July 08, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001 Maharashtra

BSE Code: 520051

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400051, Maharashtra
NSE Code: JAMNAAUTO

Subject: Submission of Annual Report for the FY 2022-23 and Notice of 57th Annual General Meeting (AGM)

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Annual Report for the Financial Year 2022-23 and the Notice convening the 57th Annual General Meeting to be held on Monday July 31, 2023 at 12.30 p.m. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

In compliance with the relevant MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2022-23, comprising the standalone and consolidated financial statements for the financial year 2022-23, Board's Report, Auditors' Report, Business Responsibility and Sustainability Report and other documents required to be attached thereto along with the Notice of 57th AGM is being sent to all the members of the Company whose email addresses are registered with the Company/ Registrar & Transfer Agent — Skyline Financial Services Private Limited. However, members desiring a physical copy of the Annual Report for FY 2022-23 may write to the Company/RTA or email at investor.relations@jaispring.com.

The Notice of the 57th AGM and the Annual Report for FY 2022-23 is also be available on the website of the Company at https://www.jaispring.com/annual-reports-2022-2023.html. You are requested to take the same on records.

Thanking you,
Yours faithfully,
For Jamna Auto Industries Limited

Praveen Lakhera
Digitally signed by Praveen Lakhera
Date: 2023.07.08 19:47:56 +05'30'

Praveen Lakhera
Company Secretary & Head-Legal

NOTICE

Notice is hereby given that the 57th Annual General Meeting (AGM) of the members of Jamna Auto Industries Limited is scheduled to be held on Monday July 31, 2023 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

Ordinary Business

Item No. 1

To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended on March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.

Item No. 2

To confirm interim dividend of Rs.0.80 (Eighty Paisa) on each equity share of the Company paid to shareholders and to declare final dividend amounting of Rs. 1.10 (One Rupee Ten Paisa) on each equity share of the Company for the financial year ended on March 31, 2023.

Item No. 3

To appoint a director in place of Mr. S.P.S. Kohli (DIN: 01643796) who retires by rotation and, being eligible, offers himself for reappointment.

Item No. 4

To approve appointment of M/s. Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company, and in this regard, to consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016), be and are hereby appointed as Statutory Auditors of the Company for an initial term of 5 consecutive years commencing from the conclusion of 57th Annual General Meeting until the conclusion of 62nd Annual General Meeting of the Company, at such remuneration as may be decided by the Board of Directors in consultation with M/s. Price Waterhouse Chartered Accountants LLP ."

Special Business

Item No. 5

To ratify remuneration of M/s Jangira & Associates as Cost Auditors of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration amounting to Rs. 2,00,000 (Rupees Two Lacs only) excluding out of pocket expenses be paid to M/s Jangira & Associates, Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2023-24."

Item No. 6

To approve the transactions with Jai Suspension Systems Private Limited, and in this regard, to consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and policy on related party transactions, subject to such approval of appropriate authority as may be necessary, approval of the members be and is hereby accorded to the Company to enter into or continue to enter the following contracts or arrangements or transactions upto the next Annual General Meeting with Jai Suspension Systems Pvt. Ltd. ("the Subsidiary"):

1. Sale, purchase, supply of goods or material or availing, rendering any services, renting of property from/to Subsidiary;
2. Providing guarantee on behalf of Subsidiary;
3. Giving/making loans, inter-corporate deposits, advances or investments to/in Subsidiary;
4. Providing management support services; and
5. Use of Company's Trade Mark for sale of products by the Subsidiary.

not exceeding in aggregate Rs.400 Crores (Rupees Four Hundred Crores) in a financial year for all such contracts, arrangements and transactions that may be entered into by the Company with the Subsidiary, provided that the such contracts, arrangements and transactions are entered into/ carried out on arm's length basis and on such terms and conditions, price and rates as agreed between the Company and Subsidiary."

By order of the Board of Directors
For **Jamna Auto Industries Limited**

Date: 29th May, 2023
Place: New Delhi

Praveen Lakhera
Company Secretary & Head-Legal

NOTES:

1) The explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts relating to the Special Businesses to be transacted at the 57th Annual General Meeting is annexed hereto.

2) Ministry of Corporate Affairs (MCA) vide Circulars No. 20/2020 dated May 5, 2020, No. 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time (hereinafter collectively referred to as "Circulars") has allowed companies to conduct their AGMs on or before 30 September, 2023, in accordance with the requirements laid down in paragraphs 3 and 4 of the General Circular No. 20/2020. Hence, in compliance with these Circulars, the annual general meeting of the Company will be conducted through Video Conferencing (VC)/Other Audio Visual Mode (OAVM). The deemed venue for the 57th AGM shall be the Registered Office of the Company.

