like negotiation based on savings on material and other factors. Accordingly, revenue for the current year is net of price differences.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group allocated a portion of the transaction price to goods bases on its relative consolidated prices.

The Holding Company operates several sales incentive programs wherein the customers are eligible for several benefits on achievement of underlying conditions as prescribed in the scheme program such as discounts. Revenue from contracts with customers is presented deducting cost of all these schemes.

ii. Sale of services

Revenue from sale of services is recognized in accordance with the terms of contract when the services are rendered, and the related costs are incurred.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

iii. Contract balances

Contract assets

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

Trade receivables

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

Contract liabilities

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

L. Interest Income

Interest income on bank deposits is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the consolidated statement of profit and loss.

M. Dividend Income

Dividend is recognized when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

N. Rental Income

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Refer "Leases" section above for material accounting policy.

O. Government grants

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

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to consolidated statement of profit and loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

P. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund. The Group recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Group operates defined benefit gratuity plans for its employees, viz., gratuity. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using

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

the projected unit credit method. Actuarial gains and losses for both defined benefit plans are recognized in full in the period in which they occur in the consolidated statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in statement of profit and loss on the earlier of:

a) The date of the plan amendment or curtailment, and

b) The date that the Group recognizes related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

a) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

b) Net interest expense or income

Q. Provisions and contingent liabilities

General

A provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the consolidated statement of profit and loss net of any reimbursement.

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

Decommissioning liability

The Group records a provision for decommissioning costs of its leased manufacturing facilities. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The unwinding of the discount is expensed as incurred and recognized in the Statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the right-of-use asset. The impact of climate-related matters, such as changes in environmental regulations and other relevant legislation, is considered by the Group in estimating the decommissioning liability on the manufacturing facility. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Contingent liability

Contingent liability is:

(a) a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

(b) a present obligation that arises from past events but is not recognized because:

- it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- the amount of the obligation cannot be measured with sufficient reliability.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

R. Taxes

Tax expense comprises current tax expense and deferred tax

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

Current income tax

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

Current income tax relating to items recognized outside the consolidated statement of profit or loss is recognized outside the consolidated statement of profit and loss (either in other comprehensive income (OCI) or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The group shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside the consolidated statement of profit and loss is recognized outside the consolidated statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes.

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

S. Cash and cash equivalents

Cash and cash equivalent in the consolidated balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

T. Earnings per share (EPS)

Basic EPS amounts is calculated by dividing the profit for the year attributable to the shareholders of the Group by the weighted average number of equity shares outstanding as at the end of reporting period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the parent company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

U. Dividend

The Group recognizes liability to pay dividend to equity holders of the Group when the distribution is authorized, and the distribution is no longer at the discretion of the Group. As per corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

V. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

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

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

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

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

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

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

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

External valuers are involved for valuation of significant assets and significant liabilities, if any.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents, if any.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

This note summarizes accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Disclosures for valuation methods, significant estimates and assumptions
- Quantitative disclosures of fair value measurement hierarchy
- Investment in unquoted equity shares
- Investment properties
- Financial instruments (including those carried at amortized cost)

W. Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

Financial Assets

Initial recognition and measurement

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

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section 'Revenue from contracts with customers'.

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

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Subsequent measurement

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

a) Financial assets at amortized cost (debt instruments)

b) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)

c) Financial assets at fair value through profit or loss

d) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)

a) Financial assets at amortized cost

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

(i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The accretion of EIR is recorded as an income or expense in the consolidated statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

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

b) Financial assets at FVTOCI (debt instruments)

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

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

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. For debt instruments, at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value changes recognized in OCI is reclassified from the equity to profit or loss.

The Group's debt instruments at fair value through OCI includes investments in quoted debt instruments included under other non-current financial assets.

c) Financial assets at fair value through profit or loss

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

d) Financial assets at FVTOCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 'Financial Instruments: Presentation' and are not held for trading. The classification is determined on an instrument-by-instrument basis. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL.

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

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognized (i.e. removed from the Group's Balance Sheet) when:

(i) The contractual rights to receive cash flows from the asset has expired, or

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

through profit or loss.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, lease liabilities, loans and borrowings etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at amortized cost
- Financial liabilities at fair value through profit and loss (FVTPL)

Financial liabilities at Amortized cost

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

De-recognition

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

Offsetting of financial instruments

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

Reclassification of financial assets

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

X. Impairment of financial assets

The Group recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs.

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

Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

2.3 NEW AND AMENDED STANDARDS

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2023 to amend the following Ind AS which are effective for annual periods beginning on or after April 01, 2023, as below:

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Group's consolidated financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Group's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Group previously recognized for deferred tax on leases on a net basis. As a result of these amendments, the Group has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at April 01, 2022.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

3. PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK IN PROGRESS

3(a) Property, plant and equipment

The details of property, plant and equipment (net):

	As at March 31, 2024	As at March 31, 2023
Freehold Land	6,221.09	6,221.09
Buildings	11,258.66	10,988.98
Leasehold improvement	660.34	807.07
Plant and equipment	35,928.76	35,751.62
Furniture and fixtures	1,070.39	1,012.98
Office equipment	495.34	387.23
Vehicles	1,485.66	1,083.04
Computers	425.65	418.91
Total	**57,545.89**	**56,670.92**

3(b) Capital work in progress

The details of capital work in progress:

	As at March 31, 2024	As at March 31, 2023
Capital work in progress	3,584.87	1,285.82
Total	**3,584.87**	**1,285.82**

Capital work in progress (CWIP) Ageing Schedule

As at March 31, 2024

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3,456.92	127.95	-	-	3,584.87
Projects temporarily suspended	-	-	-	-	-

As at March 31, 2023

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1,078.46	207.36	-	-	1,285.82
Projects temporarily suspended	-	-	-	-	-

The projects in progress are not overdue in terms of time and cost from their original approved budget.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

3.1 Property, plant and equipment

	Freehold Land	Buildings	Leasehold Improvement	Plant and equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Total	CWIP
Gross Block										
As at April 01, 2022	3,211.09	11,137.57	898.00	40,344.18	1,506.40	850.85	1,155.47	952.95	60,056.51	1,212.89
Additions	-	969.79	108.80	5,964.32	158.87	107.24	995.38	207.84	8,512.24	8,321.39
Disposals	-	(138.35)	(6.89)	(1,304.69)	(40.12)	(9.72)	(104.61)	(21.20)	(1,625.58)	(8,512.24)
Acquisition Adjustment (refer note 39k)	3,010.00	2,014.93	388.25	15,194.60	169.60	167.48	1.40	241.20	21,187.46	263.78
As at March 31, 2023	**6,221.09**	**13,983.94**	**1,388.16**	**60,198.41**	**1,794.75**	**1,115.85**	**2,047.64**	**1,380.79**	**88,130.63**	**1,285.82**
Additions	-	634.76	68.50	5,571.91	131.27	150.49	787.68	147.72	7,492.33	9,787.51
Disposals	-	-	-	(489.65)	-	-	(322.48)	(9.43)	(821.56)	(7,492.33)
Acquisition Adjustment (refer note 39j)	-	20.95	60.08	1,674.70	118.10	104.18	50.89	99.26	2,128.16	3.87
As at March 31, 2024	**6,221.09**	**14,639.65**	**1,516.74**	**66,955.37**	**2,044.12**	**1,370.52**	**2,563.73**	**1,618.34**	**96,929.56**	**3,584.87**
Accumulated depreciation										
As at April 01, 2022	-	2,615.86	198.91	19,439.69	614.96	584.58	941.66	745.74	25,141.40	-
Charge for the year	-	287.72	264.00	2,866.36	126.76	95.22	118.24	122.53	3,880.83	-
Disposal	-	(103.29)	(2.58)	(1,133.26)	(31.76)	(9.55)	(96.71)	(20.95)	(1,398.10)	-
Acquisition Adjustment (refer note 39k)	-	194.67	120.76	3,274.00	71.81	58.37	1.41	114.56	3,835.58	-
As at March 31, 2023	**-**	**2,994.96**	**581.09**	**24,446.79**	**781.77**	**728.62**	**964.60**	**961.88**	**31,459.71**	**-**
Charge for the year	-	365.12	266.59	6,084.67	135.66	109.77	336.44	160.19	7,458.44	-
Disposal	-	-	-	(135.81)	-	-	(236.87)	(9.14)	(381.82)	-
Acquisition Adjustment (refer note 39j)	-	20.91	8.72	630.96	56.30	36.79	13.90	79.76	847.34	-
As at March 31, 2024	**-**	**3,380.99**	**856.40**	**31,026.61**	**973.73**	**875.18**	**1,078.07**	**1,192.69**	**39,383.67**	**-**
Net Block										
As at March 31, 2024	**6,221.09**	**11,258.66**	**660.34**	**35,928.76**	**1,070.39**	**495.34**	**1,485.66**	**425.65**	**57,545.89**	**3,584.87**
As at March 31, 2023	**6,221.09**	**10,988.98**	**807.07**	**35,751.62**	**1,012.98**	**387.23**	**1,083.04**	**418.91**	**56,670.92**	**1,285.82**

a) On transition to Ind AS (i.e. April 01, 2016), the Group has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

b) Refer note 19 for information on property, plant and equipment pledged as security for borrowings by the Group.

c) Refer note 41a for disclosure of contractual commitment for the acquisition of property, plant and equipment.

d) Refer note 5A for property, plant and equipment not held in the name of the Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

4. INTANGIBLE ASSETS

a) Details of intangible assets:

	As at March 31, 2024	As at March 31, 2023
Computer software	505.84	319.71
Technical Know-how	74.47	91.09
Right to use technology (refer note 39k)	2,819.93	3,527.59
Customer relationship (refer note 39k)	12,556.27	13,454.20
Non compete (refer note 39k)	3,819.60	4,245.43
Total	**19,776.11**	**21,638.02**

b) Disclosures regarding gross block of intangible assets, accumulated amortisation and net block:

	Computer Software	Technical Know-how	Right to use technology	Customer relationship	Non compete	Total
Gross block						
As at April 01, 2022	1,192.30	319.51	-	-	-	1,511.81
Additions	51.70	-	-	-	-	51.70
Acquisition Adjustment (refer note 39k)	16.93	-	3,548.00	13,506.00	4,270.00	21,340.93
Disposals	(4.52)	-	-	-	-	(4.52)
As at March 31, 2023	**1,256.41**	**319.51**	**3,548.00**	**13,506.00**	**4,270.00**	**22,899.92**
Additions	314.47	-	-	-	-	314.47
Acquisition Adjustment (refer note 39j)	55.34	-	-	-	-	55.34
As at March 31, 2024	**1,626.22**	**319.51**	**3,548.00**	**13,506.00**	**4,270.00**	**23,269.73**
Accumulated amortization						
As at April 01, 2022	791.46	211.80	-	-	-	1,003.26
Charge for the year	142.42	16.62	20.41	51.80	24.57	255.82
Acquisition Adjustment (refer note 39k)	7.34	-	-	-	-	7.34
Disposals	(4.52)	-	-	-	-	(4.52)
As at March 31, 2023	**936.70**	**228.42**	**20.41**	**51.80**	**24.57**	**1,261.90**
Charge for the year	135.89	16.62	707.66	897.93	425.83	2,183.93
Acquisition Adjustment (refer note 39j)	47.79	-	-	-	-	47.79
As at March 31, 2024	**1,120.38**	**245.04**	**728.07**	**949.73**	**450.40**	**3,493.62**
Net book value						
As at March 31, 2024	**505.84**	**74.47**	**2,819.93**	**12,556.27**	**3,819.60**	**19,776.11**
As at March 31, 2023	**319.71**	**91.09**	**3,527.59**	**13,454.20**	**4,245.43**	**21,638.02**

c) Impairment assessment of other intangible assets

Based on external and internal factors, management has evaluated and concluded that there are no indicators for impairment of other intangible assets having finite useful lives.

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

5. RIGHT-OF-USE ASSETS

(i) Details of Right-of-use assets:

	As at March 31, 2024	As at March 31, 2023
Land	454.96	461.00
Solar power plant	393.99	534.39
Buildings	11,558.40	10,096.76
Total	**12,407.35**	**11,092.15**

(ii) Set out below are the carrying amounts of right-of-use assets recognized and the movements during the year:

	Land	Solar Power Plant	Buildings	Total
Gross block				
As at April 01, 2022	546.52	436.44	4,917.48	5,900.44
Acquisition Adjustment (refer note 39k)	-	-	5,020.65	5,020.65
Additions	-	211.57	4,467.95	4,679.52
Disposals	(5.27)	-	(829.57)	(834.84)
As at March 31, 2023	**541.25**	**648.01**	**13,576.51**	**14,765.77**
Acquisition Adjustment (refer note 39j)		-	356.07	356.07
Additions	-	-	3,267.32	3,267.32
Disposals	-	(145.85)	(957.90)	(1,103.75)
As at March 31, 2024	**541.25**	**502.16**	**16,242.00**	**17,285.41**
Accumulated Depreciation				
As at April 01, 2022	75.05	79.16	1,544.79	1,699.00
Acquisition Adjustment (refer note 39k)	-	-	1,707.25	1,707.25
Amortisation charge for the year	6.05	34.46	1,005.91	1,046.42
Disposals	(0.85)	-	(778.20)	(779.05)
As at March 31, 2023	**80.25**	**113.62**	**3,479.75**	**3,673.62**
Acquisition Adjustment (refer note 39j)	-	-	82.54	82.54
Amortisation charge for the year	6.04	38.85	2,063.24	2,108.13
Disposals	-	(44.30)	(941.93)	(986.23)
As at March 31, 2024	**86.29**	**108.17**	**4,683.60**	**4,878.06**
Net book value				
As at March 31, 2024	**454.96**	**393.99**	**11,558.40**	**12,407.35**
As at March 31, 2023	**461.00**	**534.39**	**10,096.76**	**11,092.15**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(iii) The following is the carrying value of lease liability and movement thereof during the year:

	Solar Power Plant	Buildings	Total
As at April 01, 2022	**379.25**	**3,667.49**	**4,046.74**
Additions	211.57	4,339.64	4,551.21
Acquisition Adjustment (refer note 39k)	-	3,516.71	3,516.71
Finance cost accrued during the year	12.31	360.11	372.42
Disposals	-	(73.50)	(73.50)
Payment of lease liabilities	(39.76)	(1,185.28)	(1,225.04)
As at March 31, 2023	**563.37**	**10,625.17**	**11,188.54**
Additions	-	3,209.74	3,209.74
Acquisition Adjustment (refer note 39j)	-	297.58	297.58
Finance cost accrued during the year	20.84	956.54	977.38
Disposals	(110.80)	(39.29)	(150.09)
Payment of lease liabilities	(59.96)	(2,501.21)	(2,561.17)
As at March 31, 2024	**413.45**	**12,548.53**	**12,961.98**
Current	**25.27**	**1,850.49**	**1,875.76**
Non-current	**388.18**	**10,698.04**	**11,086.22**
As at March 31, 2023			
Current	**53.76**	**1,638.83**	**1,692.59**
Non-current	**509.61**	**8,986.34**	**9,495.95**

(iv) The Group has applied weighted average incremental borrowing rate to lease liabilities.

(v) The following are the amounts recognized in the statement of profit or loss:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Depreciation expense of right-of-use assets	2,108.13	1,046.42
Interest expense on lease liabilities	977.38	372.42
Expense relating to short-term leases (included in other expenses)	621.33	370.50
Total amount recognized in statement of profit and loss	**3,706.84**	**1,789.34**

(vi) The Group had total cash outflows for leases of ₹ 2,561.17 Lakhs for the year ended March 31, 2024 (March 31, 2023: ₹ 1,225.04 Lakhs).

(vii) Extension and termination options: Extension and termination options are included in property lease agreements. These are used to maximize operational flexibility in terms of managing the assets used in the Group's operations. Extension and termination options held are exercisable only by the Group and not by the lessor.

(viii) The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

(ix) Refer note 49C for maturity analysis of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

5A Details of the title deeds which are not held in the name of the Holding/Subsidiary Company

i) Not in the name of Holding Company

As at March 31, 2024

Relevant line item in the Balance sheet	Property, plant and equipment
Description of item of property	Land
Gross carrying value (₹ in Lakhs)	274.07
Title deeds held in the name of	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No
Property held since which date	November 07, 2007

As at March 31, 2023

Relevant line item in the Balance sheet	Property, plant and equipment	Right-of-use assets	Right-of-use assets
Description of item of property	Land	Land	Land
Gross carrying value (₹ in Lakhs)	274.07	192.00	229.90
Title deeds held in the name of	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited	Lumax DK Auto Industries Limited
Whether promoter, director or their relative or employee	No	No	No
Property held since which date	November 07, 2007	May 15, 2006	November 19, 2011

Note:- During the year ended March 31, 2020, one of the Subsidiary Companies “Lumax DK Auto Industries Limited” was merged with the holding Company. Pursuant to said merger, the holding Company has recognized certain immovable assets. During the current year, the title deed of two properties got transferred in the name of the holding Company and for one property, the holding Company is in the process of getting the title transferred.

ii) Not in the name of Subsidiary Companies

As at March 31, 2024

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether promoter, director or their relative or employee	Property held since
Property, plant and equipment	Land	3,010.00	IAC International Automotive India Private Limited	No	November 14, 2008
Right-of-use assets	Land & Building	1,118.60		No	June 01, 2022
Right-of-use assets	Land & Building	186.83		No	November 01, 2023
Right-of-use assets	Land & Building*	2,272.05		No	October 01, 2023
Right-of-use assets	Land & Building	1,355.71		No	September 01, 2018
Right-of-use assets	Land & Building	158.27		No	January 01, 2024
Right-of-use assets	Land & Building	496.24		No	August 01, 2021
Right-of-use assets	Land & Building	1,318.15		No	April 18, 2018
Right-of-use assets	Land & Building	23.55		No	July 10, 2022
Right-of-use assets	Land & Building	207.18		No	December 16, 2023

*The Subsidiary Company is in the process of getting the lease agreement registered in its name.

During the current year, the step down subsidiary company “IAC International Automotive India Private Limited” has been merged with one of the subsidiary Company Lumax Integrated Ventures Private Limited (appointed date of March 10, 2023) and the subsidiary Company is in the process of getting the name changed to “IAC International Automotive India Private Limited” (refer note 39k).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

6. INVESTMENT PROPERTIES

	Freehold Land	Buildings	Total
Gross block			
As at April 01, 2022	319.84	1,366.13	1,685.97
Additions	-	-	-
As at March 31, 2023	**319.84**	**1,366.13**	**1,685.97**
Acquisition Adjustment (refer note 39j)	-	1,146.28	1,146.28
As at March 31, 2024	**319.84**	**2,512.41**	**2,832.25**
Accumulated depreciation and impairments			
As at April 01, 2022	-	396.73	396.73
Depreciation charge for the year	-	45.96	45.96
As at March 31, 2023	**-**	**442.69**	**442.69**
Acquisition Adjustment (refer note 39j)	-	47.58	47.58
Depreciation charge for the year	-	49.24	49.24
As at March 31, 2024	**-**	**539.51**	**539.51**
Net Block			
As at March 31, 2024	**319.84**	**1,972.90**	**2,292.74**
As at March 31, 2023	**319.84**	**923.44**	**1,243.28**

Fair Value of Investment Property

As at April 01, 2022	**2,882.34**
Increase in fair value of investment property	370.63
As at March 31, 2023	**3,252.97**
Increase in fair value of investment property	302.28
As at March 31, 2024	**3,555.25**

i) Amount recognized in statement of profit and loss from investment property

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Rental Income	293.55	274.37
Direct operating expenses (including repairs and maintenance) arising from property that generated rental Income	-	-
Profit arising from Investment property before depreciation and indirect expenses	**293.55**	**274.37**
Depreciation	49.24	45.96
Profit arising from Investment properties before indirect expenses	**244.31**	**228.41**

ii) Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

iii) Estimation of Fair Value

Fair value investment property is ascertained on the basis of market rates as determined by the independent registered valuer.

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

iv) Description of valuation techniques used and key inputs to valuation on investment properties:

	Valuation Technique
Land and Building situated at Plot No. 69, Bidadi Industrial area, 2nd Phase, Sector-2, Parts of 32, 56-59, Bidadi Hobli, Ramanagara Taluka, District Ramanagara, Bengaluru, Karnataka - 562109. Land Area - 15,484 sq mt Land Value - ₹ 2,061.96 Lakhs Building built up area - 7,132.15 sq mt Building Value - ₹ 1,493.29 Lakhs Valuer Name: Jayaram K. (IBBI Registered Valuer & Chartered Engineer)	Market Rate

The valuation has been taken considering values arrived using the following methodologies:

(a) Current replacement cost method, which comprises of net amount of money that is required to replace an asset with a similar one in the current market; and

(b) Sales comparable method, which compares the price or price per unit area of similar properties being sold in the marketplace.

Further, inputs used in the above valuation models are as under:

(i) Market rates/ marketability of the Land in the Vicinity.

(ii) Recent property deals/transactions.

(iii) Negotiation skills of the buyer/seller.

(iv) Demand and supply of properties.

(v) Locality, neighbourhood, civic amenities, its connectivity to major centres, etc.

(vi) Shape, size, prominence, plot area, topography, etc.

(vii) Need/ urgency of the seller to sell the said property.

7. GOODWILL

	Amount
As at April 01, 2022	**16.64**
Acquisition Adjustment (refer note 39k)	12,168.76
As at March 31, 2023	**12,185.40**
Acquisition Adjustment (refer note 39k)	(4,025.11)
Acquisition Adjustment (refer note 39j)	1,205.21
As at March 31, 2024	**9,365.50**
As at March 31, 2024	**9,365.50**
As at March 31, 2023	**12,185.40**

Impairment testing of goodwill

Goodwill recognized on acquisition of IAC International Automotive India Private Limited and Lumax Anciliary Limited having indefinite useful life have been tested for impairment as at the Balance Sheet date. The recoverable amount is determined based on value in use calculation. These calculations uses management assumptions and pre tax cash flow projections based on financed budgets approved by management covering a 5 years period. Cash flow projection beyond 5 years time period are extrapolated using the estimated growth rates which is consistent with forecasts included in industry reports specific to industry in which CGU operates. Management has determined following assumptions for impairment testing of Goodwill:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

Assumption	Rates	Approach used in determining value
Weighted Average cost of capital	23.70%	It has been determined basis risk free rate of return adjusted for equity risk premium
Long Term Growth Rate	4.00%	Long Term Growth rate has been taken basis financial budgets and projections approved by management

Management has performed a sensitivity analysis with respect to changes in assumptions for assessment of value-in-use of Goodwill. Based on this analysis, management believes that change in any of above assumption would not cause any material possible change in carrying value of Goodwill over and above its recoverable amount. Based on impairment assessment conducted by the management, there is no impairment required.