   In terms of the MCA Circulars, the physical attendance of members has been dispensed with and there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Since the AGM of the Company will be held through VC / OAVM, the Route Map for AGM venue is not annexed in this Notice.

3) Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4) Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

   a. **For shares held in electronic form:** to their Depository Participants

   b. **For shares held in physical form:** Company has issued letter and prescribed forms to shareholder pursuant to Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. Members are requested to register/ update the same by writing to M/s. Skyline Financial Services Pvt. Ltd. our Registrar & Transfer Agent (RTA) with relevant attachments at D-153/A, First Floor, Okhla Industrial Area, Phase – I, New Delhi –110020 or at Email Id: grievances@skylinerta.com; or admin@skylinerta.com; or parveen@skylinerta.com; Ph. No. +91- 11-40450193- 97. The formats are also available on the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/KYC-Updation.pdf.

5) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at: https://www.jaispring.com/assets/investor-relation/corporate-governance/KYC-Updation.pdf and on the website of the Company's RTA at www.skylinerta.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

6) Details pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India in respect of Director seeking re-appointment as mentioned under Item no. 3 form integral part of this Notice. The Company has received relevant declarations from Mr. S. P. S. Kohli for seeking his re-appointment.

7) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

8) The Register of Members and Share Transfer Books of the Company shall remain close from Saturday, July 22, 2023 to Monday July 31, 2023 (both days inclusive) in connection with the Annual General Meeting and for the purpose of payment of final divided, if approved by the Members.

9) The final dividend as recommended by the Board, if declared at the AGM, will be paid within 30 days from the date of declaration to those Members:

   a) Whose name appear as member in the register of member of the Company as on Friday, July 21, 2023.

   b) Whose names appear as Beneficial Owners in the list of Beneficial Owners on Friday, July 21, 2023 to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose.

10) SEBI has also mandated that the requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository except in the cases of transmission or transposition of securities. In view of the above, members holding shares in physical form are requested to

open a Demat account with a Depository Participant (DP) and deposit their physical shares with such DP and get their shares dematialised at the earliest to avoid any kind of inconvenience. DP will guide you about the process of dematerialization of shares or you may refer the following links for understanding the process of dematerialized of shares:

NSDL:https://nsdl.co.in/faqs/faq.php(dematerialization)

CDSL: https://www.cdslindia.com/Investors/open-demat.html

11) Pursuant to Section 72 of the Act read with applicable rules made thereunder, facility for making nomination is available to the Members in respect of the shares held by them. Nomination forms can be obtained from the RTA by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participants.

12) Pursuant to the provisions of Section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refunds) Rules, 2016, dividend remaining unclaimed/ unpaid for a period of 7 years from the date of transfer to the Company's unpaid dividend account and all shares in respect of which dividend has not been paid or claimed for seven consecutive years will be transferred to the Investor Education and Protection Fund (IEPF). Please be informed that following are the dates of dividends declared and the corresponding dates when unclaimed dividends and shares are due for transfer to IEPF:

Financial Year	Date of Declaration Dividend	Due Date for transfer to Investor Education and Protection Fund
2015-16 (Final Dividend)	August 12, 2016	September 12, 2023
2016-17 (Interim Dividend)	November 09, 2016	December 10, 2023
2016-17 (Final Dividend)	August 01, 2017	September 1, 2024
2017-18 (Interim Dividend)	November 11, 2017	December 12, 2024
2017-18 (Final Dividend)	September 29, 2018	October 30, 2025
2018-19 (Interim Dividend)	November 12, 2018	December 13, 2025
2018-19 (Final Dividend)	July 30, 2019	August 30, 2026
2019-20 (First Interim Dividend)	November 14, 2019	December 15, 2026
2019-20 (Second Interim Dividend)	March 5, 2020	April 5, 2027
2020-21 (Interim Dividend)	February 05, 2021	March 5, 2028
2020-21 (Final Dividend)	September 22, 2021	October 22, 2028
2021-22 (Interim Dividend)	November 10, 2021	December 10, 2028
2021-22 (Final Dividend)	August 19, 2022	September 20, 2029
2022-23 (Interim Dividend)	November 02, 2022	December 02, 2029

In view of the above, Members, who have not yet enchased their dividend warrants for the above financial years, are requested to make their claims to the Company or Registrar and Transfer Agent.