8 (a) INCOME TAX ASSETS (NET)

	As at March 31, 2024	As at March 31, 2023
Non-Current tax assets (net)	**1,360.39**	**919.66**

8 (b) CURRENT TAX LIABILITIES (NET)

	As at March 31, 2024	As at March 31, 2023
Current tax liabilities (net)	**22.45**	**563.85**

9. INVESTMENTS

		As at March 31, 2024	As at March 31, 2023
A.	**Non-current Investments***		
a)	**Investments measured at fair value through other comprehensive income**		
	Investments in equity instruments of other entities		
	Lumax Industries Limited (Quoted) 5,25,000 (As at March 31, 2023 - 5,25,000) equity shares of ₹ 10 each fully paid up	12,610.50	9,303.26
	Investment in Avaada KNSolar Private Limited (Unquoted) 12,25,000 (As at March 31, 2023 - 12,25,000) equity shares of ₹ 10 each fully paid up	122.56	122.56
	Lumax Ancillary Limited (Unquoted) (refer note 39j) Nil (As at March 31, 2023 - 3,00,420) equity shares of ₹ 10 each fully paid up	-	1,002.68
b)	**Investments measured at fair value through profit and loss**		
i)	**Investments in alternate investment fund & other funds**		
	Investment in IILF Commercial Yield Fund (Unquoted) 19,50,532 Units (As at March 31, 2023 - Nil)	217.84	-
	Investment in IQ Alpha IV fund (Unquoted) 260 Units (As at March 31, 2023 - Nil)	249.87	-
(ii)	**Investments in preference shares of other entities (Unquoted)**		
	Lumax Finance Private Limited 3,10,00,000 (As at March 31, 2023 - Nil) Preference shares of ₹ 10 each fully paid up	2,376.80	-
	Total	**15,577.57**	**10,428.50**

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

		As at March 31, 2024	As at March 31, 2023
B.	**Current investments****		
	Investments measured at fair value through Profit and loss		
	(i) Investment in Non-Convertible Debentures (Quoted)		
	L&T Finance Limited 50 units (As at March 31, 2023 - 50 units)	556.93	509.61
	MAS Financial Services Limited Nil (As at March 31, 2023 - 25 units)	-	265.74
	Piramal Enterprises Limited 50 units (As at March 31, 2023 - 50 units)	566.32	529.00
	Shriram Transport Finance Company Limited Nil (As at March 31, 2023 - 40 units)	-	458.82
	Shriram Housing Finance Limited 50 units (As at March 31, 2023 - 50 units)	563.48	518.39
	(ii) Investment in Mutual funds (Unquoted)		
	HDFC Liquid fund growth 2,135 Units (As at March 31, 2023 - Nil)	109.50	-
	Axis Arbitrage Fund 1,64,67,421 units (As at March 31, 2023 - Nil)	3,043.10	-
	SBI Floating Rate Debt Fund- Direct Plan Growth Nil (As at March 31, 2023 - 3,31,09,562 units)	-	3,706.98
	AXIS Liquid Fund Growth 1,501 units (As at March 31, 2023 - Nil)	40.44	-
	SBI Saving Fund Direct Plan Growth 71,00,162 units (As at March 31, 2023 - 73,13,631 units)	2,871.41	2,747.83
	SBI Arbitrage Opportunities Fund Direct Plan Growth 4,67,39,224 units (As at March 31, 2023 - Nil)	15,299.52	-
	SBI Overnight Fund Direct Growth	906.22	623.10
	23,261 units (As at March 31, 2023 - 17,075 units)		
	(iii) Investment in India Grid Trust (InvITs) (Quoted) 2,20,300 units (As at March 31, 2023 - 2,20,300 units)	292.52	296.92
	(iv) Investment in alternate investment fund (Unquoted)		
	Vajra Capital Growth Scheme	503.61	-
	4,99,975 units (As at March 31, 2023 - Nil)		
	(v) Investment in Equity Instruments (Quoted)		
	Jio Financial Services Limited	1.53	-
	433 (As at March 31, 2023 - Nil) equity shares of ₹ 10 each fully paid up		
	Reliance Industries Limited	12.89	10.09
	433 (As at March 31, 2023 - 433) equity shares of ₹ 10 each fully paid up		
	Investments measured at fair value through other comprehensive income **Investment in Equity Instruments (Unquoted)**		
	SBI Funds Limited	237.00	-
	15,000 (As at March 31, 2023 - Nil) equity shares of ₹ 1 each		
	Total	**25,004.47**	**9,666.48**
	Current	**25,004.47**	**9,666.48**
	Non-current	**15,577.57**	**10,428.50**
	Aggregate book value/ market value of quoted investments (refer note 47)	**14,604.17**	**11,891.83**
	Aggregate value of unquoted investments (refer note 47)	**25,977.87**	**8,203.15**

Non-current investments

*Investment in equity instrument where the business model of the Group is not for trading, the Group has opted for irrevocable option to present subsequent changes in the fair value of an investment in an equity instrument through Other Comprehensive income (FVTOCI).

Current investments

**Investment in current investments, the Group has opted irrevocable option to present subsequent changes in the fair value of an investment in financial instrument through profit or loss (FVTPL).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

10. LOANS

	As at March 31, 2024	As at March 31, 2023
Unsecured and considered good (unless otherwise stated)		
Non-current		
Loan to Employees*	59.49	63.97
Total (A)	**59.49**	**63.97**
Current		
Loan to Employees*	123.69	99.39
Total (B)	**123.69**	**99.39**
Total loans carried at amortized cost (A+B)	**183.18**	**163.36**
Current	**123.69**	**99.39**
Non-current	**59.49**	**63.97**

The Group has not provided any loans which are either repayable on demand or are without specifying any terms or period of repayment.

*Includes loan to key management personnel of the Group ₹ 52.50 Lakhs (March 31, 2023: ₹ 82.50 Lakhs) (refer note 42). *Also includes interest free loans provided to employees, payable in equal monthly installments as per the Group's policy.

11. OTHER FINANCIAL ASSETS

	As at March 31, 2024	As at March 31, 2023
Unsecured and considered good (unless otherwise stated)		
Non-current		
Security deposits	1,380.10	1,170.95
Government grant receivable*	802.94	689.76
Deposits with original and remaining maturity of more than 12 months#	796.36	809.83
Total (A)	**2,979.40**	**2,670.54**
Current		
Security deposits	91.62	85.33
Contract assets (Unbilled revenue)**	1,310.87	2,649.55
Interest accrued but not due	85.31	99.30
Other recoverables***	161.84	1,519.61
Government grant receivable*	331.00	-
Deposits with original maturity of more than 12 months and remaining maturity of less than 12 months#	3,399.09	-
Total (B)	**5,379.73**	**4,353.79**
Total (A+B)	**8,359.13**	**7,024.33**
Current	**5,379.73**	**4,353.79**
Non-current	**2,979.40**	**2,670.54**

* Government grant receivables represent amount of subsidy claim receivable on the capital investment made by the Group in the state of Maharashtra.

** Includes receivable from related party amounting to ₹ 5.51 Lakhs (March 31, 2023: ₹ Nil) (refer note 42).

***Other recoverables included recoverable from related parties towards reimbursement of expenses and consideration receivable towards sale of Financial Shared Services division of ₹ Nil (March 31, 2023: ₹ 1,100.00 Lakhs) (refer note 42).

#The Group has pledged part of its short-term deposits with banks for non fund based facilities. As at March 31, 2024, the fair values of the short-term deposits pledged are ₹ 200.00 Lakhs (March 31, 2023: ₹ Nil) and the value of non-current term deposits pledged with banks/trust for non fund based facilities and against interest security are ₹ 796.36 Lakhs (March 31, 2023: ₹ 809.83 Lakhs).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

Break up of financial assets carried at:

	As at March 31, 2024	As at March 31, 2023
Amortized cost:		
Trade receivables (refer note 14)	58,542.76	46,117.71
Cash and cash equivalents (refer note 15)	5,102.55	7,463.20
Other Bank Balances (refer note 16)	2,407.03	8,215.32
Loans (refer note 10)	183.18	163.36
Other financial assets (refer note 11)	8,359.13	7,024.33
Fair value through other comprehensive income:		
Non-current Investments (refer note 9)	12,970.06	10,428.50
Fair value through Profit and loss:		
Current Investments (refer note 9)	27,611.98	9,666.48
Total financial assets	**1,15,176.69**	**89,078.90**
Current	**96,560.23**	**75,915.89**
Non-current	**18,616.46**	**13,163.01**

12. OTHER ASSETS

	As at March 31, 2024	As at March 31, 2023
(Unsecured, considered good, unless otherwise stated)		
Non-current		
Advances for property, plant and equipment	2,281.41	562.80
Deposit under protest*	613.21	613.21
Prepaid expenses	9.92	-
Total (A)	**2,904.54**	**1,176.01**
Current		
Balance with statutory/government authorities	2,513.58	2,834.11
Advance to suppliers	6,728.95	2,707.67
Prepaid expenses	650.92	698.64
Export benefits receivable	3.84	5.24
Other advances	443.17	258.73
Total (B)	**10,340.46**	**6,504.39**
Total (A+B)	**13,245.00**	**7,680.40**
Current	**10,340.46**	**6,504.39**
Non-current	**2,904.54**	**1,176.01**

*includes amount paid under protest of ₹ 612.43 Lakhs (March 31, 2023: ₹ 612.43 Lakhs) to Debt Recovery Appellate Tribunal (DRAT). Refer note 41b(iii).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

13. INVENTORIES (AT LOWER OF COST AND NET REALIZABLE VALUE)

	As at March 31, 2024	As at March 31, 2023
Raw materials and components	**10,939.80**	**7,910.24**
[includes material in transit ₹ 527.21 Lakhs (As at March 31, 2023: ₹ 319.35 Lakhs)]		
Work-in-progress	**1,452.63**	**955.89**
Finished goods	**2,056.05**	**1,765.90**
[includes sales in transit ₹ 821.15 Lakhs (As at March 31, 2023: ₹ 722.78 Lakhs)]		
Traded goods	**2,322.33**	**1,820.62**
Moulds	**7,405.64**	**3,103.29**
Stores and spares	**705.33**	**553.75**
Total inventories	**24,881.78**	**16,109.69**

14. TRADE RECEIVABLES

a) Details of trade receivables:

	As at March 31, 2024	As at March 31, 2023
Receivables from related parties (refer note 42)	6,149.02	6,164.66
Receivables from others	52,393.74	39,953.05
Total Trade receivables	**58,542.76**	**46,117.71**

b) Break-up for security details:

	As at March 31, 2024	As at March 31, 2023
Trade receivables		
Secured, considered good	418.37	404.22
Unsecured, considered good	58,124.39	45,713.49
Unsecured, credit impaired	144.12	175.19
Total	**58,686.88**	**46,292.90**
Impairment allowance for trade receivables	(144.12)	(175.19)
Total (net)	**58,542.76**	**46,117.71**

c) No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person. Further no trade or other receivable are due from firms or private companies in which any director is a partner, a director or a member, other than those disclosed in note 42.

d) Trade receivables are non-interest bearing and are generally on terms of not more than 30-120 days.

e) For terms and conditions relating to related party receivables, refer Note 42.

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

f) Trade receivables Ageing Schedule

As at March 31, 2024

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	49,039.27	8,342.54	986.14	140.38	10.88	23.55	**58,542.76**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables – credit impaired	-	-	9.62	12.39	6.01	26.30	**54.32**
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	89.80	**89.80**
Total	**49,039.27**	**8,342.54**	**995.76**	**152.77**	**16.89**	**139.65**	**58,686.88**

As at March 31, 2023

	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	38,501.93	6,789.47	719.88	72.83	10.98	22.62	**46,117.71**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	12.06	25.10	3.96	2.36	2.70	**46.18**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	48.11	13.40	**61.51**
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	1.79	-	65.71	67.50
Total	**38,501.93**	**6,801.53**	**744.98**	**78.58**	**61.45**	**104.43**	**46,292.90**

15. CASH AND CASH EQUIVALENTS

	As at March 31, 2024	As at March 31, 2023
Balances with banks:		
- On current accounts	3,699.97	5,512.48
- Deposits with original maturity of 3 months or less*	1,392.19	1,939.21
Cash in hand	10.39	11.51
Total	**5,102.55**	**7,463.20**

*Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

16. OTHER BANK BALANCES

	As at March 31, 2024	As at March 31, 2023
Other bank balances:		
- Deposits with original maturity of more than 3 months but less than 12 months	2,381.13	8,189.91
- On unpaid dividend account *	25.90	25.41
Total	**2,407.03**	**8,215.32**

*The Group can utilize the balance only towards settlement of unclaimed dividend.

Note: The Group has pledged part of its short-term deposits with banks for non fund based facilities. As at March 31, 2024 the fair values of the short-term deposits pledged were ₹ 1,781.02 Lakhs (March 31, 2023: ₹ 2,939.57 Lakhs).

Changes in liabilities arising from financing activities:

	As at April 01, 2023	Cash flows/ Others Proceeds /(repayment) (net)	Acquisition adjustment/ Addition of new lease and disposal	Other adjustments*	As at March 31, 2024
Non-current borrowings (including current maturities)	40,734.03	(286.72)	489.25	145.96	41,082.52
Current borrowings	14,489.90	10,419.47	2,036.75	-	26,946.12
Lease liabilities	11,188.54	(1,791.73)	3,565.17	-	12,961.98
Total liabilities from financing activities	**66,412.47**	**8,341.02**	**6,091.17**	**145.96**	**80,990.62**

	As at April 01, 2022	Cash flows/ Others Proceeds /(repayment) (net)	Acquisition adjustment/ Addition of new lease and disposal	Other adjustments*	As at March 31, 2023
Non-current borrowings (including current maturities)	1,575.97	37,923.33	1,814.81	(580.08)	40,734.03
Current borrowings	10,877.95	3,611.95	-	-	14,489.90
Lease liabilities	4,046.74	(852.62)	7,994.42	-	11,188.54
Total liabilities from financing activities	**16,500.66**	**40,682.66**	**9,809.23**	**(580.08)**	**66,412.47**

* Other adjustments represents recognition of upfront fees paid on term loans and its amortisation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

17. EQUITY SHARE CAPITAL

a) Details of equity share capital:

	As at March 31, 2024	As at March 31, 2023
Authorised equity share capital		
23,05,00,000 (As at March 31, 2023: 23,05,00,000) equity shares of ₹ 2 each	4,610.00	4,610.00
	4,610.00	**4,610.00**
Issued, subscribed and fully paid up capital		
6,81,57,705 (As at March 31, 2023: 6,81,57,705) equity shares of ₹ 2 each	1,363.15	1,363.15
	1,363.15	**1,363.15**

b) Reconciliation of authorised share capital

	Equity Shares	
	No. of shares	Amount
As at April 01, 2022	23,05,00,000	4,610.00
Increase during the year	-	-
As at March 31, 2023	**23,05,00,000**	**4,610.00**
Increase during the year	-	-
As at March 31, 2024	**23,05,00,000**	**4,610.00**

c) Reconciliation of issued, subscribed and paid up share capital

	Equity Shares	
	No. of shares	Amount
Equity shares of ₹ 2 each issued, subscribed and fully paid		
As at April 01, 2022	6,81,57,705	1,363.15
Issued during the year	-	-
As at March 31, 2023	**6,81,57,705**	**1,363.15**
Issued during the year	-	-
As at March 31, 2024	**6,81,57,705**	**1,363.15**

d) Terms/ rights attached to equity shares:

The holding Company has only one class of equity shares having a par value of ₹ 2 per share. Each holder of equity is entitled to one vote per share.

The Group declares and pays dividends in Indian rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the Annual General Meeting of respective Company.

In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Group, after distribution of any preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e) Details of shareholders holding more than 5% shares in the holding Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2023: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
DSP Small Cap Fund	59,50,673	8.73%	38,93,047	5.71%
Albula Investment Fund Limited	13,80,434	2.03%	61,58,135	9.04%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

f) Details of Shareholding of Promoters in the holding Company (representing legal and beneficial ownership)

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding in the equity shares	No. of shares	% holding in the equity shares
Equity shares of ₹ 2 (March 31, 2023: ₹ 2) each fully paid				
Mr Deepak Jain, Director	1,29,21,047	18.96%	1,29,21,047	18.96%
Mr Anmol Jain, Managing Director	1,29,18,113	18.95%	1,29,18,113	18.95%
Lumax Finance Private Limited	1,21,11,320	17.77%	1,21,11,320	17.77%
Dhanesh Kumar Jain Family Trust	2,03,950	0.30%	2,03,950	0.30%

There is no movement in holding of promoters during the year ended March 31, 2024 and year ended March 31, 2023.

g) The Holding Company does not have any equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

18. OTHER EQUITY

Reconciliation of Other Equity

	Retained Earnings	Capital Reserve	Securities Premium	General Reserve	FVTOCI Reserve	Total
As at April 01, 2022	**43,480.98**	**321.36**	**4,528.55**	**1,726.40**	**2,972.03**	**53,029.32**
(i) Add: Profit for the year	9,287.53	-	-	-	-	9,287.53
(ii) Add: Other comprehensive income for the year (net of tax)	87.15	-	-	-	4,943.80	5,030.95
(iii) Add: Contribution from/ adjustment of non-controlling interest	(164.42)	-	-	-	-	(164.42)
(iv) Less: Dividend paid	2,385.52	-	-	-	-	2,385.52
As at March 31, 2023	**50,305.72**	**321.36**	**4,528.55**	**1,726.40**	**7,915.83**	**64,797.86**
(i) Add: Profit for the year	13,018.32	-	-	-	-	13,018.32
(ii) Add: Other comprehensive income for the year (net of tax)	(71.79)	-	-	-	2,919.80	2,848.01
(iii) Add: Reclassification adjustment (refer note 39j)	525.73				(525.73)	-
(iv) Add: Contribution from/ adjustment of non-controlling interest	0.65	-	-	-	-	0.65
(v) Less: Dividend paid	3,067.10	-	-	-	-	3,067.10
As at March 31, 2024	**60,711.53**	**321.36**	**4,528.55**	**1,726.40**	**10,309.90**	**77,597.74**

18.1 Nature and purpose of reserves

a) Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

b) FVTOCI Reserve

The Group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVTOCI Reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognized.

c) General reserve

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilized only in accordance with the specific requirements of Companies Act, 2013.

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

d) Retained Earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

e) Capital reserve

Capital reserve are the reserve created for gain on bargain purchase related to business combinations.

18.2 Distributions made and proposed

	As at March 31, 2024	As at March 31, 2023
Cash dividend on equity shares declared and paid		
Holding Company		
Final cash dividend for the year ended March 31, 2023: ₹ 4.50 per share (March 31, 2022: ₹ 3.50 per share) on face value of ₹ 2 each	3,067.10	2,385.52
Subsidiary Company		
Final cash dividend (share of minority) for the year ended March 31, 2023: ₹ 32.00 per share (March 31, 2022: ₹ 21.00 per share)	501.18	328.90
Interim cash dividend (share of minority) for the year ended March 31, 2024: ₹ 115.00 per share (March 31, 2023: Nil)	1,801.18	-
Proposed dividend on Equity shares *		
Holding Company		
Final cash dividend proposed for the year ended March 31, 2024: ₹ 5.50 per share (March 31, 2023: ₹ 4.50 per share) on face value of ₹ 2 each	3,748.67	3,067.10

* Proposed dividend on equity shares are subject to approval at the annual general meeting and are not recognized as a liability as at year end.

19. BORROWINGS

a) Details of Non-current borrowings:

	As at March 31, 2024	As at March 31, 2023
Term Loans		
Rupee term loan from banks (secured)*	8,798.58	9,641.55
Rupee term loan from financial institutions (secured)#	30,783.05	29,779.68
Vehicle loan from banks (secured)**	1,099.85	836.13
Foreign currency loan (unsecured)***	401.04	476.67
Less: current maturity disclosed under current borrowings		
- Rupee term loan from banks	(2,178.92)	(940.30)
- Vehicle loan from banks	(440.95)	(242.87)
- Foreign currency loan	(103.02)	(81.56)
- Rupee term loan from financial institutions	(6,193.33)	-
Total borrowings	**32,166.30**	**39,469.30**
Total Current (disclosed under current borrowings)	**8,916.22**	**1,264.73**
Total Non-current	**32,166.30**	**39,469.30**
Aggregate secured loans	40,681.48	40,257.36
Aggregate unsecured loans	401.04	476.67
Total Borrowings	**41,082.52**	**40,734.03**

Loan taken by the Holding Company

*Term Loan amounting ₹ 7,231.04 Lakhs (March 31, 2023: ₹ 7,140.24 Lakhs) {after netting off ₹ 268.96 Lakhs (March 31, 2023:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

₹ 359.76 Lakhs) outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate method} from banks carrying interest @ 9.30% per annum are secured by way of first pari passu equitable/registered mortgage charge on immovable properties of the holding Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 375.00 Lakhs each over a period of five years starting from June 2024.

#Term Loan amounting ₹ 4,834.84 Lakhs (March 31, 2023: ₹ 4,779.68 Lakhs) {after netting off ₹ 165.16 Lakhs (March 31, 2023: ₹ 220.32 Lakhs) outstanding upfront fees to be charged off over the period of loan through Effective Interest Rate method} from financial institution carrying interest @ 10.10% per annum are secured by way of first and exclusive charge in favour of the security trustee (inter se first pari passu charge with Kotak Mahindra Bank Limited) (by way of registered/equitable mortgage) on identified land and building and structures thereon of the immovable assets and by way of hypothecation on all the moveable fixed assets of the holding Company, both present and future. This loan is repayable in equal quarterly installment of ₹ 250.00 Lakhs each over a period of five years starting from June 2024.

**Vehicle loan amounting ₹ 749.23 Lakhs (March 31, 2023: ₹ 521.03 Lakhs) from banks carrying interest @ 7.60%-9.40% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of thirty nine months from the date of availment.

Loan taken by the subsidiary Companies

*Term Loan amounting ₹ 1,333.32 Lakhs (March 31, 2023: ₹ 1,777.77 Lakhs) from bank carrying interest @ 8.85% per annum are secured by way of first charge over the immovable fixed assets, immovable properties and pari passu charge on all current assets of (Present & Future) one of the subsidiary Company. This loan is repayable in equal monthly installment of ₹ 37.04 Lakhs each over a remaining period of three years.

*Term loan amounting ₹ 74.71 Lakhs (March 31, 2023: ₹ 219.38 Lakhs) from Bank repayable in June 2024. This loan is secured by hypothecation on Plant and equipment of one of the subsidiary Company and carries interest @ 9.05% per annum.

*Term loan amounting ₹ 159.51 Lakhs (March 31, 2023: ₹ 504.16 Lakhs) from Bank carrying interest @ 9.05% per annum and secured by way of hypothecation of Plant & Machinery, Stocks & Receivables of one of the subsidiary Company. The loan will be fully repaid by August 2024.

#Term loan amounting ₹ 500.00 Lakhs (March 31, 2023: Nil) from financial institution carrying interest @ 9.35% per annum and secured by way of exclusive charge on movable fixed assets created out of the proceeds of term loan. This loan is repayable over a period of five years from the date of availment.

#Term loan amounting ₹ 448.21 Lakhs (March 31, 2023: Nil) from financial institution carrying interest @ 9.45% per annum and secured by way of exclusive charge on movable fixed assets created out of the proceeds of term loan. This loan is repayable over a period of five years from the date of availment.

#Term loan amounting ₹ 25,000.00 Lakhs (March 31, 2023: ₹ 25,000.00 Lakhs) from financial institutions carrying interest @ 10.25% to 10.60% per annum are secured by way of hypothecation over Interest service reserve account equivalent to 3 months of Interest on facility and Corporate Guarantee of the holding Company. This loan is repayable in equal quarterly installment of ₹ 1,250.00 Lakhs each over a period of five years starting from June 2024.

**Vehicle loan amounting ₹ 350.62 Lakhs (March 31, 2023: ₹ 315.10 Lakhs) from banks carrying interest @ 8.00% to 9.05% per annum are secured by way of hypothecation of the respective vehicles acquired out of proceeds thereof. These loans are repayable over a period of thirty nine months from the date of availment.

***Foreign currency loan from non-controlling shareholder amounting ₹ 218.94 Lakhs (March 31, 2023: ₹ 277.32 Lakhs) carrying interest @ 7.02% per annum, repayable in remaining 7 half yearly equal instalments and the loan will be fully repaid by September 2027.

***Foreign currency loan from non-controlling shareholder amounting ₹ 182.10 Lakhs (March 31, 2023: ₹ 199.35 Lakhs) carrying interest @ 7.02% per annum, repayable in remaining 9 half yearly equal instalments and the loan will be fully repaid by September 2028.

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

b) Details of Current borrowings:

	As at March 31, 2024	As at March 31, 2023
Current Maturities of non-current borrowings		
Current maturity of rupee term loan from banks (refer note above)	2,178.92	940.30
Current maturity of vehicle loan from banks (refer note above)	440.95	242.87
Current maturity of foreign currency loan (refer note above)	103.02	81.56
Current maturity of rupee term loan from financial institutions (refer note above)	6,193.33	-
Loan repayable on demand		
Working capital loan from banks (Secured)*	12,580.70	8,500.00
Working capital loan from financial institutions (Secured)#	8,790.00	3,600.00
Working capital loan from banks (Unsecured)**	500.00	2,000.00
Working capital loan from financial institutions (Unsecured)##	4,000.00	-
On cash credit accounts (Secured)***	996.42	153.26
Customer finance facility from banks (Unsecured)###	79.00	236.64
Total	**35,862.34**	**15,754.63**
Aggregate Secured loan	**31,180.32**	**13,436.43**
Aggregate Unsecured loan	**4,682.02**	**2,318.20**

Working Capital loan taken by the Holding Company

*Working capital demand loan ₹ 12,550.70 Lakhs (March 31, 2023: ₹ 8,500.00 Lakhs) from Bank is repayable in 90-180 days from respective drawdown and carries interest @ 7.60% to 8.86% per annum, secured by way of Pari-passu first charge on entire current assets of the Company both present and future.

**Working capital demand loan ₹ 500.00 Lakhs (March 31, 2023: ₹ 2,000.00 Lakhs) from Bank is repayable in 90-100 days from respective drawdown and carries interest @ 8.86% per annum, unsecured.

#Working capital demand loan ₹ 7,000.00 Lakhs (March 31, 2023: ₹ 1,500.00 Lakhs) from financial institution is repayable in 90 days from respective drawdown and carries interest @ 8.10% to 8.30% per annum secured against the first pari pasu charge on current assets of the Company.

#Working capital demand loan ₹ Nil (March 31, 2023: ₹ 1,300.00 Lakhs) from financial institution was repayable in 90 days from respective drawdown secured against the exclusive charge on current and moveable fixed assets of the Company.

##Working capital demand loan ₹ 4,000.00 Lakhs (March 31, 2023: ₹ NIL) from financial institution is repayable in 90 days from respective drawdown and carries interest @ 8.30% per annum, unsecured.

***Cash Credit ₹ Nil (March 31, 2023: ₹ 112.62 Lakhs) secured by way of Pari-passu charge on stocks and book debts of the Company.

Working capital loan taken by the Subsidiary Companies

*Working capital demand loan ₹ 30.00 Lakhs (March 31, 2023: Nil) from bank is repayable in 90 days from respective drawdown and carries interest @ 8.75% per annum. The loan is secured by exclusive charge on current assets and movable fixed assets of one of the subsidiary Company, both present and future.

#Working capital demand loan ₹ 800.00 Lakhs (March 31, 2023: ₹ 800.00 Lakhs) from financial institution is repayable in 180 days from respective drawdown and carries interest @ 8.45% per annum, secured by way of Pari-passu first charge on entire current assets and movable fixed assets of one of the subsidiary Company, both present and future.

#Working capital demand loan ₹ 990.00 Lakhs (March 31, 2023: Nil) from financial institutions is repayable in 180 days from respective drawdown and carries interest @ 8.45% per annum secured against the first pari pasu charge on current assets, plant & machineries and investment property of one of the subsidiary Company, both present and future.

***Cash Credit Nil (March 31, 2023: ₹ 40.64 Lakhs) secured by way of Pari-passu first charge of hypothecation on entire stocks consisting of raw material, work in progress and finished goods kept at godown, factories and book debts along with receivables of one of the subsidiary Company, both present and future.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

***Cash credit facility ₹ 70.09 Lakhs (March 31, 2023: Nil) secured by way of Pari-passu first charge of hypothecation on entire stocks consisting of raw material, work in progress and finished goods kept at godown, factories and book debts along with receivables of one of the subsidiary Company, both present and future and carries interest @ 8.85% per annum.

***Cash Credit ₹ 184.19 Lakhs (March 31, 2023: Nil) secured by way of Pari-passu first charge of hypothecation on entire stocks consisting of raw material, work in progress and finished goods kept at godown, factories and book debts along with receivables of one of the subsidiary Company, both present and future and carries interest @ 9.00% per annum.

***Cash Credit ₹ 742.14 Lakhs (March 31, 2023: Nil) secured by way of Pari-passu first charge of hypothecation on entire stocks consisting of raw material, work in progress and finished goods kept at godown, factories and book debts along with receivables of one of the subsidiary Company, both present and future and carries interest @ 9.16% per annum.

Customer Finance Facility taken by subsidiary Company

###Customer finance includes sale invoice discounting from financial institution is repayable in 180 days from respective customer account ₹ 79.00 Lakhs (March 31, 2023: ₹ 236.64 Lakhs), the above does not attract any interest.

Undrawn committed borrowing facility

The Group has availed fund based working capital limits amounting to ₹ 35,195.00 Lakhs (March 31, 2023: ₹ 30,050.00 Lakhs) from banks and financial institutions. An amount of ₹ 8,327.88 Lakhs remain undrawn as at March 31, 2024 (March 31, 2023: ₹ 15,796.74 Lakhs).

Loan covenants

The Group has satisfied all debt covenants prescribed in the terms of loans. The Group has not defaulted on any loans payable.

Wilful defaulter

The Group have not been declared wilful defaulter by any bank or financial institutions or government or any government authority. Term loans have been applied for the purpose for which they were obtained.

In pursuant to borrowing taken by the Group from banks and financial institutions on security of current assets, the Group is required to submit the information periodically which includes the stock statement and book debts statement. During the current year, the Group has submitted the following financial information to all banks and financial institutions, from whom working capital demand loan has been taken, on quarterly basis, which in some of these cases is not reconciled with books of accounts as follows:

Quarter ending	Amount as per books of accounts	Amount as reported in the quarterly return / statement	Discrepancies	Reason for material discrepancies
Trade receivables				The quarterly statements filed with banks and financial institutions within stipulated time were based on the unaudited books of account which did not include the adjustment recorded by the Group at the time of preparation/finalisation of financial statements
June 30, 2023	46,524.53	48,224.83	(1,700.30)	
September 30, 2023	52,183.50	56,457.32	(4,273.82)	
December 31, 2023	54,941.22	57,704.67	(2,763.45)	
March 31, 2024	58,542.76	63,531.14	(4,988.38)	
Inventory				
June 30, 2023	17,010.64	16,157.23	853.41	
September 30, 2023	18,557.18	17,620.81	936.37	
December 31, 2023	19,442.56	19,625.15	(182.59)	
March 31, 2024	24,881.78	25,756.41	(874.63)	

For the year ended March 31, 2023, the Group has been sanctioned working capital limit in excess of ₹ 500.00 Lakhs in aggregate from banks and financial institutions during the year on the basis of security or current assets of the Group. The quarterly returns/statements filed by the Group with such banks and financial institutions are in agreement with the books of accounts of the Group.

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

20. LEASE LIABILITY

	As at March 31, 2024	As at March 31, 2023
Non-current		
Lease liability	11,086.22	9,495.95
Total (A)	**11,086.22**	**9,495.95**
Current		
Lease liability	1,875.76	1,692.59
Total (B)	**1,875.76**	**1,692.59**
Total (A+B) (refer note 5(iii))	**12,961.98**	**11,188.54**
Non-current	**11,086.22**	**9,495.95**
Current	**1,875.76**	**1,692.59**

21. EMPLOYEE BENEFIT LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for gratuity (refer note 40)	492.58	302.92
Provision for compensated absences	710.94	578.32
Total (A)	**1,203.52**	**881.24**
Current		
Provision for gratuity (refer note 40)	553.75	1,080.67
Provision for compensated absences	1,436.49	1,179.54
Total (B)	**1,990.24**	**2,260.21**
Total (A+B)	**3,193.76**	**3,141.45**
Non-current	**1,203.52**	**881.24**
Current	**1,990.24**	**2,260.21**

22. INCOME TAX

(a) Profit or loss section

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Current income tax:		
Current income tax charge	5,515.29	3,457.85
Adjustments in respect of current income tax of previous year	16.36	16.32
Deferred tax:		
Relating to origination and reversal of temporary differences	444.80	58.58
Income tax expense reported in the statement of profit and loss	**5,976.45**	**3,532.75**

(b) OCI section

Deferred tax related to items recognized in Other Comprehensive Income during the year:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Tax effect on remeasurements of defined benefit plans	21.59	(15.29)
Tax effect of gain on FVTOCI financial assets	(210.91)	(60.68)
Deferred tax charged to Other Comprehensive Income	**(189.32)**	**(75.97)**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2024 and March 31, 2023

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Accounting profit before income tax	**22,672.74**	**14,678.53**
Tax at the Income tax rate of 25.168% (March 31, 2023: 25.168%)	5,706.28	3,694.29
Adjustments		
Permanent difference	53.71	39.76
Income Taxable at different income tax rate/ different tax base	(18.92)	(87.34)
Dividend deduction u/s 80M	-	(119.57)
Others	235.38	5.61
As at the effective income tax rate of 26.36% (March 31, 2023: 24.07%)	**5,976.45**	**3,532.75**
Income tax expense reported in the statement of profit and loss	**5,976.45**	**3,532.75**

(d) Deferred tax Liabilities (net):

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2024	As at March 31, 2023	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Deferred tax assets relates to the following :				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	1,073.04	787.67	285.37	76.07
Impact of impairment allowance for doubtful debts	26.81	32.47	(5.66)	(0.28)
Deferred tax on lease liabilities	2,988.42	2,721.27	267.15	1,702.79
Deferred tax on provision for decommissioning liability	68.33	62.69	5.64	-
Others	39.92	-	39.92	(7.71)
Total (A)	**4,196.52**	**3,604.10**	**592.42**	**1,770.87**
Deferred tax liability relates to the following :				
Right-of-use asset	2,673.57	2,617.62	55.95	1,674.92
Accelerated depreciation for tax purposes	3,610.77	2,228.43	1,382.34	49.91
Unamortized upfront fees on term loans	109.26	146.00	(36.74)	146.00
Un-realized gain on current investments	246.56	98.35	148.21	29.90
On fair valuation of tangible and intangible assets	-	6,327.15	(6,327.15)	6,327.15
Total (B)	**6,640.16**	**11,417.55**	**(4,777.39)**	**8,227.88**
Recognised on fair valuation of tangible and intangible assets acquired (refer note 39k) (C)			(5,339.57)	6,365.78
Tax on Re-measurement Gain on defined benefit plans (OCI) (D)			(21.59)	15.29
Deferred tax (income)/expense charged to statement of profit and loss (E=B-A-C-D)			**(8.65)**	**75.95**
On FVTOCI financial assets (F)	331.89	120.98	210.91	60.68
Deferred tax expense charged to statement of profit and loss and OCI (D+E+F)			**180.67**	**151.92**
Total deferred tax liability (Net) (B-A+F)	**2,775.53**	**7,934.43**		

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

(e) Deferred tax assets (net):

	Balance sheet		Statement of profit and loss and OCI	
	As at March 31, 2024	As at March 31, 2023	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Deferred tax assets relates to the following :				
Impact of expenditures charged to statement of profit and loss but allowed for tax purposes on payment basis	158.47	298.67	140.20	(298.14)
Deferred tax on lease liabilities	273.85	94.66	(179.19)	94.66
Accelerated depreciation for tax purposes	-	98.05	98.05	(94.07)
Brought forward losses	104.97	-	(104.97)	-
Others	222.94	174.31	(48.63)	(171.00)
Total (A)	**760.23**	**665.69**	**(94.54)**	**(468.55)**
Deferred tax liability relates to the following :				
Accelerated depreciation for tax purposes	152.00	-	(152.00)	-
Right-of-use asset	241.08	88.31	(152.77)	101.01
On fair valuation of tangible assets	122.97	-	(122.97)	-
Total (B)	**516.05**	**88.31**	**(427.74)**	**101.01**
Acquisition adjustment (refer note 39j) (C)	-	-	120.25	552.19
Deferred tax expense/(income) charged to statement of profit and loss (A-B+C)			**453.45**	**(17.37)**
Total deferred tax Asset (Net) (A-B)	**244.18**	**577.38**		

Note: Deferred Tax Assets and Deferred Tax Liabilities of the Group are set off to the extent the respective Company has legal rights.

23. OTHER LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Current		
Statutory dues	1,901.64	2,642.73
Contract liabilities		
Advance from customers*	11,229.01	4,961.95
Deferred income on tooling	750.89	-
Other liabilities (refer note 51)	1,966.89	2,404.62
Total	**15,848.43**	**10,009.30**
Current	**15,848.43**	**10,009.30**
Non-current	**-**	**-**

*Includes advance from related parties NIL [March 31, 2023: ₹ 1,328.15 Lakhs (refer note 42)].

24. PROVISIONS

	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for decommissioning liability	271.51	249.09
Total	**271.51**	**249.09**

Provision for decommissioning liability

A provision has been recognized for decommissioning costs associated with the property taken on lease by one of the subsidiary Companies. The subsidiary Company is committed to restore the site as a result of the conclusion of manufacturing activities. The timing of cash outflows in respect of such provision cannot be reasonably determined.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Provision for decommissioning liability	Total
As at April 01, 2022	-	-
Acquisition adjustment (refer note 39k)	247.75	247.75
Addition/other adjustment	1.34	1.34
As at March 31, 2023	**249.09**	**249.09**
Unwinding of discount	22.42	22.42
As at March 31, 2024	**271.51**	**271.51**

25. TRADE PAYABLES

	As at March 31, 2024	As at March 31, 2023
Trade payables		
- Total outstanding dues of micro and small enterprises (refer note below for details of due to micro and small enterprises)	5,268.59	6,505.88
- Total outstanding dues of creditors other than micro and small enterprises	43,313.18	31,891.07
	48,581.77	**38,396.95**
- Trade payables to related parties (refer note 42)	2,490.71	3,209.13
- Trade payables to others	46,091.06	35,187.82
Total	**48,581.77**	**38,396.95**

Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 30 to 90 day terms.

For explanations on the Group's credit risk management processes, refer note 49.

For terms and conditions with related parties, refer to note 42.

a) Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended March 31, 2024 is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Group.

	As at March 31, 2024	As at March 31, 2023
Principal amount and interest due there on remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	5,268.59	6,505.88
Interest due on above	2.61	11.52
	5,271.20	**6,517.40**
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	7.67	3.60
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	58.82	3.50
The amount of interest accrued and remaining unpaid at the end of each accounting year.	346.41	284.26
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

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

In respect of total outstanding dues of micro enterprises and small enterprises beyond the period of 45 days from the due date and also as mentioned in the form MSME-1 filed by the Group with Registrar of Companies, there has been delay in payment to these MSME vendors due to non-submission of requisite documents by the respective vendors, which has been acknowledged by the vendors. Hence, the Group has been unable to process their payments and the delay is not attributable to the Group.

b) Trade Payable Ageing Schedule

As at March 31, 2024

Particulars	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	4,862.76	395.74	8.83	0.39	0.87	**5,268.59**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	31,274.14	11,369.75	384.93	160.40	123.96	**43,313.18**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**36,136.90**	**11,765.49**	**393.76**	**160.79**	**124.83**	**48,581.77**

As at March 31, 2023

Particulars	Unbilled/ Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Total outstanding dues of micro enterprises and small enterprises	6,199.04	296.03	8.39	1.13	1.29	**6,505.88**
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	24,613.03	6,971.92	188.54	41.49	76.09	**31,891.07**
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	**-**
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**30,812.07**	**7,267.95**	**196.93**	**42.62**	**77.38**	**38,396.95**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

26. OTHER FINANCIAL LIABILITIES

	As at March 31, 2024	As at March 31, 2023
Other financial liabilities at amortized cost		
Current		
Amount payable for property, plant and equipment*	2,418.34	1,117.77
Employee related payable**	3,105.51	2,508.79
Unsecured deposits from customers	546.34	525.04
Unpaid dividends***	25.90	25.41
Interest accrued but not due	38.63	264.56
Other Liabilities#	735.48	2,465.20
Total	**6,870.20**	**6,906.77**
Current	**6,870.20**	**6,906.77**
Non-current	**-**	**-**

*Includes payable to related parties ₹ 239.23 Lakhs (March 31, 2023: Nil) (refer note 42).

**Includes payable to directors of ₹ 1,557.15 Lakhs (March 31, 2023: ₹ 766.89 Lakhs) (refer note 42).

***Investor Education and Protection Fund is being credited by the amount of unclaimed dividend after seven years from the due date. Accordingly, the holding Company has transferred ₹ 1.15 Lakhs during the current year (March 31, 2023: ₹ 1.67 Lakhs) to the Investor Education and Protection Fund.

#Represents liabilities towards incentives/discounts payable to dealers of the holding Company ₹ 735.48 Lakhs (March 31, 2023: ₹ 790.75 Lakhs), and payable on account of acquisition of IAC International Automotive India Private Limited Nil (March 31, 2023: ₹ 1,674.45 Lakhs (refer note 39k)).

Breakup of financial liabilities at amortized cost:

	As at March 31, 2024	As at March 31, 2023
Borrowings (refer note 19)	68,028.64	55,223.93
Lease liabilities (refer note 20)	12,961.98	11,188.54
Trade payables (refer note 25)	48,581.77	38,396.95
Other financial liabilities (refer note 26)	6,870.20	6,906.77
Total financial liabilities carried at amortized cost	**1,36,442.59**	**1,11,716.19**

27. REVENUE FROM CONTRACTS WITH CUSTOMERS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Sale of products		
Finished goods (refer note 51)	2,31,264.48	1,38,073.81
Traded goods	39,620.58	36,868.71
Total sale of products (A)	**2,70,885.06**	**1,74,942.52**
Sale of services		
Sale of service	4,173.94	3,293.84
Job work income	1,005.15	370.01
Total Sale of services (B)	**5,179.09**	**3,663.85**
Other operating revenue		
Export incentive	115.63	-
Scrap sale	545.54	182.36
Mould and tool sale	5,448.26	5,957.27
Total other operating revenue (C)	**6,109.43**	**6,139.63**
Total revenue from contracts with customers (A+B+C)	**2,82,173.58**	**1,84,746.00**

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

27.1 Contract balances

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Trade receivables (refer note 14)	58,542.76	46,117.71
Contract liabilities (refer note 23)	11,979.90	4,961.95
Contract assets (refer note 11)	1,310.87	2,649.55

Movement in Contract liabilities

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Contract liabilities at the beginning of the year	4,961.95	1,972.46
Amount received against contract liabilities during the year	11,979.90	4,961.95
Performance obligation satisfied in current year	(4,961.95)	(1,972.46)
Contract liabilities at the end of the year	**11,979.90**	**4,961.95**

Movement in Contract assets

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Contract assets at the beginning of the year	2,649.55	-
Addition during the year	2,102.77	2,649.55
Deletion during the year	(3,441.45)	-
Contract asset at the end of the year	**1,310.87**	**2,649.55**

27.2 Timing of revenue recognition

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Goods transferred at a point in time	2,76,994.49	1,81,082.15
Services transferred over time	4,057.00	3,663.85
Services transferred at a point in time	1,122.09	-
	2,82,173.58	**1,84,746.00**

27.3 Performance obligation

The performance obligation is satisfied upon delivery of the goods to the customer and payment is generally due within 30 to 120 days from delivery.

The performance obligation for services is satisfied over-time as well as at a point in time based on the contractual terms agreed with the customers. Payment is generally due upon completion of service and acceptance of the customer.

27.4 Reconciling the amount of revenue recognized in the statement of profit and loss with the contracted price

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Revenue as per contracted price	**2,85,463.09**	**1,87,764.71**
Adjustments		
Discounts	(3,289.51)	(3,018.71)
	2,82,173.58	**1,84,746.00**
India	2,75,364.78	1,82,685.83
Outside India	6,808.80	2,060.17
Total Revenue from Contracts with Customers	**2,82,173.58**	**1,84,746.00**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

28. OTHER INCOME

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest income		
- On fixed deposits	639.75	489.97
- Others	165.43	95.59
Liabilities/ provisions no longer required written back (net)	152.79	46.03
Rental Income	336.15	307.57
Dividend Income	143.15	73.08
Net gain on foreign currency fluctuations	99.14	11.02
Net change in fair value of investment held at FVTPL	1,392.48	536.09
Government grant	650.94	366.62
Profit on sale of property, plant and equipment (net)	94.77	372.17
Miscellaneous income	826.13	88.50
Total	**4,500.73**	**2,386.64**

29. COST OF RAW MATERIALS, COMPONENTS AND MOULDS CONSUMED

Cost of raw materials and components consumed

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Inventory at the beginning of the year	7,910.24	4,432.76
Add: Purchases	1,53,405.96	96,585.42
Less: Inventory at the end of the year	(10,939.80)	(7,910.24)
Cost of raw materials and components consumed (A)	**1,50,376.40**	**93,107.94**

Cost of moulds consumed

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Inventory at the beginning of the year	3,103.29	2,587.21
Add: Purchases	7,676.49	5,545.03
Less: Inventory at the end of the year	(7,405.64)	(3,103.29)
Cost of moulds consumed (B)	**3,374.14**	**5,028.95**
Total cost of raw material, components and moulds consumed (A+B)	**1,53,750.54**	**98,136.89**

30. PURCHASE OF TRADED GOODS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Automotive components	27,566.60	25,935.69
Purchase of traded goods	**27,566.60**	**25,935.69**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

31. (INCREASE)/DECREASE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND TRADED GOODS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Opening stock		
- Finished goods	1,765.90	1,078.26
- Traded goods	1,820.62	2,037.00
- Work-in progress	955.89	583.96
Total (A)	**4,542.41**	**3,699.22**
Acquisition adjustment (refer note 39j and 39k)		
- Finished goods	195.65	461.73
- Work-in progress	47.75	418.12
Total (B)	**243.40**	**879.85**
Closing stock		
- Finished goods	2,056.05	1,765.90
- Traded goods	2,322.33	1,820.62
- Work-in progress	1,452.63	955.89
Total (C)	**5,831.01**	**4,542.41**
Changes in inventories		
- Finished goods	(94.50)	(225.91)
- Traded goods	(501.71)	216.38
- Work-in progress	(448.99)	46.19
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods (A+B-C)	**(1,045.20)**	**36.66**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

32. EMPLOYEE BENEFITS EXPENSE

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Salaries, wages and bonus	33,157.47	17,837.21
Contributions to provident and other funds	1,100.26	754.24
Gratuity expense (refer note 40)	422.60	283.32
Staff welfare expense	1,543.58	973.96
Total	**36,223.91**	**19,848.73**

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. Certain sections of the Code came into effect on May 03, 2023. However, the final rules/interpretation have not yet been issued. Based on a preliminary assessment, the Group believes the impact of the change will not be significant.

33. FINANCE COSTS

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Interest on term loans	4,122.59	338.18
Interest on working capital	1,533.70	879.18
Interest on lease liability	977.38	372.42
Interest paid to others	201.88	37.49
Total	**6,835.55**	**1,627.27**

34. DEPRECIATION AND AMORTISATION EXPENSE

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Depreciation on property, plant and equipment (refer note 3.1)	7,458.44	3,880.83
Amortization of intangible assets (refer note 4(b))	2,183.93	255.82
Depreciation on right-of-use assets (refer note 5(ii))	2,108.13	1,046.42
Depreciation of investment property (refer note 6)	49.24	45.96
Total	**11,799.74**	**5,229.03**

35. OTHER EXPENSES

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Freight and forwarding charges	5,263.48	3,221.44
Job work charges	3,287.22	3,375.09
Power and fuel	3,924.82	2,360.59
Consumption of stores and spares	2,667.16	2,104.97
Travelling and conveyance	1,770.57	1,118.38
Packing material consumed	1,651.29	1,478.18
Rent	621.33	370.50
Legal and professional fees	1,436.51	1,110.51
Repairs and maintenance		
- Plant and machinery	2,329.24	1,357.83
- Building	202.79	177.07
- Others	1,224.73	670.85
Communication cost	173.79	116.53
Bank Charges	55.76	45.23
Design, support and testing charges	373.13	472.28

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Rates and taxes	234.41	201.54
Payment to auditors (refer details below)*	116.07	92.65
Insurance	265.60	207.38
CSR expenditure	318.79	195.36
Printing and stationery	121.25	97.95
Advertisement and sales promotion	421.81	429.55
Director's sitting fees	46.20	47.20
Management fees	44.63	-
Exchange difference (net)	15.29	24.66
Provision for doubtful debts	0.37	2.61
Provision for investments in joint venture	-	1.46
Outstanding balances written off	-	11.06
Royalty	754.26	610.88
Warranty	62.58	43.41
Loss on sale of property plant and equipment (net)	5.70	-
Miscellaneous expenses	1,481.65	814.68
Total	**28,870.43**	**20,759.84**

***Payment to auditors (excluding applicable taxes)**

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
As Auditor:		
Audit Fee	30.75	42.75
Tax Audit Fee	1.75	1.75
Limited Review	9.00	9.90
In other Capacity:		
Certification fees	0.50	0.50
Reimbursement of expenses	4.81	3.51
Auditor of Subsidiaries:		
Audit Fee	56.75	26.87
Tax Audit Fee	1.04	1.04
Limited Review	1.30	1.30
In other Capacity:		
Certification fees	4.29	2.13
Reimbursement of expenses	5.88	2.90
Total	**116.07**	**92.65**

36. EXCEPTIONAL ITEM

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Acquisition cost (refer note 39k)	-	880.00
Total	**-**	**880.00**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

37. COMPONENTS OF OTHER COMPREHENSIVE INCOME (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below:

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Re-measurement (loss)/gain on defined benefit plans	(98.80)	116.99
Deferred tax thereon	21.59	(15.29)
Gain on FVTOCI financial asset	3,130.71	5,004.48
Deferred tax thereon	(210.91)	(60.68)
	2,842.59	**5,045.50**

38. EARNINGS PER SHARE (EPS)

a) Basic EPS amounts are calculated by dividing the profit/ (loss) for the year attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the year. Basic and diluted EPS are same as there are no convertible financial instruments outstanding as on March 31, 2024.

b) **The following reflects the income and share data used in the basic and diluted EPS computations:**

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Profit attributable to the equity holders of the Group	13,018.32	9,287.53
Weighted average number of equity shares for basic and diluted EPS (in numbers)	6,81,57,705	6,81,57,705
Basic and diluted earnings per share (face value ₹ 2 per share, March 31, 2023: ₹ 2 per share)	19.10	13.63

c) There has not been any transactions involving equity shares or potential equity shares between the reporting date and the date of authorization of these consolidated financial statements.

39. GROUP INFORMATION

a) **Information about subsidiaries**

The Consolidated financial statements of the Group includes subsidiaries listed in the below table:

Name	Relationship	Principal activities	Country of incorporation	% Equity interest	
				March 31, 2024	March 31, 2023
Lumax Mannoh Allied Technologies Limited	Subsidiary	Manufacturing of Automobile Components	India	55%	55%
Lumax Integrated Ventures Private Limited (refer note 39k)	Subsidiary	Manufacturing of Automobile Components	India	75%	100%
Lumax Management Services Private Limited	Subsidiary	Service provider	India	100%	100%
Lumax Cornaglia Auto Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax FAE Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	84%	84%
Lumax JOPP Allied Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%

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

Name	Relationship	Principal activities	Country of incorporation	% Equity interest	
				March 31, 2024	March 31, 2023
Lumax Yokowo Technologies Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax Alps Alpine India Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax Ituran Telematics Private Limited	Subsidiary	Manufacturing of Automobile Components	India	50%	50%
Lumax Resources Private Limited	Subsidiary*	Manufacturing of Automobile Components	India	100%	-
IAC International Automotive India Private Limited (refer note 39k)	Stepdown Subsidiary	Manufacturing of Automobile Components	India	-	75%
Lumax Ancillary Limited (refer note 39j)	Subsidiary	Manufacturing of Automobile Components	India	100%	-

*On March 12, 2024, a new Company namely "Lumax Resources Private Limited" was incorporated as a wholly owned subsidiary of the Holding Company.