The information in respect of unclaimed dividend due for transfer to the IEPF is also given in the Corporate Governance Report forming part of Annual Report. The Company has also uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company i.e. at https://www.jaispring.com/unclaimed-dividend.html and also filed the details with the Ministry of Corporate Affairs. The details of Members whose shares have already been transferred to IEPF Authority have also been hosted on the website of the Company. Member whose shares have been transferred to IEPF Authority can claim the same from the IEPF Authority. The procedure for claim of shares from IEPF Authority has been provided on the website www. iepfgov.in.

13) Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders w.e.f. April 1, 2020. Accordingly, the Company shall be liable to deduct withholding tax ('TDS') as per the rates applicable to each category of shareholders. However, no tax shall be deducted on the dividend payable to a resident Individuals if the total dividend to be received by them during any financial year does not exceed Rs. 5,000.

The Company has provided the facility to the Members (liable to pay tax) to apply to the Company for non-deduction of TDS or deduction of TDS at a lower rate by providing the necessary documents to the Company.

14) Members seeking any information with regard to the accounts or any other matter to be placed at the AGM, are requested to write to the Company latest by July 21, 2023 through email on investor.relations@jaispring.com. Such questions shall be replied by the Company suitably.

15) As per SEBI directions, now the physical instrument should necessarily mention the bank account details of the investors. In view of this, Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used for payment of dividend, in future. The Company or RTA cannot act on any request received directly from Members holding shares in electronic form for any change of bank particulars or

bank mandates. Such changes are to be advised only to the Depository Participant of the members.

16) Notice, inter-alia, explaining the manner of attending AGM through VC/OAVM and electronic voting (e-voting) along with explanatory statement of 57th AGM of the Company and with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on Company's website https://www.jaispring.com/annual-reports-2022-2023.html, website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.

17) Members may also note that the Notice of the 57thAnnual General Meeting and the Annual Report 2022-23 will also be available at the Company's website https://www.jaispring.com/annual-reports-2022-2023.html for download.

18) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio.

19) THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period shall begin on July 28, 2023 at 09:00 A.M. and ends on July 30, 2023 at 5.00 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 record date Friday, July 21, 2023, 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, being Friday, July 21, 2023.

How do I 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 9, 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. NSDL IDeAS facility,** If you are already registered, follow the below steps: i. Existing **IDeAS** users can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. ii. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **"IDeAS"** section. iii. This will prompt you to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. iv. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. v. 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 THE USER IS NOT REGISTERED FOR IDEAS E-SERVICES,** Register option is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.

Type of shareholders	Login Method
	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 options available against company name or e-Voting service provider - 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
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to 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 of Easi/Easiest the user will be also 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 a link in 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 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B. Login Method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

   c) How to retrieve your ‘initial password’?

   (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

   a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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 General 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 contact@csrsm.com with a copy marked to Company at investor.relations@jaispring.com and NSDL at 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 and 022 - 2499 7000 or send a request to Ms. Soni Singh at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.relations@jaispring.com.

2. In case shares are held in demat mode, 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), AADHAR (self-attested scanned copy of Aadhar Card) to investor.relations@jaispring.com. If you are an Individual shareholders 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**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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 Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.relations@jaispring.com up till July 21, 2023. The same will be replied by the company suitably. Those members who have registered themselves as speakers will only 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.

20) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

21) Relevant documents referred to in the Annual Report including AGM Notice and Explanatory Statement shall be available for inspection through electronic mode as per request received from interested members. Members are requested to send their requests on investor.relations@jaispring.com.

22) M/s RSM & Co., Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

23) The Scrutinizer shall immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-Voting and e-vote cast during the AGM and will make, not later than 48 hours from the conclusion of the AGM, a consolidated scrutinizer's report of the total e-vote cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

    The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at https://www.jaispring.com/corporate-gov.html and on the website of NSDL immediately after the declaration of result. The results shall also be immediately forwarded to the Stock Exchanges where Company's shares are listed

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE ACT AND LISTING REGULATIONS:

Item No. 4

The term of M/s. S.R. Batliboi & Co. , LLP, Chartered Accountants as Statutory Auditors of the Company will expire at this AGM.

The Board of Directors of the Company at its meeting held on May 29, 2023, on the recommendation of the Audit Committee, has appointed M/s Price Waterhouse Chartered Accountants LLP ("PWC") LLP (Firm Registration No. 012754N/N500016) as the Statutory Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of the 62nd AGM subject to the approval of members of the Company at this AGM at a remuneration as may be agreed between the Board of Directors of the Company and PWC from time to time. There is no material change in the proposed fee for the auditor from that paid to the outgoing auditor.

Price Waterhouse Chartered Accountants LLP, (the "Firm") is a part of Price Waterhouse & Affiliates, a network of firms registered with the Institute of Chartered Accountants, which is considered one of the Big Four accounting firms. The Firm is primarily engaged in providing auditing and other assurance services to its clients. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

As per the requirement of the Companies Act, 2013 (the 'Act'), M/s Price Waterhouse Chartered Accountants LLP ("PWC")

LLP has given their consent to act as the Statutory Auditors of the Company and confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and are not disqualified to be appointed as Statutory Auditor in terms of the provisions of the Section 139 and 141 of the Act and the rules made thereunder.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of this Notice. accordingly, the consent of the members is being sought for appointment and authorising the board for fixing the remuneration as payable to Statutory Auditors during their tenure.

Item No. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Jangira & Associates, Cost Accountants as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024. In accordance with the provisions of Section 148 of the Act and the rules made thereunder, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, the approval of the Members is being sought for ratification of the remuneration payable to Cost Auditors for the financial year ending March 31, 2024.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of this Notice. The Board, therefore, recommends the Ordinary Resolution at Item No.5 of the Notice for approval by the members.

Item No. 6

Jai Suspension Systems Private Limited is a material subsidiary of the company as per the criteria mentioned in the Listing regulations and as per the Company's Policy on material subsidiaries. The Company has entered a transaction with the subsidiary which is material related party transaction in the ordinary course of business and at arm's length price.

Pursuant to Regulation 23(4) of Listing Regulations and policy on related party transactions, approval of the shareholders is required for entering into material related party transactions with a subsidiary.

In view of the above, the ongoing transactions with the Subsidiary is material in nature for which approval of unrelated Members of the Company is requested by an ordinary resolution.

The details of proposed related party transaction between the Company and Jai Suspension Systems Private Limited pursuant to SEBI circular No. SEBI/HO/CFD/CMDI/CIR/P/2021/662 dated November 22, 2021 is given as below:

S. No.	Description	Detais of Proposed Related Parts Transaction
1	Type, material terms and particulars of the proposed transaction	Jai Suspension Systems Private Limited is a subsidiary of the Company. The following transactions with Subsidiary are proposed as per the business requirements in ordinary course of business of the Company/ Subsidiary at arms' length basis. The consideration, scope of work and other terms & conditions may vary for each transaction. • Sale, purchase, supply of goods or material or availing, rendering any services, renting of property from/to Subsidiary; • providing guarantee on behalf of Subsidiary; • giving/making loans, inter-corporate deposits, advances or investments to/in Subsidiary; • providing management support services at charges of cost plus 7.66% margin; • use of Company's Trade Mark for sale of products by subsidiary at royalty @ 0.69% on net sales of product.
2	Name of the related party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise)	Jai Suspension Systems Private Limited is a material subsidiary of the Company. The Company holds 99.9985% of equity share capital of the Subsidiary The transactions in aggregate are material related party transaction.

S. No.	Description	Detais of Proposed Related Parts Transaction
3	Tenure of the proposed transaction	Upto next Annual General Meeting.
4	Value of the proposed transaction	Rs.400 Crores (Rupees Four Hundred Crores) aggregate in a financial year
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	17.20 % approximately
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary, additional disclosure shall be made in accordance with provisions contained under Listing Regulations: details of the source of funds in connection with the proposed transaction - nature of indebtedness; - cost of funds - tenure; applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the Related Party Transaction;	The transactions related to loans, inter-corporate deposits, advances or investments, if entered shall be made in accordance with the provisions of the Act and Listing Regulations, with approval of Audit Committee and/or Board of Directors, as required.
7	Justification as to why the RPT is in the interest of the Company	The Company does sale, purchase, provides / receives services to / from subsidiary and also provides financial support to the subsidiary, which is significant for expansion and growth of the business of the group.
8	A copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
9	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	125.78 % approximately.

The Audit Committee and the Board of Directors of the Company at their meetings have granted their approval for entering into transactions with the Subsidiary.