(b) Material partly-owned subsidiaries

Financial information of subsidiaries that have material non-controlling interest is provided below:

Proportion of equity interest held by non-controlling interest:

Name	Principal activities	Country of incorporation	% Equity interest held by non-controlling parties	
			March 31, 2024	March 31, 2023
Lumax Mannoh Allied Technologies Limited	Manufacturing of Automobile Components	India	45%	45%
Lumax Cornaglia Auto Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Alps Alpine India Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax FAE Technologies Private Limited	Manufacturing of Automobile Components	India	16%	16%
Lumax JOPP Allied Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Yokowo Technologies Private Limited	Manufacturing of Automobile Components	India	50%	50%
Lumax Ituran Telematics Private Limited	Manufacturing of Automobile Components	India	50%	50%
IAC International Automotive India Private Limited (refer note 39k)	Manufacturing of Automobile Components	India	-	25%
Lumax Integrated Ventures Private Limited (refer note 39k)	Manufacturing of Automobile Components	India	25%	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(c) Information regarding non-controlling interest

	As at March 31, 2024	As at March 31, 2023
Accumulated balances of material non-controlling interest		
- Lumax Mannoh Allied Technologies Limited	3,399.03	3,945.32
- Lumax Integrated Ventures Private Limited (refer note 39k)	13,248.00	10,409.74
- Lumax Cornaglia Auto Technologies Private Limited	3,643.89	3,009.53
- Lumax FAE Technologies Private Limited	(21.63)	(21.63)
- Lumax JOPP Allied Technologies Private Limited	313.12	235.36
- Lumax Alps Alpine India Private Limited	1,182.07	571.22
- Lumax Yokowo Technologies Private Limited	529.23	583.46
- Lumax Ituran Telematics Private Limited	71.63	(26.70)
Total Comprehensive income allocated to material non-controlling interest		
- Lumax Mannoh Allied Technologies Limited	1,756.06	1,413.23
- Lumax Cornaglia Auto Technologies Private Limited	634.37	722.53
- Lumax Integrated Ventures Private Limited (refer note 39k)	1,524.41	97.90
- Lumax FAE Technologies Private Limited	-	(80.38)
- Lumax JOPP Allied Technologies Private Limited	(172.24)	(73.12)
- Lumax Alps Alpine India Private Limited	35.86	(22.01)
- Lumax Yokowo Technologies Private Limited	(204.23)	(88.86)
- Lumax Ituran Telematics Private Limited	98.32	(96.49)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(d) Summarized statement of profit and loss for the year ended March 31, 2024

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited (refer note 39k)	Lumax Ancilliary Limited (refer note 39j)	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Total Income	35,481.00	90,166.18	3,270.02	3,870.12	294.53	811.58	15,818.67	1,111.81	3,101.07	1,955.36
Less: Consumption*	23,138.15	52,863.74	2,534.61	-	152.24	608.39	9,557.23	868.78	2,365.64	1,415.10
Less: Other expenses (including employee benefit and depreciation)	7,045.18	25,937.28	668.82	3,732.84	386.65	534.13	4,263.49	644.39	612.54	381.30
Less: Finance costs	59.56	3,185.80	82.22	21.69	192.90	18.54	295.75	7.87	24.61	66.32
Profit/(loss) before tax	**5,238.11**	**8,179.36**	**(15.63)**	**115.59**	**(437.26)**	**(349.48)**	**1,702.20**	**(409.23)**	**98.28**	**92.64**
Less: Income tax	1,311.53	2,096.97	28.07	44.46	-	(5.37)	435.62	-	25.88	(103.99)
Profit/(loss) for the year	**3,926.58**	**6,082.39**	**(43.70)**	**71.13**	**(437.26)**	**(344.11)**	**1,266.58**	**(409.23)**	**72.40**	**196.63**
Total comprehensive income for the year, net of tax (comprising net profit/(loss) for the year and other comprehensive income)	**3,902.38**	**6,100.45**	**(38.36)**	**20.35**	**(435.56)**	**(344.48)**	**1,268.73**	**(408.45)**	**71.72**	**196.65**
Attributable to non-controlling interest	1,756.06	1,524.41	-	-	-	(172.24)	634.37	(204.23)	35.86	98.32
Dividends paid to non-controlling interest	2,302.36	-	-	-	-	-	-	-	-	-

* Consumption include cost of raw material consumed, cost of mould consumed, changes in finished goods, traded goods & work in progress and purchase of traded goods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(e) Summarized statement of profit and loss for the year ended March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Total Income	30,236.78	5,142.34	5.05	3,518.08	301.00	952.52	13,527.82	149.33	3,136.32	241.42
Less: Consumption*	19,936.77	3,291.23	-	-	173.12	534.28	8,079.47	142.36	2,578.08	175.83
Less: Other expenses (including employee benefit and depreciation)	6,016.10	1,312.30	3.93	2,647.24	435.68	565.37	3,408.53	182.45	582.53	219.40
Less: Finance costs	82.39	9.01	159.22	10.41	190.95	0.49	110.17	1.59	30.80	39.58
Profit/(loss) before tax	**4,201.52**	**529.80**	**(158.10)**	**860.43**	**(498.75)**	**(147.62)**	**1,929.65**	**(177.07)**	**(55.09)**	**(193.39)**
Less: Income tax	1,091.77	137.28	-	217.36	-	(1.35)	487.31	-	(11.00)	-
Profit/(loss) for the year	**3,109.75**	**392.52**	**(158.10)**	**643.07**	**(498.75)**	**(146.27)**	**1,442.34**	**(177.07)**	**(44.09)**	**(193.39)**
Total comprehensive income for the year, net of tax (comprising net profit/(loss) for the year and other comprehensive income)	**3,140.50**	**391.59**	**(158.10)**	**655.85**	**(501.02)**	**(146.24)**	**1,445.05**	**(177.71)**	**(44.02)**	**(192.98)**
Attributable to non-controlling interest	1,413.23	97.90	-	-	(80.38)	(73.12)	722.53	(88.86)	(22.01)	(96.49)
Dividends paid to non-controlling interest	328.90	-	-	-	-	-	-	-	-	-

* Consumption include cost of raw material consumed, cost of mould consumed, changes in finished goods, traded goods & work in progress and purchase of traded goods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(f) Summarized balance sheet as at March 31, 2024

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited (refer note 39k)	Lumax Ancilliary Limited (refer note 39j)	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Inventories and cash and cash equivalents, other bank balance	5,589.93	10,067.98	2,445.53	53.07	74.88	411.13	2,897.52	504.56	2,197.52	658.44
Non current assets and current assets except shown above	9,515.95	93,954.59	11,141.83	8,419.28	2,476.56	1,072.58	11,065.24	1,550.43	1,450.89	1,475.05
Trade and other payable and current liability, provisions	(7,476.38)	(37,157.72)	(7,224.06)	(1,174.96)	(394.45)	(347.10)	(6,358.40)	(794.34)	(1,284.26)	(1,221.69)
Interest-bearing loans and borrowing and deferred tax liabilities	(79.00)	(27,124.81)	(2,201.97)	(349.48)	(1,039.97)	(510.37)	(316.57)	(222.58)	-	(768.54)
Total equity	**7,550.50**	**39,740.04**	**4,161.33**	**6,947.91**	**1,117.02**	**626.24**	**7,287.79**	**1,038.07**	**2,364.15**	**143.26**
Attributable to:										
Equity holders of parent	4,151.47	26,492.04	4,161.33	6,947.91	1,138.65	313.12	3,643.90	508.84	1,182.08	71.63
Non-controlling interest	3,399.03	13,248.00	-	-	(21.63)	313.12	3,643.89	529.23	1,182.07	71.63

(g) Summarized balance sheet as at March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Inventories and cash and cash equivalents, other bank balance	6,677.85	8,532.61	1,021.25	100.07	134.26	488.90	2,242.17	473.57	1,071.84	248.38
Non current assets and current assets except shown above	9,342.45	42,055.37	44,208.07	8,027.93	2,626.69	486.10	10,340.41	1,116.94	1,214.22	782.87
Trade and other payable and current liability, provisions	(7,019.16)	(25,815.45)	(1,834.38)	(936.89)	(389.05)	(489.34)	(6,281.83)	(443.99)	(1,143.61)	(262.98)
Interest-bearing loans and borrowing and deferred tax liabilities	(236.64)	(1,777.78)	(25,000.00)	(263.55)	(2,435.33)	(14.93)	(281.69)	-	-	(821.67)
Total equity	**8,764.50**	**22,994.75**	**18,394.94**	**6,927.56**	**(63.43)**	**470.73**	**6,019.06**	**1,146.52**	**1,142.45**	**(53.40)**
Attributable to:										
Equity holders of parent	4,819.19	12,585.01	18,394.94	6,927.56	(41.80)	235.37	3,009.53	563.06	571.23	(26.70)
Non-controlling interest	3,945.32	10,409.74	-	-	(21.63)	235.36	3,009.53	583.46	571.22	(26.70)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(h) Summarized Cash flow information for the year ended March 31, 2024

	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited (refer note 39k)	Lumax Ancilliary Limited (refer note 39j)	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Operating activities	4,681.87	13,364.30	390.50	272.50	(68.74)	(661.42)	3,296.57	(276.28)	90.36	495.87
Investing activities	870.61	(14,994.27)	(1.79)	(308.91)	17.17	(521.06)	(2,505.03)	(430.88)	(749.69)	(104.09)
Financing activities	(5,714.04)	(1,122.62)	(401.81)	(10.59)	18.11	976.90	(753.01)	503.18	1,039.42	(94.41)
Net increase/(decrease) in cash and cash equivalents	**(161.56)**	**(2,752.59)**	**(13.10)**	**(47.00)**	**(33.46)**	**(205.58)**	**38.53**	**(203.98)**	**380.09**	**297.37**

(i) Summarized Cash flow information for the year ended March 31, 2023

	Lumax Mannoh Allied Technologies Limited	IAC International Automotive India Private Limited (refer note 39k)	Lumax Integrated Ventures Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
Operating activities	2,509.86	1,349.28	(2.35)	237.14	(180.68)	72.12	1,207.37	(380.16)	138.90	(108.08)
Investing activities	(1,161.22)	(1,276.24)	(42,484.69)	(295.64)	9.31	(119.75)	(1,266.33)	(614.20)	(177.90)	(174.13)
Financing activities	(1,268.28)	(97.65)	43,500.00	20.46	139.60	274.44	(420.73)	892.56	(110.58)	220.65
Net increase/(decrease) in cash and cash equivalents	**80.36**	**(24.61)**	**1,012.96**	**(38.04)**	**(31.77)**	**226.81**	**(479.69)**	**(101.80)**	**(149.58)**	**(61.56)**

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

(j) Acquisition of Lumax Ancillary Limited ("LAL") during the year ended March 31, 2024

The Holding Company was having 14.31% stake in "Lumax Ancillary Limited (LAL)" and the investments in LAL had been measured at fair value through other comprehensive income. During the year, the Holding Company has acquired controlling stake in LAL from the existing shareholders of LAL i.e. promoter group of the Company and other shareholder at a share valuation of ₹ 275.00 per share, which has been approved by the Board of Directors of the Group for acquiring 85.69% stake at an aggregate consideration of ₹ 4,948.13 Lakhs. Accordingly, LAL has now become the wholly owned subsidiary of the Holding Company w.e.f. January 25, 2024.

Pursuant to this, the Holding Company has de-recognised its investment in LAL which had been measured at fair value through OCI and accordingly, the fair value gains accumulated as separate component of OCI till the date of transactions amounting to ₹ 525.73 Lakhs has been reclassified to retained earnings.

Further, subsequent to year end, on May 27, 2024 the Board of Directors of the Holding Company has accorded its consent for proposed merger of LAL into the Holding Company with April 01, 2024 as appointed date.

Acquisition of LAL will help the Group in delivering industry leading solutions to its customers and enhance its kit value per vehicle as the automotive sector is moving towards higher value added and niche content in wiring harness and lamp assembly. Further, the Proposed Acquisition will help both the Companies to leverage their respective competitive strengths in order to drive their business forward in the coming years and work towards unlocking potential synergies across products, customers, technology and manufacturing excellence.

A) Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of LAL as at the date of acquisition were:

Assets	As at January 25, 2024
Property, plant and equipment (refer note 3)	1,280.82
Capital work in progress (refer note 3)	3.87
Intangible assets (refer note 4)	7.55
Right-of-use assets (refer note 5)	273.53
Investment property (refer note 6)	1,098.70
Income tax assets (net)	124.98
Other financial assets	34.45
Deferred tax assets (net) (refer note 22)	244.54
Other non-current assets	9.03
Loans	20.78
Cash and cash equivalents	18.44
Trade receivables	4,414.11
Investments	3,653.70
Inventories	2,050.40
Other current assets	1,205.78
Total (A)	**14,440.68**
Liabilities	
Trade payables	(6,355.64)
Lease liabilities	(297.58)
Borrowings	(2,526.01)
Employee benefit Liabilities	(245.14)
Other financial liabilities	(123.20)
Other current liabilities	(199.79)
Total (B)	**(9,747.36)**
Total identifiable net assets at fair value (A+B)	**4,693.32**
Deferred tax liabilities arising on fair valuation of tangible and intangible assets acquired (C)	(124.25)
Goodwill arising on acquisition* (refer note 7) (D)	1,205.21
Purchase consideration (A+B+C+D)	**5,774.28**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

Assets	As at January 25, 2024
*Goodwill represents purchase consideration paid over and above the value of net assets acquired by the Holding Company. Goodwill is not expected to be deductible for income tax purposes. This comprises the value of expected synergies arising from the acquisition which is not separately recognised.	1,205.21

B) Details of purchase consideration and cash outflow

Purchase consideration	Amount	
Fair Value of existing shareholding as on January 25, 2024		826.15
Cash paid on January 25, 2024		4,948.13
Total consideration		**5,774.28**
Analysis of cash flows on acquisition:		
Net cash acquired with the subsidiary (included in cash flow from investing activities)	18.44	
Purchased consideration paid (included in cash flow from investing activities)	(4,948.13)	(4,929.69)
Net cash outflow on acquisition		**(4,929.69)**

C) For disclosure related to revenue and profit of the acquiree from the date of acquisition till the reporting date, refer note 39d.

D) The deferred tax assets mainly comprises the tax effect of the accelerated depreciation in books of accounts of tangible and intangible assets.

k) Acquisition of IAC International Automotive India Private Limited ("IAC India") during the year ended March 31, 2023

During the previous year, on March 10, 2023, the Holding Company acquired 75% (through one of the subsidiary companies Lumax Integrated Ventures Private Limited "LIVE") of the voting shares of IAC India, a non-listed company incorporated in India specialised in the manufacturing of Interior auto parts, against cash consideration amounting to ₹ 43,528.03 Lakhs from its existing shareholder i.e. IACNA Mauritius Limited ("IAC"). The acquisition was accounted as per the acquisition method prescribed under Ind AS 103 - "Business Combinations" on provisional basis as on March 31, 2023. During the current year the Company has finalised the said acquisition (to consider the impact of merger of IAC India with LIVE) and accordingly final figures of assets acquired on such acquisition has been disclosed in table A below.

Acquisition of IAC India will help the Group in delivering industry leading solutions to its customers and enhance its kit value per vehicle as the automotive sector is moving towards higher value added and niche content in interior systems. Further, it will help in growing strengths to drive IAC India's business forward in the coming years and work towards unlocking potential synergies across products, customers, technology and manufacturing excellence. This will also give technological advantage to the Group and will help it to improve its presence in passenger vehicle segment which is showing a tremendous growth.

The Group elected to measure the non-controlling interest in the acquiree at fair value as on the date of acquisition.

During the current financial year, on August 28, 2023, Lumax Integrated Ventures Private Limited ("LIVE" or "transferee") had filed the Scheme of Amalgamation and Merger ("Scheme") with Hon'ble National Company Law Tribunal, Mumbai Bench (NCLT) of IAC International Automotive India Private Limited (transferor) with LIVE for efficient utilization & synergy of resources. The aforesaid scheme, inter-alia envisaged merger of the transferor into the transferee Company. The Scheme was approved by NCLT on February 16, 2024. Consequent to the amalgamation and merger prescribed by the Scheme, all the assets and liabilities of the transferor were transferred to and vested in the transferee Company with effect from March 10, 2023 ("the Appointed Date"). The amalgamation was accounted under the "pooling of interest" method prescribed under Appendix C of Ind AS 103 - "Business Combinations", as prescribed by the Scheme. Accordingly all the assets, liabilities, and other reserves of the transferor as on March 10, 2023 were transferred to the transferee Company at fair value as per the Scheme and all assets and liabilities of the transferor company are

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

recorded in the books of transferee company at the carrying value as appearing in consolidated financial statements of transferee company including goodwill and except minority interest.

A) Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of IAC India as at the date of acquisition i.e. March 10, 2023 were:

Assets	Final	Provisional
Property, plant and equipment (refer note 3)	17,351.88	17,351.88
Capital work in progress (refer note 3)	263.78	263.78
Intangible assets* (refer note 4)	21,333.59	21,333.59
Right-of-use assets (refer note 5)	3,313.40	3,313.40
Income tax assets (net)	139.62	139.62
Other financial assets	3,850.08	3,850.08
Deferred tax assets (net) (refer note 22)	552.19	552.19
Other non-current assets	67.33	67.33
Cash and cash equivalents	2,370.24	2,370.24
Other bank balances	260.26	260.26
Trade receivables (net of credit impaired ₹ 43.24 Lakhs)	17,971.80	17,971.80
Inventories	4,825.78	4,825.78
Other current assets	3,266.20	3,266.20
Total (A)	**75,566.15**	**75,566.15**
Liabilities		
Trade payables	(15,167.82)	(15,167.82)
Lease liabilities	(3,516.71)	(3,516.71)
Borrowings	(1,814.81)	(1,814.81)
Provision for decommissioning costs	(247.75)	(247.75)
Employee benefit Liabilities	(554.33)	(554.33)
Other non-current liabilities	(277.62)	(277.62)
Other financial liabilities	(1,462.37)	(1,462.37)
Other current liabilities	(3,704.04)	(3,704.04)
Current tax liabilities (net)	(755.10)	(755.10)
Total (B)	**(27,500.55)**	**(27,500.55)**
Total identifiable net assets at fair value (A+B)	**48,065.60**	**48,065.60**
Non-controlling interest measured at fair value (C)	(11,682.26)	(10,340.55)
Deferred tax liabilities arising on fair valuation of tangible and intangible assets acquired (D)	(998.96)	(6,365.78)
Goodwill arising on acquisition* (refer note 7) (E)	8,143.65	12,168.76
Purchase consideration (A+B+C+D+E)	**43,528.03**	**43,528.03**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

*** Intangible assets includes following assets valued by an independent valuer:**

Particulars	Final	Provisional
Customer relationship (IAC India has existing business relationship with its key customers wherein it has order in hand for existing products and certain products are in pipeline. Group believes that these assets will generate future revenue)	13,506.00	13,506.00
Non-compete fee (Group has entered into an agreement with IAC wherein both the parties have mutually agreed that IAC will not enter into competition at least till five years from the date of completion of lock in period of five years).	4,270.00	4,270.00
Technology know how (IAC India has technology experience obtained from its ultimate holding company International Automotive Components Group S.A. and the Group believes that these assets will generate future revenue.	3,548.00	3,548.00
Total	**21,324.00**	**21,324.00**
Goodwill represents purchase consideration paid by the Group over and above the value of net assets acquired by the Group as per share purchase agreement entered with IAC dated February 18, 2023. Goodwill is not expected to be deductible for income tax purposes. This comprises the value of expected synergies arising from the acquisition which is not separately recognized.#	**8,143.65**	**12,168.76**

#Change in deferred tax liability on non-tax-deductible intangible assets acquired (except goodwill) last year, which became tax deductible post-merger of IAC International Automotive India Private Limited ("Transferor") with Lumax Integrated Ventures Private Limited ("Transferee"), are accounted as adjustment to Goodwill recognised at acquisition date, in financial statements of the transferee, on the date when all substantial conditions for the transfer of the Transferor Company are completed.

B) Prior to the acquisition, IAC India decided to discontinue its division of financial shared services. The said division was discontinued before the date of acquisition and it was mutually agreed between the Group and IAC that said financial shared service division would not be acquired by the Group. Accordingly, it doesn't have any impact on the purchase consideration paid or assets acquired by the Group.

C) The deferred tax assets mainly comprises the tax effect of the accelerated depreciation in books of accounts of tangible and intangible assets.

D) The fair value of the non-controlling interest in IAC India as on acquisition date, was estimated by applying a discounted earnings technique. The fair value measurements are based on significant inputs that are not observable in the market. The fair value estimate was based on:

- An assumed discount rate of 23.7% (Weighted Average cost of capital)
- A terminal value calculated based on long term growth rate (on the basis of financial budgets and projections approved by management) of 4%, which has been used to determine income for the future years

E) Details of purchase consideration and cash outflow

Purchase consideration	Amount	
Cash paid on March 10, 2023		41,853.58
Cash paid during current year		1,674.45
Total consideration		**43,528.03**
Analysis of cash flows on acquisition:		
Transaction costs of the acquisition (included in cash flow from operating activities and charged as exceptional item in the statement of profit and loss)		(880.00)
Net cash acquired with the subsidiary (included in cash flow from investing activities)	2,370.24	
Purchased consideration paid (included in cash flow from investing activities)	(43,528.03)	(41,157.79)
Net cash outflow on acquisition		**(42,037.79)**

F) For disclosure related to revenue and profit of the acquiree from the date of acquisition till the reporting date, refer note 39d.

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

40. GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

A) Defined contribution plans

During the year, the Group has recognized the following amounts in the statement of profit and loss :

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
Employer's contribution to provident fund and other funds	1,100.26	754.24

B) Defined Benefit plans:

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The scheme is funded with an insurance company in the form of qualifying insurance policy.

a) The following table summarise the components of net benefit expense recognized in the Statement of profit and loss.

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Gratuity	Gratuity
Cost for the year included under employee benefit		
Current service cost	325.03	212.20
Interest cost	97.57	71.12
Net benefit expense	**422.60**	**283.32**

b) Amounts recognized in statement of other comprehensive income

	For the Year Ended March 31, 2024	For the Year Ended March 31, 2023
	Gratuity	Gratuity
Opening amount recognized in OCI	**(133.39)**	**(16.40)**
Remeasurement for the year - Obligation loss/(gain)	97.14	(118.84)
Remeasurement for the year - Plan Assets loss	1.66	1.85
Total remeasurement loss/(gain) for the year recognized in OCI	**98.80**	**(116.99)**
Closing amount recognized in OCI	**(34.59)**	**(133.39)**

c) Mortality table

	As at March 31, 2024	As at March 31, 2023
	Gratuity	Gratuity
Economic assumptions		
1 Discount rate	7.20%	7.50%
2 Rate of increase in compensation levels	8.00%	8.00%
3 Rate of return on plan assets	7.50%	7.00%
Demographic assumptions		
1 Expected average remaining working lives of employees (years)	9.06	9.14
2 Retirement Age (years)	58	58
3 Mortality Rate	Indian Assured Lives Mortality (2012-14) ultimate	
Withdrawal Rate		
1 Upto 30 years	8.00%	8.00%
2 Ages from 31-40 years	8.00%	8.00%
3 Ages from 41-50 years	8.00%	8.00%
4 Above 50 years	8.00%	8.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

d) Net (assets) / liabilities recognized in the Balance Sheet and experience adjustments on actuarial loss / (gain) for defined benefit obligation and plan assets

	As at March 31, 2024	As at March 31, 2023
Benefit obligation as at the beginning of the year	2,551.17	1,710.60
Obligation assumed on acquisition (refer note 39j & 39k)	191.74	833.17
Transfer in/(out)	-	(37.83)
Current service cost	325.03	212.20
Interest cost	177.72	117.73
Benefit paid	(263.36)	(165.86)
Actuarial loss/(gain)	97.14	(118.84)
Benefit obligation as at the end of the year	**3,079.44**	**2,551.17**

e) Table showing changes in the fair value of plan assets:

	As at March 31, 2024	As at March 31, 2023
Opening fair value of plan assets	1,167.58	652.88
Fair Value of plan asset assumed on acquisition (refer note 39j & 39k)	62.88	526.07
Expected return on plan assets	80.15	46.61
Contribution made during the year	924.73	50.55
Benefits paid	(201.70)	(97.58)
Morality charges	1.13	(9.10)
Actuarial loss on plan assets	(1.66)	(1.85)
Closing fair value of Plan assets	**2,033.11**	**1,167.58**

f) Benefit (asset) / liability:

	As at March 31, 2024	As at March 31, 2023
Present value of Defined Benefit Obligation ("DBO")	3,079.44	2,551.17
Fair value of plan assets	2,033.11	1,167.58
Net liability	**1,046.33**	**1,383.59**
Current	553.75	1,080.67
Non-current	492.58	302.92
Total	**1,046.33**	**1,383.59**

g) Major category of plan assets (as a % of total plan assets)

	As at March 31, 2024	As at March 31, 2023
Investment with the insurer	100%	100%

h) A quantitative sensitivity analysis for significant assumption is as shown below:

	As at March 31, 2024 Gratuity	As at March 31, 2023 Gratuity
A. Discount rate		
Effect on DBO due to 1% increase in discount rate	2,873.49	2,376.67
Effect on DBO due to 1% decrease in discount rate	3,315.76	2,751.71
B. Salary escalation rate		
Effect on DBO due to 1% increase in salary escalation rate	3,272.79	2,714.70
Effect on DBO due to 1% decrease in salary escalation rate	2,904.27	2,402.57
C. Withdrawal rate		
Effect on DBO due to 1% increase in withdrawal rate	3,060.00	2,538.55
Effect on DBO due to 1% decrease in withdrawal rate	3,101.27	2,565.43

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

i) The expected benefit payments in future years is as follows:

	As at March 31, 2024	As at March 31, 2023
Within 1 year	452.15	303.85
1 - 5 Years	1,426.04	1,282.37
More than 5 years	2,248.38	1,965.41
Total	**4,126.57**	**3,551.63**

41. COMMITMENTS AND CONTINGENCIES

(a) Capital and other commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for:

Capital commitments are ₹ 6,122.63 Lakhs (As at March 31, 2023: ₹ 1,216.07 Lakhs), net of advances.

(b) Contingent liabilities

		As at March 31, 2024	As at March 31, 2023
i)	**Claims against the Group not acknowledged as debts**		
	Holding Company: Demand from Employee State Insurance Department	0.90	0.90
	The holding Company received income tax order under Section 143(3) dated December 30, 2019 related to A.Y. 2018-19 on account of search and seizure operation for which holding Company had received demand of ₹ 1,033.28 Lakhs including interest u/s 234ABC in respect of above matter for which the holding Company had filed the appeal to income tax authorities. During the earlier year, Income Tax department has filed an appeal with ITAT(A) against the favourable order of CIT(A). During the current financial year, the ITAT has passed an Order in the favour of the holding Company. However, the department has still time to file appeal against the Order. The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case (if department file an appeal) would be in the favor of the holding Company and hence, no provision has been made in the books of accounts.	1,033.28	1,033.28
	During the earlier year, the holding Company received demand cum show cause notice from the Indirect Tax department alleged that the holding Company availed the duty drawback on the basis of unrealized sale proceeds. The holding Company filed the reply to the assistant commissioner of customs Inland Container Depot (ICD), Tughlakabad, dated February 07, 2020 against the above show cause notice and the response is awaited as on date. The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the holding Company and hence, no provision has been made in the books of accounts.	19.24	19.24
	During the earlier year, the holding Company has received show cause notice dated June 08, 2020 from the Indirect tax department alleged that the holding Company has availed the Excise Duty of ₹ 32.14 Lakhs on amortisation of Drawing & Design sent by one of the customer of the holding Company on FOC basis. The holding Company is of the view, based on the advice of the advocate, that the final outcome of the case would be in the favour of the holding Company and hence, no provision has been made in the books of accounts.	32.14	32.14

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	As at March 31, 2024	As at March 31, 2023
Subsidiaries:		
In respect of assessment year 2013-14 to 2015-16, 2017-18, 2018-19, 2020-21 and 2021-22, one of the subsidiary Companies has received assessment order under Section 143(3) of the Income tax Act, 1961 (the "Act"), demanding a total adjustment of ₹ 1,560.54 Lakhs (March 31, 2023: ₹ 953.27 Lakhs) of which tax impact is ₹ 560.70 Lakhs (March 31, 2023: ₹ 308.86 Lakhs) on account of transfer pricing and other disallowance matters under the Act. The subsidiary Company has filed appeal with the respective appellate authority.	560.70	308.86
In respect of financial year 2013-14, one of the subsidiary Companies has received assessment order under Section 24(1) of the MVAT Act, 2002 (the "Act"), demanding additional tax of ₹ 22.33 Lakhs (March 31, 2023: Nil) on account of incorrect consideration of TDS amount. The subsidiary Company has filed appeal with the respective appellate authority.	22.33	-
One of the subsidiary Companies has received a Show Cause Notice dated November 14, 2022 from Goods and Service Tax Department based on the allegations that ITC cannot be claimed upon the service of transportation of employees for the period August 2017 to February 2020. The subsidiary Company has filed an appeal on June 15, 2023 against the disputed amount of ₹ 16.79 Lakhs (excluding interest and penalty) before Deputy Commissioner (Appeals) and is confident that no liability will devolve in this regard.	16.79	-
One of the subsidiary Companies has received order under Section 143(1) of the Income Tax Act for A.Y. 2021-22 from the Income Tax department making an addition of income of ₹ 92.95 Lakhs (Tax under dispute: ₹ 23.39 Lakhs) u/s 41(1) of the Act. The subsidiary Company has filed an appeal with the Commissioner of Income Tax (Appeals) against the said demand.	23.39	-

ii. The holding Company entered into an agreement with the Bhosari Unit Workmen Union on September 13, 2003, vide which option for VRS was given to the workers of the holding Company. Accordingly, benefits under the said scheme were paid to 27 workmen who opted for the scheme. Out of these 27 workmen, 20 workmen later filed a case against the holding Company on the grounds of Unfair Labour Practices at the Labour court. The Court has passed an order in the favour of the workmen on June 26, 2019. Further, the holding Company has challenged the said order and filed revision application dated July 26, 2019 in the Industrial Court, Pune on the grounds that the said order is defective and bad at law. The matter was decided by the Industrial court in favour of the holding Company for 17 cases vide order dated March 28, 2022 and for 3 cases vide order dated February 23, 2024 without any financial impact on the holding Company.

iii) In regard to the bill discounting of invoices with bank by one of the holding Company's vendor (Transporter), the bank had filed an application under Section 19 of the Recovery of Debts due to Banks and Financial Institution Act, 1993 before the Ld. DRT-II, Chandigarh for recovery of ₹ 999.76 Lakhs and interest thereon @ 13.75% p.a. from the holding Company, vendor and other parties.

The holding Company and other parties including vendor has received an order dated February 25, 2019 from Debts Recovery Tribunal- II, Chandigarh for demanding the above amount jointly and severally. The holding Company had filed an appeal before Debt Recovery Appellate Tribunal (DRAT) dated March 13, 2020 against ₹ 782.24 Lakhs (decretal amount to which the holding Company is a defendant party) along with interest @ 13.75% p.a. and deposited 50% of decretal amount in earlier years. Subsequent to the Balance sheet date, the order has been reserved and the holding Company is confident, based on the advice of the advocate, that order will be in favour of the holding Company and hence, no provision has been made in the books of accounts.

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

42. RELATED PARTY DISCLOSURES

Names of related parties and related party relationship

S. No.	Relationship	Name of Related Parties
1	Key Management Personnel of Holding Company	Mr D. K. Jain (Chairman)
		Mr Anmol Jain (Managing Director)
		Mr Vikas Marwah (Chief Executive Officer)
		Mr Ashish Dubey (Chief Financial Officer)
		Mr Pankaj Mahendru (Company Secretary) (w.e.f. May 30, 2023)
		Mr Raajesh Kumar Gupta (Company Secretary) (w.e.f. May 13, 2022 till May 26, 2023)
		Mr Anil Tyagi (Company Secretary) (till May 12, 2022)
2	Key Management Personnel of Subsidiary Companies	Mr Deepak Jain (Director)
		Mr Raju Bhauso Ketkale (Executive Director w.e.f. February 12, 2024)
		Mr Jai Kishan Taneja (Wholetime Director) (till November 05, 2022)
		Mr Anil Tyagi (Company Secretary) (w.e.f. June 01, 2022 till March 31, 2023)
		Mr Rishi Gupta (Company Secretary) (till November 19, 2022)
		Mr Sukhvir bhardwaj (Company Secretary) (w.e.f. February 07, 2022 till June 22, 2023)
		Mr Pawan Kumar (Company Secretary) (till September 19, 2023)
		Mr Manoj Kumar Gupta (Chief Financial Officer) (w.e.f. May 19, 2023 till March 30, 2024)
		Mr Yogesh Jaitly (Manager)
		Mr Nobuo Tamura (Wholetime Director) (w.e.f. May 11, 2022)
		Mr Deepak Kumar Ahluwalia (Chief Financial Officer) (w.e.f. Febraury 03, 2023)
		Mr Mukesh Kumar (Chief Financial Officer) (w.e.f. May 09, 2022 till September, 15 2023)
		Mr Dharmender (Chief Financial Officer) (w.e.f. February 02, 2024)
		Mr Tushar Chandna (Company Secretary) (w.e.f November 03, 2023)
		Mr Kapil Gupta (Company Secretary) (w.e.f June 06, 2023)
		Mr Devender Kumar Vashisht (wholetime Director) (till March 31, 2024)
		Mr Yasuhiro Kato (Wholetime Director) (w.e.f. May 09, 2022)
		Mr Chandan Kshirsagar (Company Secretary)
		Mr Govind Singh (Chief Financial Officer) (w.e.f. February 12, 2024)
		Mr Sunil S Koparkar (Managing Director)
3	Chairman Emeritus of Subsidiary Companies	Mr D. K. Jain
4	Relatives of Key Management Personnel	Mrs Shivani Jain (wife of Mr Anmol Jain)
		Ms Amara Jain (daughter of Mr Anmol Jain)
		Mrs Poysha Goyal Jain (wife of Mr Deepak Jain)
5	Non Executive Director	Mr Arun Kumar Malhotra
		Mr Avinash Parkash Gandhi
		Mr Roop Salotra
		Mr Milap Jain

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

S. No.	Relationship	Name of Related Parties
		Mrs Diviya Chanana
		Mr Sanjay Mehta
6	Non Executive Director of Subsidiary Companies	Mr Naval Khanna
		Mr Swaran Prakash Sehgal
7	Enterprises owned or significantly influenced by Key Management Personnel and / or their relatives	Lumax Industries Limited
		Lumax Finance Private Limited
		Lumax Ancillary Limited (till January 24, 2024)
		Mahavir Udyog
		Bharat Enterprises
		D.K. Jain Family Trust
		Lumax Tours & Travels Limited
		Lumax Charitable Foundation
8	Entities under common control (entities which exercise significant influence over the subsidiary companies and other companies)	Mannoh Industrial Co. Limited
		Francisco Albero S.A.U.
		PT MTAT Indonesia
		Officine Mettalurgiche G. Cornaglia SPA (Italy)
		Cor-Filters (Italy)
		M&T Allied Technologies Co. Limited
		Alps Alpine Co Limited
		Alps Electric India Private Limited
		Alps Logicom India Private Limited
		Alps Logistics India Private Limited
		Ituran Location & Controls Limited
		Jopp Automotive GMBH
		Jopp Holding GMBH
		Yokowo Co. Limited
		IAC APM Automotive Systems Limited, Thailand
		IAC Canada Admin ULC.
		IAC Group S.R.O.
		IAC Group (Slovakia) S.R
		IAC Group Scunthorpe, E
		Jopp Plastics Technology GMBH
		IAC Group Sweden AB
		Yokowo Vietnam Co. Ltd.
		Alpine Electronics (China) Co. Ltd.
		Alpine Electronics Hong Kong limited
		Alps Electric Korea Co. Ltd.
		IAC Shanghai Management Company Limited
		International Automotive Components (Wauseon)
		International Automotive Components Group GMBH, Germany
		International Automotive Components Group AB
		International Automotive Components Group Limited (U.K.)
		International Automotive Components Group North America, Inc

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
TRANSACTIONS						
Sale of Raw Materials and Components (Inclusive of taxes)						
Lumax Industries Limited	-	-	499.50	219.98	499.50	219.98
Lumax Ancillary Limited	-	-	307.61	293.16	307.61	293.16
Bharat Enterprises	-	-	0.12	-	0.12	-
Mahavir Udyog	-	-	0.63	-	0.63	-
Mannoh Industrial Co. Limited	-	-	5.13	0.12	5.13	0.12
PT MTAT Indonesia	-	-	0.38	-	0.38	-
Total	**-**	**-**	**813.37**	**513.26**	**813.37**	**513.26**
Sale of Finished Goods (Inclusive of taxes)						
Lumax Industries Limited	-	-	17,045.35	14,991.37	17,045.35	14,991.37
Lumax Ancillary Limited	-	-	168.92	241.24	168.92	241.24
Mannoh Industrial Co. Limited	-	-	-	0.28	-	0.28
Alps Alpine Co Limited	-	-	18.00	0.27	18.00	0.27
M&T Allied Technologies Co. Limited	-	-	1.07	4.15	1.07	4.15
IAC APM Automotive Systems Limited, Thailand	-	-	154.15	-	154.15	-
IAC Group Scunthorpe, E	-	-	368.13	-	368.13	-
IAC Group (Slovakia) S.R	-	-	565.66	2.16	565.66	2.16
IAC Group S.R.O.	-	-	223.91	3.54	223.91	3.54
International Automotive Components Group Limited (U.K.)	-	-	338.30	36.81	338.30	36.81
Cor-Filters (Italy)	-	-	139.86	47.78	139.86	47.78
Total	**-**	**-**	**19,023.35**	**15,327.60**	**19,023.35**	**15,327.60**
Sale of Others (Inclusive of taxes)						
Lumax Industries Limited	-	-	379.86	38.04	379.86	38.04
Total	**-**	**-**	**379.86**	**38.04**	**379.86**	**38.04**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Availing of Services (Inclusive of taxes)						
Lumax Industries Limited	-	-	45.22	141.45	45.22	141.45
Lumax Tours & Travels Limited	-	-	523.43	415.82	523.43	415.82
Ituran Location & Controls Limited	-	-	5.02	-	5.02	-
PT MTAT Indonesia	-	-	-	3.66	-	3.66
Mannoh Industrial Co. Limited	-	-	28.96	162.35	28.96	162.35
Alps Electric Korea co. ltd.	-	-	2.45	-	2.45	-
Alps Logistics India Private Limited	-	-	46.22	83.26	46.22	83.26
Alps Logicom India Private Limited	-	-	23.15	25.66	23.15	25.66
Alps Alpine Co Limited	-	-	3.11	-	3.11	-
Mr Naval Khanna	87.07	76.49	-	-	87.07	76.49
Ms Amara Jain	0.07	-	-	-	0.07	-
JOPP Holding GMBH	-	-	156.67	304.79	156.67	304.79
Jopp Plastics Technology GMBH	-	-	12.65	-	12.65	-
Total	**87.14**	**76.49**	**846.88**	**1,136.99**	**934.02**	**1,213.48**
Rendering of Services (Inclusive of taxes)						
Lumax Industries Limited	-	-	2,463.67	2,231.47	2,463.67	2,231.47
Bharat Enterprises	-	-	-	0.06	-	0.06
Alps Logicom India Private Limited	-	-	-	0.89	-	0.89
International Automotive Components Group North America, Inc	-	-	269.78	20.60	269.78	20.60
International Automotive Components Group GMBH, Germany	-	-	201.40	34.35	201.40	34.35
International Automotive Components Group Limited (U.K.)	-	-	17.33	2.33	17.33	2.33
IAC Group Sweden AB	-	-	9.45	-	9.45	-
Total	**-**	**-**	**2,961.63**	**2,289.70**	**2,961.63**	**2,289.70**
Tool development revenue						
International Automotive Components Group GMBH, Germany	-	-	1,875.17	-	1,875.17	-
Total	**-**	**-**	**1,875.17**	**-**	**1,875.17**	**-**
Rent Income (Inclusive of taxes)						
Lumax Tours & Travels Limited	-	-	3.63	3.54	3.63	3.54
Lumax Industries Limited	-	-	350.55	329.41	350.55	329.41
Total	**-**	**-**	**354.18**	**332.95**	**354.18**	**332.95**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Rent Expense (Inclusive of taxes)						
Lumax Industries Limited	-	-	6.47	17.94	6.47	17.94
Mr Deepak Jain	4.49	-	-	-	4.49	-
Mr D. K. Jain	40.66	36.40	-	-	40.66	36.40
Total	**45.15**	**36.40**	**6.47**	**17.94**	**51.62**	**54.34**
Purchases of Raw Materials and Components (Inclusive of taxes)						
Bharat Enterprises	-	-	438.83	429.95	438.83	429.95
Lumax Industries Limited	-	-	4,440.73	3,270.93	4,440.73	3,270.93
Lumax Ancillary Limited	-	-	4,899.44	6,167.50	4,899.44	6,167.50
Alps Alpine Co Limited	-	-	1,773.19	1,949.86	1,773.19	1,949.86
Mahavir Udyog	-	-	73.27	22.94	73.27	22.94
Francisco Albero S.A.U.	-	-	47.50	69.85	47.50	69.85
Yokowo Co. Limited	-	-	250.02	-	250.02	-
Yokowo Vietnam Co. Ltd.	-	-	173.53	-	173.53	-
Lumax Tours & Travels Limited	-	-	23.94	-	23.94	-
Alps Electric India Private Limited	-	-	-	13.72	-	13.72
Alpine Electronics Hong Kong limited	-	-	109.28	-	109.28	-
M&T Allied Technologies Co. Limited	-	-	-	5.88	-	5.88
PT MTAT Indonesia	-	-	-	69.80	-	69.80
Mannoh Industrial Co. Limited	-	-	0.28	2.29	0.28	2.29
Jopp Automotive GMBH	-	-	-	116.20	-	116.20
Officine Mettalurgiche G. Cornaglia SPA (Italy)	-	-	21.35	63.43	21.35	63.43
Total	**-**	**-**	**12,251.36**	**12,182.35**	**12,251.36**	**12,182.35**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Purchases of Finished Goods (Inclusive of taxes)						
Lumax Industries Limited	-	-	12,693.83	11,397.11	12,693.83	11,397.11
Lumax Ancillary Limited	-	-	437.00	815.43	437.00	815.43
Total	**-**	**-**	**13,130.83**	**12,212.54**	**13,130.83**	**12,212.54**
Purchases of other (Inclusive of taxes)						
Lumax Industries Limited	-	-	-	1.94	-	1.94
Ms Amara Jain	40.92	-	-	-	40.92	-
Lumax Ancillary Limited	-	-	-	0.22	-	0.22
Total	**40.92**	**-**	**-**	**2.16**	**40.92**	**2.16**
Purchases of Capital Goods (Inclusive of taxes)						
Alps Electric India Private Limited	-	-	-	0.24	-	0.24
Jopp Automotive GMBH	-	-	401.87	-	401.87	-
Alpine Electronics (China) Co. Ltd.	-	-	81.12	-	81.12	-
Alps Alpine Co Limited	-	-	81.40	-	81.40	-
Yokowo Co. Limited	-	-	168.38	-	168.38	-
Yokowo Vietnam Co. Ltd.	-	-	17.88	-	17.88	-
Francisco Albero S.A.U.	-	-	1.79	14.22	1.79	14.22
Total	**-**	**-**	**752.44**	**14.46**	**752.44**	**14.46**
Purchases of Packing Material (Inclusive of taxes)						
Mahavir Udyog	-	-	13.37	-	13.37	-
Total	**-**	**-**	**13.37**	**-**	**13.37**	**-**
Other Reimbursement paid to/ (received from) (Inclusive of taxes)						
Bharat Enterprises	-	-	-	0.68	-	0.68
Lumax Industries Limited	-	-	(333.51)	(204.90)	(333.51)	(204.90)
Lumax Ancillary Limited	-	-	(7.29)	(19.01)	(7.29)	(19.01)
Alps Alpine Co Limited	-	-	116.63	37.05	116.63	37.05
Lumax Finance Private Limited	-	-	-	(0.12)	-	(0.12)
Lumax Charitable Foundation	-	-	-	(0.12)	-	(0.12)
Lumax Tours & Travels Limited	-	-	60.53	35.06	60.53	35.06
Mannoh Industrial Co. Limited	-	-	30.18	28.55	30.18	28.55
Mahavir Udyog	-	-	-	(0.55)	-	(0.55)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Yokowo Co. Limited	-	-	71.86	-	71.86	-
Alps Logistics India Private Limited	-	-	-	38.77	-	38.77
IAC APM Automotive Systems Limited, Thailand	-	-	-	(20.90)	-	(20.90)
International Automotive Components Group North America, Inc	-	-	324.70	70.72	324.70	70.72
Total	**-**	**-**	**263.10**	**(34.77)**	**263.10**	**(34.77)**
CSR Expenditure						
Lumax Charitable Foundation	-	-	245.13	195.36	245.13	195.36
Total	**-**	**-**	**245.13**	**195.36**	**245.13**	**195.36**
Royalty Expense (Exclusive of taxes)						
Lumax Industries Limited	-	-	347.29	300.00	347.29	300.00
Mannoh Industrial Co. Limited	-	-	434.57	311.24	434.57	311.24
Total	**-**	**-**	**781.86**	**611.24**	**781.86**	**611.24**
Interest Expense						
Ituran Location & Controls Limited	-	-	33.91	-	33.91	-
Total	**-**	**-**	**33.91**	**-**	**33.91**	**-**
Loan Taken						
Ituran Location & Controls Limited	-	-	-	199.34	-	199.34
Total	**-**	**-**	**-**	**199.34**	**-**	**199.34**
Loan Taken paid back						
Ituran Location & Controls Limited	-	-	82.69	-	82.69	-
Total	**-**	**-**	**82.69**	**-**	**82.69**	**-**
Loan Given during the year						
Mr Sanjay Mehta	-	50.00	-	-	-	50.00
Total	**-**	**50.00**	**-**	**-**	**-**	**50.00**
Loan Given received back						
Mr Sanjay Mehta	15.00	5.00	-	-	15.00	5.00
Mr Vikas Marwah	15.00	15.00	-	-	15.00	15.00
Total	**30.00**	**20.00**	**-**	**-**	**30.00**	**20.00**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Managerial Remuneration*						
Mr Anmol Jain	126.00	139.59	-	-	126.00	139.59
Mr D. K. Jain	144.29	147.89	-	-	144.29	147.89
Mr Deepak Jain	15.48	15.48	-	-	15.48	15.48
Mrs Shivani Jain	56.15	187.34	-	-	56.15	187.34
Mrs Poysha Goyal Jain	35.28	187.34	-	-	35.28	187.34
Mr Sanjay Mehta	331.22	164.13	-	-	331.22	164.13
Mr Raju Bhauso Ketkale	29.95	-	-	-	29.95	-
Mr Raajesh Kumar Gupta	9.45	61.15	-	-	9.45	61.15
Mr Rishi Gupta	-	4.99	-	-	-	4.99
Mr Jai Kishan Taneja	-	26.63	-	-	-	26.63
Mr Pankaj Mahendru	23.81	-	-	-	23.81	-
Mr Dharmender	1.35	-	-	-	1.35	-
Mr Tushar Chandna	2.06	-	-	-	2.06	-
Mr Deepak Kumar Ahluwalia	14.86	2.30	-	-	14.86	2.30
Mr Yogesh Jaitly	55.69	46.68	-	-	55.69	46.68
Mr Manoj Kumar Gupta	14.28	6.31	-	-	14.28	6.31
Mr Vikas Marwah	439.78	133.34	-	-	439.78	133.34
Mr Yasuhiro Kato	92.93	96.94	-	-	92.93	96.94
Mr Ashish Dubey	90.61	78.31	-	-	90.61	78.31
Mr Pawan Kumar	4.44	8.14	-	-	4.44	8.14
Mr Nobuo Tamura	64.37	18.63	-	-	64.37	18.63
Mr Kapil Gupta	8.01	-	-	-	8.01	-
Mr Devender Kumar Vashisht	10.65	-	-	-	10.65	-
Mr Anil Tyagi	-	17.79	-	-	-	17.79
Mr Mukesh Kumar	27.02	24.01	-	-	27.02	24.01
Mr Sunil S Koparkar	759.84	40.82	-	-	759.84	40.82
Mr Chandan Kshirsagar	23.56	1.55	-	-	23.56	1.55
Mr Govind Singh	1.35	-	-	-	1.35	-
Mr Sukhvir Bhardwaj	1.91	6.55	-	-	1.91	6.55
Total	**2,384.34**	**1,415.91**	**-**	**-**	**2,384.34**	**1,415.91**

*Does not include provision towards gratuity and compensated absences for all Key Management Personnel as such provision are for Group as a whole.

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Director Sitting Fees						
Mr Arun Kumar Malhotra	10.10	10.40	-	-	10.10	10.40
Mr Swaran Prakash Sehgal	2.30	-	-	-	2.30	-
Mr Avinash Parkash Gandhi	9.00	10.20	-	-	9.00	10.20
Mr Roop Salotra	11.20	10.80	-	-	11.20	10.80
Mr Milap Jain	9.20	9.20	-	-	9.20	9.20
Mrs Diviya Chanana	4.40	3.60	-	-	4.40	3.60
Total	**46.20**	**44.20**	**-**	**-**	**46.20**	**44.20**
Director Commission						
Mr Anmol Jain	401.71	211.62	-	-	401.71	211.62
Mr D. K. Jain	618.03	455.30	-	-	618.03	455.30
Mr Deepak Jain	123.61	91.06	-	-	123.61	91.06
Total	**1,143.35**	**757.98**	**-**	**-**	**1,143.35**	**757.98**
Remuneration to Chairman Emeritus						
Mr D. K. Jain	39.48	42.91	-	-	39.48	42.91
Total	**39.48**	**42.91**	**-**	**-**	**39.48**	**42.91**
Dividend Paid						
Mr Anmol Jain	581.32	452.13	-	-	581.32	452.13
Mr Deepak Jain	581.45	452.24	-	-	581.45	452.24
D. K. Jain Family Trust	-	-	9.18	7.14	9.18	7.14
Mr Sanjay Mehta	0.07	0.05	-	-	0.07	0.05
Mr Ashish Dubey	0.01	0.01	-	-	0.01	0.01
Lumax Finance Private Limited	-	-	545.01	423.90	545.01	423.90
Mannoh Industrial Co. Limited	-	-	2,302.36	328.91	2,302.36	328.91
Total	**1,162.85**	**904.43**	**2,856.55**	**759.95**	**4,019.40**	**1,664.38**
Dividend Received						
Lumax Industries Limited	-	-	141.75	70.88	141.75	70.88
Total	**-**	**-**	**141.75**	**70.88**	**141.75**	**70.88**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
BALANCE AT THE YEAR END						
Receivables						
Lumax Industries Limited	-	-	4,601.78	4,501.80	4,601.78	4,501.80
Lumax Ancillary Limited	-	-	-	8.54	-	8.54
Alps Alpine Co Limited	-	-	27.08	15.56	27.08	15.56
Cor-Filters (Italy)	-	-	52.88	33.48	52.88	33.48
International Automotive Components Group North America, Inc	-	-	12.38	599.23	12.38	599.23
International Automotive Components Group GMBH, Germany	-	-	261.60	536.07	261.60	536.07
International Automotive Components Group AB	-	-	9.26	-	9.26	-
IAC APM Automotive Systems Limited, Thailand	-	-	25.74	18.63	25.74	18.63
IAC Group Scunthorpe, E	-	-	460.35	137.05	460.35	137.05
IAC Group (Slovakia) S.R	-	-	584.77	70.80	584.77	70.80
IAC Group S.R.O.	-	-	-	28.10	-	28.10
International Automotive Components Group Limited (U.K.)	-	-	111.07	215.40	111.07	215.40
Ituran Location & Controls Limited	-	-	2.11	-	2.11	-
Total	**-**	**-**	**6,149.02**	**6,164.66**	**6,149.02**	**6,164.66**
Other Financial Assets						
Mr Naval Khanna	0.86	-	-	-	0.86	-
International Automotive Components Group North America, Inc	-	-	4.65	-	4.65	-
Total	**-**	**-**	**4.65**	**-**	**5.51**	**-**
Loan Receivable						
Mr Vikas Marwah	22.50	37.50	-	-	22.50	37.50
Mr Sanjay Mehta	30.00	45.00	-	-	30.00	45.00
Total	**52.50**	**82.50**	**-**	**-**	**52.50**	**82.50**
Loan Payable						
Ituran Location & Controls Limited	-	-	401.04	476.67	401.04	476.67
Total	**-**	**-**	**401.04**	**476.67**	**401.04**	**476.67**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Investment in Shares						
Lumax Industries Limited	-	-	12,610.50	9,303.26	12,610.50	9,303.26
Lumax Ancillary Limited	-	-	-	1,002.68	-	1,002.68
Total	**-**	**-**	**12,610.50**	**10,305.94**	**12,610.50**	**10,305.94**
Payables						
Bharat Enterprises	-	-	62.63	0.68	62.63	0.68
Lumax Ancillary Limited	-	-	-	640.19	-	640.19
Lumax Industries Limited	-	-	912.44	316.00	912.44	316.00
Lumax Tours & Travels Limited	-	-	39.06	14.41	39.06	14.41
Alps Alpine Co Limited	-	-	472.33	669.52	472.33	669.52
Mahavir Udyog	-	-	1.89	-	1.89	-
JOPP Holding GMBH	-	-	1.32	274.31	1.32	274.31
Jopp Plastics Technology GMBH	-	-	8.28	-	8.28	-
Officine Mettalurgiche G. Cornaglia SPA (Italy)	-	-	-	34.64	-	34.64
Yokowo Co. Limited	-	-	225.81	71.45	225.81	71.45
Mannoh Industrial Co. Limited	-	-	170.37	193.20	170.37	193.20
Yokowo Vietnam Co. Ltd.	-	-	95.40	-	95.40	-
PT MTAT Indonesia	-	-	-	14.62	-	14.62
Alpine Electronics (China) Co. Ltd.	-	-	81.12	-	81.12	-
Francisco Albero S.A.U.	-	-	-	20.39	-	20.39
Alps Logistics India Private Limited	-	-	7.69	8.72	7.69	8.72
Alps Logicom India Private Limited	-	-	4.13	4.35	4.13	4.35
Alpine Electronics Hong Kong limited	-	-	35.87	-	35.87	-
International Automotive Components Group North America, Inc	-	-	155.77	300.77	155.77	300.77
IAC Canada Admin ULC.	-	-	205.96	609.60	205.96	609.60
International Automotive Components (Wauseon)	-	-	10.64	16.16	10.64	16.16
IAC Shanghai Management Company Limited	-	-	-	20.12	-	20.12
Total	**-**	**-**	**2,490.71**	**3,209.13**	**2,490.71**	**3,209.13**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	Key Management Personnel, Relatives of Key Management Personnel and Non Executive Director		Enterprises owned or significantly influenced by Key Management Personnel and/or their relatives and entities under common control		Total	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Other Financial Liabilities						
Mr Anmol Jain	386.27	211.62	-	-	386.27	211.62
Mr D. K. Jain	618.03	455.30	-	-	618.03	455.30
Mr Deepak Jain	123.61	91.06	-	-	123.61	91.06
Mr Pawan Kumar	-	0.22	-	-	-	0.22
Yokowo Co. Limited	-	-	237.77	-	237.77	-
Yokowo Vietnam Co. Ltd.	-	-	1.46	-	1.46	-
Mr Naval Khanna	-	5.63	-	-	-	5.63
Mr Yogesh Jaitly	-	2.46	-	-	-	2.46
Mr Nobuo Tamura	-	0.60	-	-	-	0.60
Mr Raju Bhauso Ketkale	3.94	-	-	-	3.94	-
Mr Sanjay Mehta	0.02	-	-	-	0.02	-
Mr Sunil S Koparkar	425.28	-	-	-	425.28	-
International Automotive Components Group GMBH, Germany	-	-	-	1,328.15	-	1,328.15
Total	**1,557.15**	**766.89**	**239.23**	**1,328.15**	**1,796.38**	**2,095.04**

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. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2024, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. 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.

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

43. EVENT AFTER THE REPORTING DATE

i) The Board of Directors of the Holding Company have proposed dividend subsequent to the Balance Sheet date, which is subject to shareholder's approval in forthcoming annual general meetings (Refer note 18.2).

ii) The Board of Directors of the holding Company have accorded its consent for proposed merger of Lumax Ancillary Limited into the holding Company with April 01, 2024 as appointed date (Refer note 39(j)).

44. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

I. Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

a) Operating lease commitments – Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on valuation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, and that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

b) Assessment of lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

c) Revenue from contracts with customers

The Group applied the following judgments that significantly affect the determination of the amount and timing of revenue from contracts with customers:

- Determining method to estimate variable consideration and assessing the constraint

  Certain contracts for the sale of products include a right of price revision on account of change of commodity prices/ purchase price that give rise to variable consideration. In estimating the variable consideration, the Group is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled.

d) Consolidation of companies in which the Holding Company holds less than majority of the voting rights

In below mentioned companies, the Holding Company holds 50% of the voting rights, but considered the same as its subsidiary companies based on following:-

- Casting voting rights entitled to the Chairman appointed by the Holding Company, or

- Based on entitlement to hold majority of board members on the board of the subsidiary Company, or

- By appointing Managing director representing the Holding Company having substantial powers of management

1. Lumax Cornaglia Auto Technologies Private Limited
2. Lumax Yokowo Technologies Private Limited
3. Lumax JOPP Allied Technologies Private Limited
4. Lumax Alps Alpine India Private Limited
5. Lumax Ituran Telematics Private Limited

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

II. Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a) Property, plant and equipment

The useful lives and residual values of property, plant and equipment are determined by the management based on technical assessment by the management. The Group believes that the derived useful life best represents the period over which The Group expects to use these assets.

b) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

c) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 40.

d) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

e) Impairment of financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

f) Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the assets. The value in

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

use for calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are also relevant to other intangibles. During the year, the Group has done the impairment assessment of non-financial assets and have concluded that there is no impairment in value of non-financial assets as appearing in the financial statements.

g) Lease incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore its incremental borrowing rate (IBR) is used to measure lease liability. The IBR is the rate of interest that the Group would have to pay to borrow over similar term, and with a similar security, the fund necessary to obtain an asset of a similar value to the right-of-use assets in as similar economic environments. The IBR therefore effects what the Group "would have to pay" which requires estimates when no observable rates are available or when they need to be adjusted to reflect the term and conditions of the lease. The Group estimates the IBR using observable inputs such as market interest rates when available.

h) Revenue recognition - Estimating variable consideration for returns and volume rebates

The Group estimates variable considerations to be included in the transaction price for the sale of traded goods (in after-market) with volume rebates.

The Group's expected volume rebates are analysed on a per customer basis for contracts that are subject to a single volume threshold. Determining whether a customer will be likely entitled to rebate will depend on the customer's historical rebates entitlement and accumulated purchases to date. The Group applied a statistical model for estimating expected volume rebates for contracts with more than one volume threshold. The model uses the historical purchasing patterns and rebates entitlement of customers to determine the expected rebate percentages and the expected value of the variable consideration. Any significant changes in experience as compared to historical purchasing patterns and rebate entitlements of customers will impact the expected rebate percentages estimated by the Group.

i) Provision for decommissioning

As part of the identification and measurement of assets and liabilities for the acquisition of right-of-use assets, one of the subsidiary Companies has recognized a provision for decommissioning obligations associated with a building owned by lessor. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove the plant from the site in order to remediate the environmental damage caused and the expected timing of those costs. In estimating the expected cost, the subsidiary Company takes into account changes in environmental legislation and regulations that may impact the process for dismantling and removing the plant. The carrying amount of the provision as at March 31, 2024 is ₹ 271.51 Lakhs (March 31, 2023: ₹ 249.09 Lakhs).

45. CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, all equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximise the shareholders' value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants, if any. To maintain or adjust the capital structure, the Group reviews the fund management at regular intervals and take necessary actions to maintain the requisite capital structure. The Group monitors the capital using gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2024 and March 31, 2023.

	As at March 31, 2024	As at March 31, 2023
Total Borrowings*	68,028.64	55,223.93
Less: cash and cash equivalents	(5,102.55)	(7,463.20)
Net debts (A)	**62,926.09**	**47,760.73**
Capital components		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

	As at March 31, 2024	As at March 31, 2023
Equity Share capital	1,363.15	1,363.15
Other equity	77,597.74	64,797.86
Total equity (B)	**78,960.89**	**66,161.01**
Capital and net debt (C) = (A+B)	**1,41,886.98**	**1,13,921.74**
Gearing ratio (%) (A)/ (C)	**44.35%**	**41.92%**

* Excluding lease liability

46. FAIR VALUES

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments:

a) Fair value of financial assets:

	Carrying values		Fair values	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial assets measured at fair value				
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)*	12,610.50	9,303.26	12,610.50	9,303.26
Non-current Investments (valued at fair value through profit and loss)	2,844.51	-	2,844.51	-
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	122.56	1,125.24	122.56	1,125.24
Current investments (valued at fair value through profit and loss)	24,767.47	9,666.48	24,767.47	9,666.48
Current investments (valued at fair value through other comprehensive income)	237.00	-	237.00	-
Total	**40,582.04**	**20,094.98**	**40,582.04**	**20,094.98**
Financial Instruments where carrying amounts that are reasonable approximations of fair values:				
Trade receivables	58,542.76	46,117.71	58,542.76	46,117.71
Cash and cash equivalents	5,102.55	7,463.20	5,102.55	7,463.20
Other Bank balances	2,407.03	8,215.32	2,407.03	8,215.32
Loans	183.18	163.36	183.18	163.36
Other financial assets	8,359.13	7,024.33	8,359.13	7,024.33
Total	**74,594.65**	**68,983.92**	**74,594.65**	**68,983.92**

* The fair values of the FVTOCI financial assets are derived from quoted market prices in active markets.

b) Fair value of financial liabilities:

	Carrying values		Fair values	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Financial liabilities measured at amortized cost				
Borrowings	68,028.64	55,223.93	68,028.64	55,223.93
Lease liabilities	12,961.98	11,188.54	12,961.98	11,188.54
Trade payables	48,581.77	38,396.95	48,581.77	38,396.95
Other financial liabilities	6,870.20	6,906.77	6,870.20	6,906.77
Total	**1,36,442.59**	**1,11,716.19**	**1,36,442.59**	**1,11,716.19**

The management assessed that cash and cash equivalents, trade receivables, other bank balances, loans, trade payables and other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

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

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

47. FAIR VALUE HIERARCHY

All financial instruments for which fair value is recognized or disclosed are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

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

Level 2: Valuation techniques for which the lowest level input that has a significant effect on the fair value measurement are observable, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input which has a significant effect on the fair value measurement is not based on observable market data.

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

(a) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2024:

	Date of Valuation	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2024	12,610.50	12,610.50	-	-
Non-current Investments (valued at fair value through profit and loss)	March 31, 2024	2,844.51	-	2,844.51	-
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2024	122.56	-	-	122.56
Current investments (valued at fair value through profit and loss)	March 31, 2024	24,767.47	1,993.67	22,773.80	
Current investments (valued at fair value through other comprehensive income)	March 31, 2024	237.00	-	237.00	-
Others					
Trade receivables	March 31, 2024	58,542.76	-	-	58,542.76
Cash and cash equivalents	March 31, 2024	5,102.55	-	-	5,102.55
Other Bank balances	March 31, 2024	2,407.03	-	-	2,407.03
Loans	March 31, 2024	183.18	-	-	183.18
Other financial assets	March 31, 2024	8,359.13	-	-	8,359.13
Total		**1,15,176.69**	**14,604.17**	**25,855.31**	**74,717.21**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(b) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2024:

	Date of Valuation	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value					
Borrowings	March 31, 2024	68,028.64	-	-	68,028.64
Lease liabilities	March 31, 2024	12,961.98	-	-	12,961.98
Trade payables	March 31, 2024	48,581.77	-	-	48,581.77
Other financial liabilities	March 31, 2024	6,870.20	-	-	6,870.20
Total		**1,36,442.59**	**-**	**-**	**1,36,442.59**

(c) Quantitative disclosures of fair value measurement hierarchy for assets as at March 31, 2023:

	Date of Valuation	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value					
Investments in quoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2023	9,303.26	9,303.26	-	-
Investments in unquoted equity instruments of other entities (valued at fair value through other comprehensive income)	March 31, 2023	1,125.24	-	-	1,125.24
Current investments (valued at fair value through profit and loss)	March 31, 2023	9,666.48	2,588.57	7,077.91	-
Others					
Trade receivables	March 31, 2023	46,117.71	-	-	46,117.71
Cash and cash equivalents	March 31, 2023	7,463.20	-	-	7,463.20
Other bank balances	March 31, 2023	8,215.32	-	-	8,215.32
Loans	March 31, 2023	163.36	-	-	163.36
Other financial assets	March 31, 2023	7,024.33	-	-	7,024.33
Total		**89,078.90**	**11,891.83**	**7,077.91**	**70,109.16**

(d) Quantitative disclosures of fair value measurement hierarchy for liabilities as at March 31, 2023:

	Date of Valuation	Total (Carrying Value)	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value					
Borrowings	March 31, 2023	55,223.93	-	-	55,223.93
Lease liabilities	March 31, 2023	11,188.54	-	-	11,188.54
Trade payables	March 31, 2023	38,396.95	-	-	38,396.95
Other financial liabilities	March 31, 2023	6,906.77	-	-	6,906.77
Total		**1,11,716.19**	**-**	**-**	**1,11,716.19**

There have been no transfers between Level 1 & 2 during the year ended March 31, 2024 and March 31, 2023.

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

48.

(a) Additional information pursuant to Schedule III of Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year ending March 31, 2024:

S. No.	Name of the Entity	Net Assets, i.e., total assets minus total liabilities		Share in Profit or (loss) (net of tax)		Share in other comprehensive income (net of tax)		Share in total comprehensive income, net of tax	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
1	**Holding Company ***								
	Lumax Auto Technologies Limited	66.48%	67,366.33	55.50%	9,266.21	101.67%	2,890.59	62.22%	12,156.80
2	**Subsidiaries ***								
	1. Lumax Mannoh Allied Technologies Limited	7.45%	7,550.50	23.52%	3,926.58	(0.85%)	(24.20)	19.97%	3,902.38
	2. Lumax Integrated Ventures Private Limited	39.22%	39,740.04	36.43%	6,082.39	0.64%	18.06	31.22%	6,100.45
	3. Lumax Management Services Private Limited	6.86%	6,947.91	0.43%	71.13	(1.79%)	(50.78)	0.10%	20.35
	4. Lumax Ancillary Limited	4.11%	4,161.33	(0.26%)	(43.70)	0.19%	5.34	(0.20%)	(38.36)
	5. Lumax FAE Technologies Private Limited	1.10%	1,117.02	(2.62%)	(437.26)	0.06%	1.70	(2.23%)	(435.56)
	6. Lumax JOPP Allied Technologies Private Limited	0.62%	626.24	(2.06%)	(344.11)	(0.01%)	(0.37)	(1.76%)	(344.48)
	7. Lumax Cornaglia Auto Technologies Private Limited	7.19%	7,287.79	7.59%	1,266.58	0.08%	2.15	6.49%	1,268.73
	8. Lumax Yokowo Technologies Private Limited	1.02%	1,038.07	(2.45%)	(409.23)	0.03%	0.78	(2.09%)	(408.45)
	9. Lumax Ituran Telematics Private Limited	0.14%	143.26	1.18%	196.63	0.00%	0.02	1.01%	196.65
	10. Lumax Alps Alpine India Private Limited	2.33%	2,364.15	0.43%	72.40	(0.02%)	(0.68)	0.37%	71.72
	Less : Intercompany Eliminations	(36.52%)	(37,016.41)	(17.69%)	(2,951.33)	(0.00%)	(0.02)	(15.10%)	(2,951.35)
	Lumax Auto Technologies Limited (Consolidated including Non-controlling interest)	**100.00%**	**1,01,326.23**	**100.00%**	**16,696.29**	**100.00%**	**2,842.59**	**100.00%**	**19,538.88**

* The above figures shown are before inter company eliminations/adjustments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

(b) Additional information pursuant to Schedule III of Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year ending March 31, 2023:

S. No.	Name of the Entity	Net Assets, i.e., total assets minus total liabilities		Share in Profit or (loss) (net of tax)		Share in other comprehensive income (net of tax)		Share in total comprehensive income, net of tax	
		As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
1	**Holding Company ***								
	Lumax Auto Technologies Limited	68.67%	58,276.63	65.96%	7,352.04	98.86%	4,987.80	76.21%	12,339.84
2	**Subsidiaries ***								
	1. Lumax Mannoh Allied Technologies Limited	10.33%	8,764.50	27.90%	3,109.75	0.61%	30.75	19.40%	3,140.50
	2. Lumax Integrated Ventures Private Limited	21.67%	18,394.94	(1.42%)	(158.10)	0.00%	-	(0.98%)	(158.10)
	3. Lumax Management Services Private Limited	8.16%	6,927.56	5.77%	643.07	0.25%	12.78	4.05%	655.85
	4. IAC International Automotive India Private Limited (refer note 39k)	27.09%	22,994.75	3.52%	392.52	(0.02%)	(0.93)	2.42%	391.59
	5. Lumax FAE Technologies Private Limited	(0.07%)	(63.43)	(4.47%)	(498.75)	(0.05%)	(2.27)	(3.09%)	(501.02)
	6. Lumax JOPP Allied Technologies Private Limited	0.55%	470.73	(1.31%)	(146.27)	0.00%	0.03	(0.90%)	(146.24)
	7. Lumax Cornaglia Auto Technologies Private Limited	7.09%	6,019.06	12.94%	1,442.34	0.05%	2.71	8.92%	1,445.05
	8. Lumax Yokowo Technologies Private Limited	1.35%	1,146.52	(1.59%)	(177.07)	(0.01%)	(0.64)	(1.10%)	(177.71)
	9. Lumax Ituran Telematics Private Limited	(0.06%)	(53.40)	(1.74%)	(193.39)	0.01%	0.41	(1.19%)	(192.98)
	10. Lumax Alps Alpine India Private Limited	1.35%	1,142.45	(0.40%)	(44.09)	0.00%	0.07	(0.27%)	(44.02)
	Less : Intercompany Eliminations	(46.13%)	(39,153.00)	(5.16%)	(576.27)	0.30%	14.79	(3.47%)	(561.48)
	Lumax Auto Technologies Limited (Consolidated including Non-controlling interest)	**100.00%**	**84,867.31**	**100.00%**	**11,145.78**	**100.00%**	**5,045.50**	**100.00%**	**16,191.28**

* The above figures shown are before inter company eliminations/adjustments.

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

49. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities comprise of trade and other payables, borrowings, lease liabilities, security deposits and payables for property, plant and equipment. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade and other receivables, cash, fixed deposits and security deposits that derive directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Group's senior management is supported by Finance department that advises on financial risks and the appropriate financial risk governance framework for the Group. The Finance department provides assurance to the Group's senior management that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised 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 three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instrument effected by market risk include loans and borrowings, deposits, FVTOCI instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2024 and March 31, 2023.

The following assumptions have been made in calculating the sensitivity analysis:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023 including the effect of hedge accounting.

i) 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 Group's interest bearing financial liabilities includes borrowings with fixed and variable interest rates.

The Group's fixed rate borrowings are carried at amortized cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

The Group's variable rate borrowing is subject to interest rate fluctuations. Below is the overall exposure of the borrowing:

	As at March 31, 2024	As at March 31, 2023
Variable rate borrowing	66,928.79	54,387.80
Fixed rate borrowing	1,099.85	836.13
Total borrowings	**68,028.64**	**55,223.93**

Sensitivity

Profit or loss and equity is sensitive to higher/ (lower) interest expense from borrowings as a result of changes in interest rates.

	As at March 31, 2024	As at March 31, 2023
Interest sensitivity		
Increase by 1%	669.29	543.88
Decrease by 1%	(669.29)	(543.88)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency).

The Group transacts business in local currency as well as in foreign currency. The Group has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives.

Exposure gain/(loss)	As at March 31, 2024		As at March 31, 2023	
	Change +5%	Change -5%	Change +5%	Change -5%
Trade Payable	(104.36)	104.36	(66.17)	66.17
Trade Receivable	110.15	(110.15)	90.49	(90.49)
Bank Balance	3.19	(3.19)	-	-

iii) Price Risk

The Group's listed and non-listed equity & preference securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the price risk through diversification and by placing limits on individual and total instruments. Reports on the equity & preference portfolio are submitted to the Group's management on a regular basis. The Board of Directors reviews and approves all equity & preference investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was ₹ 12,624.92 Lakhs (March 31, 2023: ₹ 9,313.35 Lakhs). A decrease of 10% on the NSE market index could have an impact of approximately ₹ 1,262.49 Lakhs (March 31, 2023: ₹ 931.33 Lakhs) on the OCI/Profit or Loss and equity attributable to the Group. An increase of 10% in the value of the listed securities would also impact OCI/Profit or Loss and equity.

At the reporting date, the exposure to unlisted equity & preference securities at fair value was ₹ 2,736.36 Lakhs (March 31, 2023: ₹ 1,125.24 Lakhs). A decrease of 10% in fair value could have an impact of approximately ₹ 273.64 Lakhs (March 31, 2023: ₹ 112.52 Lakhs) on the OCI/Profit or Loss and equity attributable to the Group. An increase of 10% in the value of the listed securities would also impact OCI /Profit or Loss and equity.

B. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and other financial instruments.

Trade receivables

Customer credit risk is managed by the Group subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of financial assets (trade receivables). The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located and being operated in India.

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

Further, the Group's customer base majorly includes Original Equipment Manufacturers (OEMs), Large Corporates and Tier-1 vendors of OEMs and dealers. Based on the past trend of recoverability of outstanding trade receivables, the Group has not incurred material losses on account of bad debts. Hence, no adjustment has been made on account of Expected Credit Loss (ECL).

C. Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

As at March 31, 2024	On Demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	26,946.12	8,916.22	32,166.30	-	68,028.64
Trade payables	-	48,581.77	-	-	48,581.77
Other financial liabilities	-	6,870.20	-	-	6,870.20
Lease liabilities*	-	2,843.09	10,160.69	3,845.85	16,849.63
Total	**26,946.12**	**67,211.28**	**42,326.99**	**3,845.85**	**1,40,330.24**

As at March 31, 2023	On demand	Less than 1 year	1 to 5 years	> 5 years	Total
Borrowings	14,489.90	1,264.73	34,199.37	5,269.93	**55,223.93**
Trade payables	-	38,396.95	-	-	**38,396.95**
Other financial liabilities	-	6,906.77	-	-	**6,906.77**
Lease liabilities*	-	2,293.40	9,026.06	3,251.96	**14,571.42**
Total	**14,489.90**	**48,861.85**	**43,225.43**	**8,521.89**	**1,15,099.07**

*Maturity profile of contractual undiscounted cashflows in respect of lease recognized under Ind AS 116.

D. Commodity risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel & plastic granules which are volatile products and are major component of end product. The prices in these purchase contracts are linked to the price of raw steel & plastic granules and demand supply matrix. However, at present, the Group do not hedge its raw material procurements, as the price of the final product of the Group also vary with the price of underlying commodity which mitigate the risk of price volatility.

50. The management has analysed that no significant warranty claim is received by the Group in earlier years against the goods manufactured by the Group and further, the seller of traded goods warrants the Group that products will be free from defects in materials and workmanship under normal use and service and agrees to replace any defective parts under the conditions of standard warranty accompanying the products. Therefore, the Group has not made any provision for warranties and claims in its books of accounts for the year ended March 31, 2024.

51. Revenue from contracts with customers is measured by the Group at the transaction price i.e. amount of consideration received/ receivable in exchange of transferring goods or services to the customers. In determining the transaction price for the sale of goods, the Group considers the effect of price adjustments, to be claimed/ passed on to the customers, based on various cost parameters like raw material and other costs.

The Group is required to pass on the savings in variable cost from the billed sales price for which the final negotiations with the customer is ongoing and will be settled in near future. The total estimated liabilities outstanding as at March 31, 2024 is ₹ 1,966.89 Lakhs (March 31, 2023: ₹ 2,404.62 Lakhs), which management believes is sufficient to discharge liabilities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 (Contd.)

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

52. The Holding Company and subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act have complied with the requirements of audit trail except for the following:

Instances of accounting software for maintaining its books of account which did not had a feature of recording audit trail (edit log) facility	One of the Subsidiary Companies has used QAD EB2 and QAD 2016EE accounting software for maintaining its books of accounts which did not have a feature of recording audit trail (edit log) facility. The Company has migrated to new ERP (SAP) subsequent to balance sheet date.
Instances of audit trail feature not enabled at the database level for certain changes made using privileged/ administrative access rights to the accounting software.	The Holding Company and its other subsidiary companies use accounting software SAP HANA for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operational throughout the year for all relevant transactions recorded in the software, except that audit trail feature is not enabled at the database level for certain changes made using privileged/ administrative access rights to the SAP HANA applications. The Group is in the process of enabling the audit trail feature completely.

53. The Group's business research and development concentrates on the development of automotive equipment. Research and development costs that are not eligible for capitalization have been expensed during the year ended March 31, 2024 amounting ₹ 642.61 Lakhs (March 31, 2023: ₹ 490.28 Lakhs) and they are recognized in employee benefits expense & other expenses.

54. OTHER STATUTORY INFORMATION

(i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Group does not have any transactions with struck off companies under Section 248 of Companies Act, 2013.

(iii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Group has not traded or invested in crypto currency or virtual currency during the financial year.

(v) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vii) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

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

55. One of the subsidiary Companies, has paid/ accrued remuneration to its Managing Director for the year ended March 31, 2024 summarized in the below table, is in excess of the limit prescribed under Section 197 of the Companies Act, 2013, and is subject to approval of the shareholders, which the said subsidiary Company proposes to obtain in the forthcoming Annual General Meeting, in accordance with the provisions of the Companies Act, 2013, as amended from time to time.

Name	Designation	Period	Eligible remuneration	Remuneration paid/payable	Excess remuneration paid/payable	Remarks
Mr Sunil S Koparkar	Managing Director	For the year ended March 31, 2024	423.93	759.84	335.91	Note-I
		For the period March 10, 2023 till March 31, 2023	28.46	40.82	12.36	Note-II

Note-I: The subsidiary Company is in the process of obtaining approval from its shareholders.

Note-II: The subsidiary Company has obtained approval from its shareholders in their Annual General Meeting dated July 31, 2023.

54. SCHEME OF ARRANGEMENT (THE "SCHEME")

During the previous year i.e. on May 03, 2022, the Holding Company had filed the Scheme of Amalgamation and Merger ("Scheme") with Hon'ble National Company Law Tribunal, New Delhi Bench (NCLT), of its wholly owned subsidiary Lumax Mettalics Private Limited (transferor) with the Holding Company for efficient utilization & synergy of resources. The aforesaid scheme, inter-alia envisaged merger of the transferor into the Holding Company. The Scheme was approved by NCLT on March 01, 2023. Consequent to the amalgamation and merger prescribed by the Scheme, all the assets and liabilities of the transferor were transferred to and vested in the Holding Company with effect from April 01, 2022 ("the Appointed Date"). The amalgamation was accounted under the "pooling of interest" method prescribed under Ind AS 103 - "Business Combinations", as prescribed by the Scheme. Accordingly all the assets, liabilities and other reserves of the transferor Company as on April 01, 2022 were transferred to the Holding Company as per the Scheme. As prescribed by the Scheme, no consideration was paid, as the transferor Company is a wholly owned subsidiary of the Holding Company.

57. The Group's business activity falls within a single business segment i.e. manufacturing and trading of automotive components, accordingly there are no additional disclosures to be furnished in accordance with the requirement of Ind AS 108 "Operating Segments" with respect to single reportable segment. Further, the operations of the Group is domiciled in India and therefore there are no reportable geographical segment.

As per our report of even date
S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

per Amit Yadav
Partner
Membership No. 501753

Place : New Delhi
Date : May 27, 2024

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited
CIN L31909DL1981PLC349793

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

AOC- 1

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

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

Part "A" : Subsidiaries

	Name of the Subsidiaries									
	Lumax Mannoh Allied Technologies Limited	Lumax Integrated Ventures Private Limited	Lumax Ancillary Limited	Lumax Cornaglia Auto Technologies Private Limited	Lumax Management Services Private Limited	Lumax FAE Technologies Private Limited	Lumax JOPP Allied Technologies Private Limited	Lumax Yokowo Technologies Private Limited	Lumax Alps Alpine India Private Limited	Lumax Ituran Telematics Private Limited
	1	2	3	4	5	6	7	8	9	10
A. Financial year ending on	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024	March 31, 2024
B. Equity share capital	348.05	113.87	209.97	683.76	112.50	1,200.79	1,411.00	1,650.00	2,360.00	459.20
C. Other equity	7,202.45	39,626.17	3,951.36	6,604.03	6,835.41	(83.77)	(784.76)	(611.93)	4.15	(315.94)
D. Total assets	15,105.88	1,04,022.57	13,587.36	13,962.76	8,472.35	2,551.44	1,483.71	2,054.99	3,648.41	2,133.49
E. Total liabilities	7,555.38	64,282.53	9,426.03	6,674.97	1,524.44	1,434.42	857.47	1,016.92	1,284.26	1,990.23
F. Investments	-	-	-	-	-	-	-	-	-	-
G. Revenue from contracts with customers	35,249.45	88,558.92	3,213.55	15,732.81	3,846.77	255.00	807.14	1,103.84	3,073.51	1,952.08
H. Profit before taxation	5,238.11	8,179.36	(15.63)	1,702.20	115.59	(437.26)	(349.48)	(409.23)	98.28	92.64
I. Provision for taxation	1,311.53	2,096.97	28.07	435.62	44.46	-	(5.37)	-	25.88	(103.99)
J. Profit after taxation	3,926.58	6,082.39	(43.70)	1,266.58	71.13	(437.26)	(344.11)	(409.23)	72.40	196.63
K. Proposed dividend	-	-	-	444.44	-	-	-	-	-	-
L. % of shareholding	55%	75%	100%	50%	100%	84%	50%	50%	50%	50%

Note:

- On March 12, 2024, a new Company namely "Lumax Resources Private Limited" was incorporated as a wholly owned subsidiary of the Company which is yet to commence the operations.

Part "B" of the Annexure is not applicable as there is no associate companies/joint venture of the Company as on March 31, 2024.

For and on behalf of the Board of Directors of
Lumax Auto Technologies Limited

D.K. Jain
Chairman
DIN: 00085848

Anmol Jain
Managing Director
DIN: 00004993

Vikas Marwah
Chief Executive Officer

Ashish Dubey
Chief Financial Officer

Pankaj Mahendru
Company Secretary
Membership No. A28161

Place : Gurugram
Date : May 27, 2024

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Forty-Third (43rd) Annual General Meeting (AGM) of the Members of **Lumax Auto Technologies Limited** will be held as per below mentioned schedule:

Day	**:**	**Friday**
Date	**:**	**September 27, 2024**
Time	**:**	**11:00 A.M. (IST)**

via two-ways communication i.e. Video Conferencing ("VC") or 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 March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon; and
    b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of Auditors thereon.
2. To declare a dividend of ₹ 5.50/- per equity share as recommended by the Board of Directors for the Financial Year ended March 31, 2024.
3. To appoint a Director in place of Mr Sanjay Mehta (DIN: 06434661), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Forty Eighth (48th) Annual General Meeting of the Company and to fix their remuneration, and to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

    "Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors, Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016), be and are hereby appointed as the Statutory Auditors of the Company, in place of S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) whose tenure expires at the conclusion of this Annual General Meeting, to hold office for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting of the Company to be held in the year 2029, on such remuneration plus taxes and reimbursement of out of pocket expenses as may be incurred by them in connection with audit of accounts of the Company, as may be mutually agreed between the Board of Directors of the Company and the said Auditors based on the recommendation of the Audit Committee.

    Resolved further that the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

To consider and if thought fit, with or without modification(s) to pass the following resolutions:

5. AS A SPECIAL RESOLUTION

PAYMENT OF REMUNERATION TO MR DEEPAK JAIN, NON-EXECUTIVE DIRECTOR

"Resolved that pursuant to the provisions of Section 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and as per Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such other approvals, permissions or sanctions as may be necessary, the consent of the Member(s) be and is hereby accorded for the payment of remuneration in form of commission @1% of net profits as calculated in terms of Section 198 and other applicable provisions of the Act, to Mr Deepak Jain (DIN: 00004972), Non-Executive Director of the Company, notwithstanding that the remuneration payable to him exceeds 50% (fifty Percent) of total remuneration payable to all Non-Executive Directors for the Financial Year 2024-25.

Resolved further that the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts and things as may be considered necessary and expedient for the purpose of giving effect to this resolution."

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

6. AS AN ORDINARY RESOLUTION

MATERIAL RELATED PARTY TRANSACTIONS WITH LUMAX INDUSTRIES LIMITED

"Resolved that pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and also pursuant to the approval of Audit Committee and Board of Directors (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, the consent of Member(s) be and is hereby accorded to enter into/continue the contracts, agreements, arrangements and transactions (including transactions already entered) with Lumax Industries Limited ("LIL"), a related party of the Company within the meaning of Section 2(76) of the Act for Sale, purchase, transfer or receipt of products, goods, materials, components, consumables, capital goods, assets or services, Rent/ Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Royalty etc. and such other transactions as may be approved by Audit Committee and Board, for an estimated aggregate amount not exceeding ₹ 625 Crores (Rupees Six Hundred Twenty Five Crores Only) during the Financial Year 2024-25 on such terms and conditions, as may be mutually agreed upon by the Company and LIL.

Resolved further that the Board of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including decide upon the nature and value of the products, goods, materials, assets or services for which the transaction(s) may be carried out, finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

7. AS A SPECIAL RESOLUTION

APPOINTMENT OF MR PARAG CHANDULAL SHAH (DIN: 00374944) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR

"Resolved that pursuant to the provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Articles of Association of the Company, pursuant to the recommendation and approval of the Nomination and Remuneration Committee and Board, consent of the members be and is hereby accorded for the appointment of Mr Parag Chandulal Shah (DIN: 00374944), who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 23, 2024 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 of the Act from a member proposing his candidature for the office of Director, as a Non-Executive Independent Director of the Company.

Resolved further that pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the recommendation of Nomination and Remuneration Committee and Board, Mr Parag Chandulal Shah (DIN: 00374944) be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for Five (5) consecutive years with effect from July 23, 2024 and the period of office of Mr Parag Chandulal Shah shall not be liable to be determined by retirement by rotation.

Resolved further that the Board be and is hereby authorized to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be necessary, proper or expedient to give effect to the aforesaid resolution."

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

8. AS AN ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2024-25

"Resolved that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof, for the time being in force), the consent of Members of the Company be and is hereby accorded to the ratification of the remuneration of ₹ 2.00 Lakhs (Rupees Two Lakhs Only) excluding taxes and reimbursement of out-of-pocket expenses at actuals payable to M/s Jitender, Navneet & Co., Cost Accountants (Firm Registration No. 000119), appointed as the Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the Financial Year 2024-25.

Resolved further that the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution"

9. AS A SPECIAL RESOLUTION

APPROVAL FOR ENHANCEMENT OF LIMITS FOR GIVING LOANS, GUARANTEES, PROVIDING SECURITIES & MAKING INVESTMENTS BY THE COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013

"Resolved that pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded to the Board to (a) give any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) to invest/acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, in one or more tranches, from time to time, as the Board of Directors may deem fit, for an amount upto ₹ 1,000 Crores (Rupees One Thousand Crores only).

Resolved further that the Board of Directors of the Company and/or the Company Secretary or any other Official of the Company as authorized by the Board be and are hereby severally authorized to negotiate and finalize the terms and conditions of giving Loans, Guarantee(s), providing Security(ies) and/or making investments, to sign or execute the necessary agreements, documents as the case may be, obtain necessary permissions, approvals - statutory, contractual or otherwise, if any, as the case may be, to settle all matters arising out of and incidental thereto and to do all such acts, deeds and things as may be necessary, incidental and/or consequential to give effect to the above resolution."

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
ICSI Membership No. A28161

Place: Gurugram
Dated: August 10, 2024

Registered Office:
2nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

NOTES FOR AGM NOTICE:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular No. 20/2020 and 09/2023 dated May 05, 2020 and September 25, 2023 respectively and other circulars in this respect ("MCA Circulars") allowed, inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility on or before September 30, 2024, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Companies Act, 2013 ("the Act") and the Listing Regulations, the 43rd AGM of the Company is being conducted through VC/OAVM facility, which does not require physical presence of members at a common venue. The registered office of the Company shall be deemed to be the venue for the 43rd AGM.
2. The Company has appointed National Securities Depository Limited ("NSDL"), to provide Video Conferencing facility/ Other Audio-Visual Means for conducting the AGM.
3. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars and SEBI Circular, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
4. The Members can join the AGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.
5. Institutional Investors, who are Members of the Company, are encouraged to attend the AGM through VC/OAVM mode and vote electronically. **Corporate Members intending to appoint their authorized representatives pursuant to Section 113 of the Act to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution** to Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company, by e-mail at vinod.y@bigshareonline.com with a copy marked to the Company at shares@lumaxmail.com.
6. The attendance of the Members (Members login) attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. An Explanatory Statement setting out Material Facts pursuant to Section 102(1) of the Act, in respect of Item No. 4 and Special Business at Item No. 5 to 9 of the Notice is furnished hereunder. The relevant details of the Directors seeking appointment/ re-appointment at the AGM as required by Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") is annexed as **Annexure I.**
8. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and as required under SS-2 and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM.

   Only those Members who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system during the AGM.
9. In line with the MCA Circulars and SEBI Circular, the Notice of the AGM along with the Annual Report for FY 2023-24 is being sent through electronic mode only to those Members whose e-mail addresses are registered with the Company/RTA/Depositories. Further, the Notice of the AGM has been uploaded on the website of the Company at https://www.lumaxworld.in/lumaxautotech.

   The AGM Notice can be accessed from the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the same will also be available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. https://www.evoting.nsdl.com.
10. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members/list of beneficiaries received from the Depositories/RTA as on **Friday, August 30, 2024.**

11. **Dividend Entitlement:** Dividend on Equity Shares, as recommended by the Board of Directors, if approved at the AGM, will be payable to those Members whose names appear in the Register of Members of the Company, as at the close of **Monday, September 09, 2024 (the Record Date)** as per the beneficial ownership data to be furnished by NSDL/CDSL/RTA for the purpose.

    The Board of Directors had recommended a dividend of ₹ 5.50/- per equity share of the face value of ₹ 2/- each (@ 275%), payable to those Shareholders whose names appear in the Register of Members as on the Record Date (subject to the approval of the same by the Shareholders in the AGM).

    Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020 and the Company is required to deduct TDS from dividend paid to the Members at prescribed rates as per Income Tax Act, 1961 ('the IT Act'). The members may note that an email in this regard is being sent to all the shareholders having their email IDs registered with the Company/RTA/Depositories, explaining the applicable conditions for deduction of TDS and for submission of the requisite documents along with the links to various forms.

    The note for **'Communication on Tax Deduction on Dividend'** is annexed with this notice.

    Dividend amount for Members holding shares in Electronic Form will be credited to their respective Bank Account through Electronic Clearing Service (ECS), wherever such facilities are available, soon after the declaration of the Dividend in the AGM, subject to deduction of income-tax at source ('TDS'). If there is any change in the Bank Account of Demat Members, they are requested to intimate the same to their respective DP's for their further action.

12. **Transfer of Unclaimed/Unpaid dividend amounts to the Investor Education and Protection Fund (IEPF):**

    Members are requested to note that pursuant to the provisions of Section 124, 125 and other applicable provisions, if any, of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time), the amount of dividend which remains unclaimed or unpaid for a period of 7 (Seven) years from the date of transfer of the amount to Unpaid dividend account, shall be transferred to the Investor Education and Protection Fund set up by Government of India.

    It may be noted that the Unpaid/Unclaimed Dividend (Interim Dividend) lying in the Unpaid Dividend Account of the Company for the FY 2015-16, which was declared on March 12, 2016, was transferred to IEPF on May 03, 2023 and accordingly the shares lying unclaimed for the respective Financial Year were also transferred to IEPF within stipulated timelines.

    Further, it may be noted that the due date for transfer into IEPF of the Unpaid/Unclaimed Dividend lying in the Unpaid Dividend Account of the Company for the Financial Year 2016-17 which was declared on August 18, 2017 is September 19, 2024. Further, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF i.e. in case any dividend is claimed for any year during the said period of seven consecutive years, the shares shall not be transferred to IEPF.

    The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application in Form No. IEPF-5 to the IEPF Authority after complying with the procedure prescribed under the IEPF Rules.

13. Members are requested to support Green Initiative by choosing to receive the Company's communication through e-mail and are requested to update their email addresses with their DPs.

14. As per the provisions of Section 89 read with Section 90 of the Act the combined effect of which is that every person who is holding a beneficial interest in the shares of the Company shall submit his/her declaration to the Company in the prescribed form and thereafter the Company shall intimate to the Registrar of Companies in the prescribed form along with such declaration.

    Every member(s) of the Company is requested to provide the declaration(s) regarding their beneficial interest, if any in the shares of the Company under the aforesaid provisions of the Act. The shareholders are further advised to refer Companies (Significant Beneficial Owners) Amendment Rules, 2019 before making declaration in respect of Beneficial Owner and Significant Beneficial Owner.

15. **Change/Updation of details by Shareholders and availability of Dispute Resolution Mechanism:**

    The shareholders holding shares in Demat form may note that if they have either not furnished nomination or submitted declaration for opting out of nomination, as the case may be, on or before June 30, 2024, their demat accounts shall be frozen for debits.

    Accordingly, the shareholders are advised to furnish/ submit the details with their DPs, in compliance with the SEBI guidelines for trading without any hindrance.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

Availability of Dispute Resolution Mechanism

SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/ 2022/76 dated May 30, 2022 read with Regulation 40 of Listing Regulations has laid down Standard Operating Procedures (SOP) to be followed for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents (RTAs) and its Shareholder(s)/Investor(s) pertaining to disputes emanating from investor service requests such as transfer/transmission of shares, demat/remat, issue of duplicate shares, transposition of holders, investor entitlements like corporate benefits, dividend, bonus shares, rights entitlements, credit of securities in public issue, interest /coupon payments on securities and delay in processing/wrongful rejection of aforesaid investor service.

Further, SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

16. The SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts.

17. Electronic copy of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at https://www.lumaxworld.in/lumaxautotech.

    During the AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, upon Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com.

18. Members, who would like to ask questions during the AGM with regard to the financial statements or any other matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number and mobile number, to reach the Company's email address shares@lumaxmail.com atleast 7 days in advance before the start of the AGM i.e. by **Friday, September 20, 2024 by 05:00 P.M. (IST).** Only those Members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

19. **Voting through electronic means:** In terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the Listing Regulations read with SEBI Circular dated December 09, 2020, the Company is providing remote e-Voting facility to exercise votes on the items of business given in the Notice through electronic voting system, to Members holding shares as on **Saturday, September 21, 2024, ("the Cut-off Date")** fixed in terms of the provisions of Rule 20 (4) (vii) of the Rules for determining voting rights of Members, entitled to participate in the remote e-Voting process, through the e-Voting platform provided by NSDL i.e. https://www.evoting.nsdl.com/ or to vote at the AGM.

20. The e-Voting period shall be from **Tuesday, September 24, 2024 (09:00 A.M.) to Thursday, September 26, 2024 (05:00 P.M.).** During this period, members holding shares in dematerialized form, as on the Cut-off date may cast votes electronically. A person, whose name appears in the Register of Beneficial Owners maintained by the RTA as on the Cut-off date, shall be entitled to avail the facility of remote e-Voting.

    The remote e-Voting module will be disabled by NSDL for voting thereafter. A shareholder shall not be allowed to vote again on any resolution on which vote has already been cast.

21. During the AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote(s) through the e-Voting system. After the Members participating through VC/OAVM facility, eligible and interested to cast votes, who have cast their votes, the e-Voting will be closed with the formal announcement of closure of the AGM.

22. The recorded transcript of the AGM shall also be made available on the website of the Company https://www.lumaxworld.in/lumaxautotech/index.html in the Investors Section, as soon as possible after the conclusion of Meeting.
23. The Board has appointed Mr Maneesh Gupta, Practicing Company Secretary, FCS 4982, New Delhi as the scrutinizer to scrutinize the e-Voting during the AGM and remote e-Voting process in a fair and transparent manner.
24. The Scrutinizer shall, after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unlock the votes cast through remote e-Voting, and shall submit a consolidated Scrutinizer's report of the total votes cast in favor or against, invalid votes, if any, to the Chairman of the Company or any authorized person who shall countersign the same, within 2 working days of the conclusion of the meeting.

    The Scrutinizer shall submit his report to the Chairman/ Authorized Person who shall declare the result of the voting. The results declared along with the Scrutinizer's report shall be placed on the Company's website https://www.lumaxworld.in/lumaxautotech and NSDL website i.e. https://www. evoting.nsdl.com and shall also be communicated to the Stock Exchanges.
25. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM i.e. **Friday, September 27, 2024.**
26. Notice of this AGM, Audited Financial Statements for Financial Year 2023-24 together with Board's Report and Auditors' Report are also available on the website of the Company https://www.lumaxworld.in/lumaxautotech/index.html. Person who is not a member as on the Cut-off date should treat this Notice for information purposes only.
27. Instructions for attending the AGM through VC/OAVM and remote e-Voting are given below:

    A. Instructions for Members attending the AGM through VC/OAVM are as under:

    1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same by following the steps mentioned below for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/ OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush.
    2. Members are encouraged to join the Meeting through Laptops for better experience.
    3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
    4. 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.
    5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number, email id, mobile number at shares@lumaxmail.com. The same will be replied by the company suitably.

    B. The instructions for remote e-Voting and Joining Annual General Meeting are as under:

    The remote e-Voting period begins on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Thursday, September 26, 2024 at 05:00 P.M. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off Date i.e. Saturday, September 21, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

How to vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 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. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www. cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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
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. 1800-21-09911

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to guptamaneeshcs@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms Pallavi Mhatre at evoting@nsdl.co.in.

Process for procuring user ID, Password and registration of e-mail IDs for e-Voting on the resolutions by the shareholders, whose email ids are not registered with the depositories:

1. Please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to shares@lumaxmail.com If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
2. Alternatively, shareholders/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing above mentioned documents.
3. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.

- Mr Amit Vishal, Deputy Vice President, NSDL at the designated email ID: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone number: +91-22- 2499 4360.
- Ms Pallavi Mhatre, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in, pallavid@ nsdl.co.in or at telephone number +91 22 2499 4545.

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
ICSI Membership No. A28161

Place: Gurugram
Dated: August 10, 2024

Registered Office:
2nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

EXPLANATORY STATEMENT

(PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013)

Item No. 4

S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) have been the Statutory Auditors of the Company since their appointment in 33rd Annual General Meeting of the Company held on July 23, 2014.

Pursuant to the provisions of Section 139(2) of the Act read with the applicable Rules framed thereunder, the second tenure of 5 years of S.R. Batliboi & Co. LLP, Chartered Accountants expires at the conclusion of the 43rd AGM.

Accordingly, the Board of Directors in its meeting held on August 10, 2024 based on the recommendation of the Audit Committee proposed the appointment of Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016), as the Statutory Auditors of the Company in place of S.R. Batliboi & Co. LLP, Chartered Accountants.

The Board recommends the appointment of Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company for a term of five (5) consecutive years from the conclusion of the 43rd AGM up to the conclusion of the 48th AGM.

Details as required Pursuant to Regulation 36 (5) of the Listing Regulations, are as under:

- **Proposed fees payable to the statutory auditor(s) along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:**

  ₹ 42,00,000/- (Rupees Forty Two Lakhs only) per annum for the Financial Year 2024-25. The audit fees for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as approved by the Board of Directors of the Company. The appointment shall be for a period of 5 years from the conclusion of the 43rd AGM up to the conclusion of the 48th AGM. There is no material change in the fee payable to the new auditors.

- **Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed:**

  The recommendations are based on the fulfillment of the eligibility criteria prescribed in the Act.

  Price Waterhouse Chartered Accountants LLP is registered with the Institute of Chartered Accountants of India. The firm was established in the year 1991 and was converted into a limited liability partnership in the year 2014. The Firm is primarily engaged in providing auditing and other assurance services to its clients and is a member firm of Price Waterhouse & Affiliates, a network of firms registered with the Institute of Chartered Accountants of India having Network Registration No. NRN/E/14. Price Waterhouse & Affiliates is a network of separate, distinct and independent Indian Chartered Accountant firms, each of which is registered with the Institute of Chartered Accountants of India. The Firm has more than 115 Assurance Partners as at June 18, 2024. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the agenda as set out at Item No. 4 of the Notice.

The Board recommends the resolution set forth in Item No. 4 for approval of the Members as an Ordinary Resolution.

Item No. 5

In terms of the provisions of Regulation 17 (6) (ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is required to obtain approval of the shareholders by way of special resolution every year, in which the annual remuneration payable to a single non-executive director exceeds 50% (fifty percent) of the total annual remuneration payable to all non-executive directors giving details of the remuneration thereof.

The members may note that Mr Deepak Jain, who is a Non-Executive Director of the Company, is entitled to receive remuneration in the form of commission out of the profits of the Company calculated in terms of the provisions of Section 198 of the Companies Act, 2013. Besides him, none of Non-Executive Directors of the Company are receiving any remuneration from the Company except fee for attending the Board/Committee meetings and reimbursement of expenses. Therefore, the commission to be paid to Mr Deepak Jain for the Financial Year 2024-25 will exceed the limits stipulated in the above Regulation, hence approval of the member(s) of the Company is being sought through the Special Resolution as set out at Item No. 5 of the notice.

Mr Deepak Jain, aged 49 years, holds a business graduate degree from the Illinois Institute of Technology, USA with specialization in operations management & international business. He has over 25 years of work experience in the Automotive Components Industry. Mr Deepak Jain has undergone extensive training at Stanley Co. Inc. USA & Stanley Electric Co. Limited, Japan.

He has held various key positions in the different associations:

- Co-Chair of CII Manufacturing Excellence Council and CII National Committee on Environment, also member of CII International Council 2024-25.

- Member of Governing Council for National Automotive Board (NAB), Member of International Centre for Automotive Technology (ICAT), Member of Research Advisory Board (RAB) and Vice President of the Governing Council of Central Manufacturing Technology Institute (CMTI)
- Holds the position of President of Toyota Kirloskar Supplier's Association (TKSA), Executive Council Member of Maruti Suzuki Supplier Welfare Association (MSSWA), TATA Motors Suppliers Council and Hero Supplier Council
- Immediate past Chairman of CII Northern Region
- Past President of Automotive Component Manufacturers Association of India (ACMA) - (2019-2021)

His rich experience and continued valuable guidance to the management, strong Board performance has been instrumental in providing expert guidance in the area of marketing, business development and customer relationship. In view of his valuable contribution made to the Company, he is being paid commission @1% of the net profit as calculated in terms of Companies Act, 2013 as amended up-to-date.

Details of Mr Deepak Jain, pursuant to the provisions of the Listing Regulations and Secretarial Standards -2 issued by the Institute of Company Secretaries of India are provided in the **Annexure I** to this Notice.

Except, Mr D.K. Jain, Mr Deepak Jain and Mr Anmol Jain and their relatives (to the extent of their shareholding, if any), none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the agenda, as set out at Item 5 of the Notice.

Mr Anmol Jain, Managing Director and Mr Deepak Jain, Director of the Company being interested, and any other Related Parties, whether interested or not in this particular transaction shall not vote on this Item No. 5.

The Board recommends the resolution set forth in Item No. 5 for approval of the Members as a Special Resolution.

Item No. 6

The Company is engaged in manufacturing of various automotive components including automotive lighting products. The Company is also engaged in the business of After-market sales activities. The Company also has joint ventures with third parties. The annual consolidated turnover of the Company for the year ended March 31, 2024 was ₹ 2,821.74 Crores.

As a part of its business activities, the Company has entered into/will enter into transactions/contracts/agreements/ arrangements with related parties in terms of Regulation 2(1) (zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). All transactions with such related parties of the Company are / will be at arm's length and in the ordinary course of business.

The Company has a well-defined governance process for the related party transactions undertaken by it. These transactions are independently reviewed by a firm of Chartered Accountants for arms' length consideration and compared with the benchmarks available for similar type of transactions and these analyzes are presented to the Audit Committee on quarterly basis.

Further, all related party transactions are undertaken after obtaining approval of the Audit Committee. Presently more than 2/3rd of the members of the Audit Committee of the Company comprises of independent directors and as required by Listing Regulations, the non-independent members of the Audit Committee do not participate in the discussions on the item with respect to approval of related party transactions. All related party transactions are unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arms' length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into by the Company during the previous quarter, pursuant to its approvals.

Regulation 23 of the Listing Regulations provides that shareholders' approval should be obtained for the related party transactions which in a financial year, exceed the lower of (i) ₹ 1,000 Crores; or (ii) 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

Lumax Industries Limited ("LIL") is 'Related Party' within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 23 of the Listing Regulations and the Company has entered into certain transactions for purchase/sale of raw materials, finished goods, availing / rendering of services etc. and further proposes to undertake transactions as to sale, purchase, transfer or receipt of products, goods, materials, components, consumables, capital goods, assets or services, Rent/ Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Royalty etc.

The members may further note that Lumax Ancillary Limited ("LAL") is a wholly owned subsidiary of the Company and a Scheme for merger of LAL with the Company has already been filed with the Hon'ble National Company Law Tribunal (NCLT) and the appointed date for the said merger is April 01, 2024. It is expected that the said scheme will be approved by the Hon'ble NCLT on or before March 31, 2025 and in that event no separate financials of LAL will be made for the financial year 2024-25, hence the transactions of LIL with

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

LAL will also be considered as transactions with the Company for the financial year 2024-25. The Audit Committee of the Company had in their meeting held on March 21, 2024 granted omnibus approval for transactions for an amount of ₹ 400 Crores by the Company with LIL for the financial year 2024-25. The Audit Committee of the Company had also in its meeting held on May 27, 2024 granted its approval for the transactions of ₹ 221.40 Lakhs by LAL with LIL in terms of the provisions of Regulation 23(2)(c) of the Listing Regulations. Consequent upon merger of LAL with the Company, these transactions shall also be considered to be the transactions between the Company and LIL.

Accordingly, your approval is being sought for a consolidated amount of ₹ 625 Crores.

The particulars and details of transactions carried out/to be carried out with LIL during the Financial Year 2024-25 together with the projections until March 31, 2025 are tabulated as under:

S. No.	Particulars	Details
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Lumax Industries Limited (LIL) Mr D.K. Jain, Mr Deepak Jain and Mr Anmol Jain (Directors of the Company) are the Promoters of LIL. Mr Deepak Jain and Mr Anmol Jain are also Directors on the Board of LIL and holds more than 2% of shareholding of LIL. Lumax Ancillary Limited (“LAL”) is wholly Owned subsidiary of LATL. Mr Raajesh Kumar Gupta is Executive Director and Company Secretary of LIL and is also acting as Non-Executive Director on the Board of LAL.
2.	Name of the Director or Key Managerial Personnel who is related and Relationship	Mr D.K. Jain, Mr Deepak Jain and Mr Anmol Jain. Mr Deepak Jain and Mr Anmol Jain are themselves the brothers and are sons of Mr D.K. Jain. Mr Raajesh Kumar Gupta is Executive Director and Company Secretary of LIL and is also acting as Non-Executive Director on the Board of LAL.
3.	Type, material terms and particulars of the transactions (entered /proposed to be entered)	Sale, purchase, transfer or receipt of products, goods, materials, components, consumables, capital goods, assets or services, Rent/ Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Royalty etc.
4.	Tenure of the transactions (entered /proposed to be entered)	The approval is being taken for the Related Party transactions (entered / proposed to be entered) for the financial year 2024-25.
5.	Value of the transactions (entered /proposed to be entered)	The value of transactions to be entered into together with transactions already entered into is likely up to an amount of ₹ 625 Crores.
6.	The percentage of the listed entity’s annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	22.15%

S. No.	Particulars	Details
7.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	
	(i) details of the source of funds in connection with the proposed transaction	Not Applicable
	(ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	
	(iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	
	(iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	
8.	Justification as to why the RPT are in the interest of the listed entity	Both LIL and the Company are engaged in the business of manufacturing various types of automotive components. The Company is also engaged in the business of After-market sales and for this division, the Company is required to procure / purchase various products from LIL. Similarly, few OEM customers of both LIL and the Company desire to procure products from only one supplier instead of dealing with two separate suppliers. Hence, in order to meet the requirement of such customers, LIL and the Company purchase / sale the products to each other. Besides the above, both LIL and the Company share their respective resources with each other to achieve optimum cost targets and economies of scale. LAL is into the business of Wiring Harness and Lamp Assembly. Both LIL and LAL share their respective resources with each other to achieve optimum cost targets and economies of scale.
9.	Any valuation or other external party report relied upon by the listed entity in relation to the transactions	Not Applicable
10.	Any other information that may be relevant	The pricing/commercial terms will be determined based on the transactions with unrelated parties for similar nature of transactions, if any. All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.

During the Financial Year 2024-25, the transactions already entered into by the Company along with transactions to be entered into would exceed the limit of ten percent of the annual consolidated turnover of the Company for the last financial year, hence will qualify as Material Related Party Transactions and require approval of the shareholders through ordinary resolution.

The aforesaid proposal has been approved by the Audit Committee and Board of Directors and the same is being recommended to shareholders for their approval.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

Except, Mr D.K. Jain, Mr Anmol Jain and Mr Deepak Jain, being Directors on the Board of the Company as well as Promoters of LIL and Mr Raajesh Kumar Gupta being Executive Director and Company Secretary of LIL and also acting as Non-Executive Director on the Board of LAL and their relatives to the extent of their shareholding, none other Directors, Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the said resolution.

Mr Anmol Jain, Managing Director and Mr Deepak Jain, Director of the Company being interested, and any other Related Parties, whether interested or not to this particular transaction, shall not vote on this Item No. 6.

The Board recommends the resolution set forth in Item No. 6 for approval of the Members as an Ordinary Resolution.

Item No. 7

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company had in their meeting held on July 22, 2024 appointed Mr Parag Chandulal Shah (DIN: 00374944) as an Additional Director of the Company with effect from July 23, 2024. In accordance with the provisions of Section 161 of Companies Act, 2013 and Articles of Association of the Company, Mr Parag Chandulal Shah shall hold office up to the date of this Annual General Meeting and is eligible to be appointed as a Director.

Notice under Section 160 of the Companies Act, 2013, proposing the candidature of Mr Parag Chadulal Shah as Director has been received from a member of the Company.

The Company has received declarations from Mr Parag Chandulal Shah to the effect that he meets the criteria of independence as provided in Section 149(6) read with Schedule IV of the Act read with the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, Mr Parag Chandulal Shah fulfils the conditions specified in the Act, Rules and Listing Regulations for appointment as Independent Director and he is independent of the management of the Company. Mr Parag Chandulal Shah is not debarred from holding the office of Director pursuant to any SEBI Order. The terms and conditions of his appointment shall be open for inspection by the Members at the registered office of the Company during the normal business hours on any working day and will also be kept open at the venue of the AGM till the conclusion of the AGM.

Brief Profile:

Mr Parag Chandulal Shah, in his career spanning over 25 years, has held various positions with the Mahindra Group including as a Member of the Group Executive Board. He has extensive experience in building new businesses, turn arounds, joint ventures, mergers & acquisitions and IPOs. He was the Managing Partner of Mahindra Partners, the USD 1 Billion Private Equity and Venture Capital division of the Group that was in charge of diverse businesses like Logistics, Renewable Energy, Retail, Manufacturing (Steel components, Conveyor Systems, Boats), Consulting, Media and Healthcare.

Mr Parag holds a BS Degree in Computer Engineering from the Illinois Institute of Technology with special electives in Psychology and Manufacturing Technology. He is also a graduate of the General Management Program from Harvard Business School.

Mr Parag has been an Executive Committee Member of the CII National Committee on Private Equity and Venture Capital, FICCI Solar Energy Task Force, CII National Committee on Renewable Energy, CII National Healthcare Council, American Alumni Association in addition to other external associations.

Mr Parag is a Director on several Companies such as Mahindra Accelo, Mahindra Waste to Energy, the Indian and Easter Engineer Company, Global Chess League (Geneva) & PSL Media and Communication. He is also an Independent Director on the Board of HDFC AMC Ltd.

The requirements as stipulated under Regulation 36(3) of Listing Regulations and Secretarial Standard 2 are mentioned in the **Annexure I.**

Except Mr Parag Chandulal Shah, none of the Directors, Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) are in any way concerned or interested, financially or otherwise, in the agenda as set out at Item No. 7 of the Notice.

The Board recommends the resolution set forth in Item No. 7 for approval of the Members as a Special Resolution.

Item No. 8

The Board on the recommendation of the Audit Committee, in its Meeting held on May 27, 2024 have approved the appointment of M/s Jitender, Navneet & Co., Cost Accountants (Firm Regn. No. 000119) as the Cost Auditor of the Company for audit of cost accounting records of the Company for the Financial Year 2024-25 and fixed their fee at ₹ 2.00 Lakhs (Rupees Two Lakhs Only) excluding taxes and reimbursement of out-of-pocket expenses at actuals, if any, in connection with the audit.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

M/s Jitender, Navneet & Co., Cost Accountants (Firm Regn. No.000119) have confirmed that they hold a valid certificate of practice under Sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959.

In accordance with the provisions of Section 148 of the Act and the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought to the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2025.

None of the Directors, Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) are in any way concerned or interested, financially or otherwise, in the agenda as set out at Item No. 8 of the Notice.

The Board recommends the resolution set forth in Item No. 8 for approval of the Members as an Ordinary Resolution.

Item No. 9

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives including organic or inorganic growth, the Board of Directors of the Company proposes to make use of the same by investing/acquiring by way of subscription, purchase or otherwise, the securities of any other body corporate, give any loan to any person(s) or other body corporate(s), give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s).

The Company has during its business, formed subsidiaries which may require support from the Company from time to time in the form of infusion of funds into their business for their expansion activities as well as for operations. Accordingly, some part of the investment / loan / guarantee / security limits can also be used by the Company for this purpose, if the Board deem appropriate.

The members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of shareholders by special resolution passed at the general meeting.

The members may note that based on the audited financials of the Company for the financial year ended March, 31, 2024, Company's current limit, in terms of Section 186 of Companies Act, 2013, to provide intercorporate loans, guarantee/security or to make acquisition / investment works out to ₹ 656.02 Crores (equivalent to 100% of the Free Reserves including Securities Premium account). Against the said limit, the Company's existing loans, guarantee, security and investment made/granted amounts to ₹ 414.19 Crores.

In view of the aforesaid, it is proposed to take approval from the members under Section 186 of the Act by way of special resolution, to an amount of ₹ 1,000 Crores (Rupees One Thousand Crores only).

None of the Directors, Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) are in any way concerned or interested, financially or otherwise, in the agenda as set out at Item No. 9 of the Notice.

The Board recommends the resolution set forth in Item No. 9 for approval of the Members as a Special Resolution.

By Order of the Board
For Lumax Auto Technologies Limited

Pankaj Mahendru
Company Secretary
ICSI Membership No. A28161

Place: Gurugram
Dated: August 10, 2024

Registered Office:
2nd Floor, Harbans Bhawan-II, Commercial Complex,
Nangal Raya, New Delhi-110046.
Website: www.lumaxworld.in/lumaxautotech
Email: shares@lumaxmail.com
CIN: L31909DL1981PLC349793

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

ANNEXURE I

PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AND FIXATION OF REMUNERATION IS FURNISHED BELOW:

Particulars	Mr Deepak Jain (DIN: 00004972)	Mr Sanjay Mehta (DIN: 06434661)	Mr Parag Chandulal Shah (DIN: 00374944)
Age/ Date of Birth	April 06, 1975	October 01, 1967	November 29, 1975
Qualification	Business Graduate from Illinois Institute of Technology, USA with specialization in Operations Management and International Business.	Chartered Accountant and Company Secretary	BS Degree in Computer Engineering from Illinois Institute of Technology and Graduate of the General Management Program from Harvard Business School.
Brief Resume, Experience & Expertise	Mr Deepak Jain is the Chairman & Managing Director of Lumax Industries Limited, flagship company of Lumax-DK Jain Group, a leading manufacturer of automotive components, with market leaders in Lighting. He has over 25 years of work experience in the Automotive Components Industry. Mr Deepak Jain has undergone extensive training at Stanley Co. Inc. USA & Stanley Electric Co. Limited, Japan. He holds various key positions in the different associations: • Co-Chair of CII Manufacturing Excellence Council and CII National Committee on Environment, also member of CII International Council 2024-25 • Member of Governing Council for National Automotive Board (NAB), Member of International Centre for Automotive Technology (ICAT), Member of Research Advisory Board (RAB) and Vice President of the Governing Council of Central Manufacturing Technology Institute (CMTI) • President of Toyota Kirloskar Supplier's Association (TKSA), Executive Council Member of Maruti Suzuki Supplier Welfare Association (MSSWA), TATA Motors Suppliers Council and Hero Supplier Council He held various key positions in the different associations: • Immediate past Chairman of CII Northern Region • Past President of Automotive Component Manufacturers Association of India (ACMA) - (2019-2021)	He has rich experience of over 3 decades in the field of Corporate Finance and Corporate Strategy. He has expertise in Business Leadership, Risk Management, Corporate Governance, Merger & Acquisition. He is the Group CFO of Lumax DK Jain Group. He is associated with group since last 17 years and instrumental in sustainable growth of the Company.	Mr Parag Chandulal Shah, in his career spanning over 25 years, has held various positions with the Mahindra Group including as a Member of the Group Executive Board. He has extensive experience in building new businesses, turn arounds, joint ventures, mergers & acquisitions and IPOs. He was the Managing Partner of Mahindra Partners, the USD 1 Billion Private Equity and Venture Capital division of the Group that was in charge of diverse businesses like Logistics, Renewable Energy, Retail, Manufacturing (Steel components, Conveyor Systems, Boats), Consulting, Media and Healthcare. Mr Parag has been an Executive Committee Member of the CII National Committee on Private Equity and Venture Capital, FICCI Solar Energy Task Force, CII National Committee on Renewable Energy, CII National Healthcare Council, American Alumni Association in addition to other external associations. Mr Parag is a Director on several Companies such as Mahindra Accelo, Mahindra Waste to Energy, the Indian and Easter Engineer Company, Global Chess League (Geneva) & PSL Media and Communication. He is also an Independent Director on the Board of HDFC AMC Ltd.
Terms and Conditions of Appointment/ Re-appointment	Non - Executive Rotational Director	In terms of the provisions of Section 152(6) of the Act, Mr Sanjay Mehta is liable to retire by rotation at the ensuing Annual General Meeting	Non - Executive Independent Director
Remuneration Proposed to be paid	Commission @1% of the net profits as calculated in terms of Companies Act, 2013 (More specifically provided in the Explanatory Statement to the Notice)	Nil	Mr Parag is entitled for sitting fees for attending the meetings of the Board and its Committees, as may be permissible under law from time to time.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

Particulars	Mr Deepak Jain (DIN: 00004972)	Mr Sanjay Mehta (DIN: 06434661)	Mr Parag Chandulal Shah (DIN: 00374944)
Remuneration last drawn	₹ 123.61 Lakhs as a Commission on Net profits	Not Applicable	Not Applicable
Directorship on the Board of other Companies	• Lumax Industries Limited • RSWM Limited • Talbros Automotive Components Limited • Lumax Mannoh Allied Technologies Limited • Lumax Cornaglia Auto Technologies Private Limited • Lumax Alps Alpine India Private Limited • Lumax Ituran Telematics Private Limited • SL Lumax Limited • Lumax Finance Private Limited • Backcountry Estates Private Limited • IAC International Automotive India Private Limited (formerly Lumax Integrated Ventures Private Limited) • Lumax Resources Private Limited	• Lumax Management Services Private Limited • Lumax Tours & Travels Limited • Lumax Yokowo Technologies Private Limited • Lumax FAE Technologies Private Limited • IAC International Automotive India Private Limited (formerly Lumax Integrated Ventures Private Limited) • Lumax Ancillary Limited • Lumax Resources Private Limited	• Mahindra Accelo Limited (formerly Mahindra Intertrade Limited) • Blue Planet Integrated Waste Solutions Limited (formerly Mahindra Waste to Energy Solutions Limited) • HDFC Asset Management Company Limited • PSL Media & Communications Limited • The Indian and Eastern Engineer Company Private Limited
Date of first appointment on the Board	August 07, 2013	December 04, 2017	July 23, 2024
Shareholding	1,29,21,047 Equity Shares	1,525 Equity Shares#	NIL*
Relationship with Directors Inter-se	Related as son of Mr D.K. Jain, Executive Chairman and Brother of Mr Anmol Jain, Managing Director of the Company	Not related to any Director	Not related to any Director
Chairman/Member of the Committee of the Board of other Companies	**i. Lumax Industries Limited** • Audit Committee - Member • Share Transfer/Stakeholders Relationship Committee - Member • Risk Management Committee - Chairman • Corporate Social Responsibility Committee - Chairman **ii. Lumax Mannoh Allied Technologies Limited** • Corporate Social Responsibility Committee - Chairman	**i. IAC International Automotive India Private Limited** (formerly Lumax Integrated Ventures Private Limited) • Audit Committee - Chairman • Nomination and Remuneration Committee - Member • Corporate Social Responsibility Committee - Member	**i. Mahindra Accelo Limited** • Audit Committee- Member **ii. HDFC Asset Management Company Limited** • Stakeholder Relationship and Unit Holder Protection Committee-Member • Nomination and Remuneration Committee-Member • Environmental, Social & Governance and Corporate Social Responsibility Committee-Member
Number of meetings of the Board attended during the financial year 2023-24	Five (5)	Five (5)	Not Applicable
Listed entities from which the person has resigned in the past three years	-	-	-

 # Mr Sanjay Mehta holds 1,525 shares in his name and apart from this he holds 5 Shares in the name of Sanjay Mehta HUF (Mr Sanjay Mehta is Karta of Sanjay Mehta HUF).

** Amara Partners Trust - Amara Partners Growth Fund I, holds 6,06,000 Shares of the Company constituting 0.89% of the Capital. Mr Parag Chandulal Shah is the Founder and Partner of Amara Partners.*

Note:

1. The Directorships and Chairmanships/Memberships of Section 8 Companies and Private Company is not included in above table.

NOTICE OF ANNUAL GENERAL MEETING (Contd.)

COMMUNICATION ON TAX DEDUCTION AT SOURCE (TDS) ON DIVIDEND DISTRIBUTION

Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that Dividend paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

- Members having valid Permanent Account Number ("PAN"): 10% or as notified by the Government of India if he is not a specified person to be checked by Company based on Valid PAN provided by the member.
- Members not having PAN / valid PAN: 20% or as notified by the Government of India
- Further the Finance Act, 2021 inserted section 206AB in the Income-tax Act 1961 (hereinafter referred to as "the Act") which takes effect from July 01, 2021.
- This section mandate tax deduction at higher rate in case of certain non-filers (specified persons) with respect to tax deductions twice the prescribed rate or 5%, whichever is higher. Specified person means a person who satisfies both the following conditions:
  - (i) he/she has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted/collected. The previous year to be counted is required to be the one whose return filing date under sub-section (l) of section 139 has expired.
  - (ii) Aggregate of tax deducted at source and tax collected at source is rupees fifty thousand or more in said immediate previous year.

  However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend paid by the Company during the financial year 2024-25 does not exceed ₹ 5,000 and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the member or details as prescribed under rule 37BC of Income-tax Rules, 1962
- Copy of Tax Residency Certificate (TRC) for financial year 2024-25 obtained from the revenue authorities of the country of tax residence, duly attested by member
- Form 10F filed electronically on the Indian Income Tax web portal pursuant to Notification no. 03/2022 dated July 16, 2022 and a subsequent notification dated December 12, 2022 issued by the Central Board of Direct Taxes (CBDT), as required under the Income-tax Act, 1961.
- Self-declaration by the member of having no permanent establishment in India in accordance with the applicable tax treaty
- Self-declaration of beneficial ownership by the non-resident shareholder
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the member.

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents.

NOTES

LUMAX AUTO TECHNOLOGIES LIMITED
Website: www.lumaxworld.in/lumaxautotech