None of the Directors or any of the Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board, therefore, recommends the Ordinary Resolution at Item No.6 of the Notice for approval by the members.

By order of the Board of Directors
For **Jamna Auto Industries Limited**

Date: 29th May, 2023
Place: New Delhi

Praveen Lakhera
Company Secretary & Head-Legal

Brief Profile of the Director seeking appointment or re-appointment in the 57th AGM in pursuance of Regulation 36 of Listing Regulations read with Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

Name	Mr. S. P. S. Kohli
Director's Identification Number (DIN)	01643796
Age	75 years
Qualifications	Commerce Graduate
Date of First Appointment	February 13, 2018
Nature of Expertise in Specific Functional Area	Mr. S.P.S. Kohli is a Commerce Graduate having vast experience in the Auto Component Industry. He has served the Company for more than 43 years in various capacities like marketing, finance, production and administration.
List of Directorships held in other Companies	Nil
Chairmanship/ membership of Committees of other public companies	Nil
Number of shares held in the Company	1,83,475 equity shares
Relationship between directors inter-se	Not Applicable
Last Salary Drawn (in Rs.)	Rs. 43 Lacs

Driving Change. Creating Value.

Jamna Auto Industries Ltd.
Annual Report 2022-23

Disclaimer

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements-written and oral- that we make may contain forward-looking statements that set out anticipated results bases on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and word of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should know or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipates, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether because of new information, future events or otherwise.

Scan the QR code to know more about the Company

Contents

In our world of parabolic springs, we drive change and create value in everything we do. As the leading manufacturer in the industry, we take great pride in our ability to shape the future of automotive suspension systems with our innovative and high-quality products.

Driving Change. Creating Value.

At Jamna Auto, we believe that change is not only inevitable but also essential for progress. We constantly push the boundaries of engineering and manufacturing to develop cutting-edge solutions that revolutionize the driving experience. Our parabolic springs embody this philosophy, offering enhanced performance, durability, and safety.

We understand that value goes beyond monetary considerations. It lies in the impact we have on our customers, the automotive industry, and the world at large. With every parabolic spring we produce, we aim to deliver value that extends far beyond the bottom line.

Our commitment to driving change begins with our relentless pursuit of excellence. We invest heavily in research and development, harnessing the power of advanced technologies and materials to create parabolic springs that surpass industry standards. Through continuous innovation, we challenge the status quo, raising the bar for performance, efficiency, and sustainability.

Corporate Information

Board of Directors

Mr. Randeep Singh Jauhar
Chairman & Executive Director

Mr. Pradeep Singh Jauhar
Managing Director & CEO

Mr. S.P.S. Kohli
Executive Director

Mr. Uma Kant Singhal
Independent Director

Mr. Shashi Bhushan Bansal
Independent Director

Mr. Rakesh Kalra
Independent Director

Mr. Gautam Mukherjee
Independent Director

Ms. Rashmi Duggal
Independent Director

Corporate Office

2, Park Lane, Kishangarh, Vasant Kunj,
New Delhi - 110070, India

Unit No. 408, 4th floor, Tower-B, Vatika Mindscapes, sector-27D, NH2, Faridabad, Haryana - 121003

Registered Office

Jai Springs Road, Industrial Area,
Yamuna Nagar- 135 001, Haryana
Ph. & Fax No. 01732-251810/11/14
CIN L35911HR1965PLC004485

Plants

1. Yamuna Nagar (Haryana)
2. Malanpur (Madhya Pradesh)
3. Chennai (Tamil Nadu)
4. Jamshedpur (Jharkhand)
5. Hosur (Tamil Nadu)
6. Pune (Maharashtra)
7. Pilliapakkam (Tamil Nadu)

Under Subsidiary

Pant Nagar (Uttarakhand)
Derabassi (Punjab)

Upcoming Plants

Adityapur (Jharkhand)
Indore (Madhya Pradesh)

Advisors

AZB & Partners
Lakshmikumaran & Sridharan

Technical Assistance

Tinsley Bridge Limited, UK

Bankers

State Bank of India
Kotak Mahindra Bank
HDFC Bank Ltd.
ICICI Bank Ltd.
Axis Bank Ltd.

Statutory Auditors

S R Batliboi & Co, LLP Chartered Accountants

Internal Auditors

Protiviti Global Business Consulting

Share Registrar and Transfer Agent (RTA)

Skyline Financial Services (P) Ltd
D-153A, First Floor, Okhla Industrial Area, Phase-1,
New Delhi-110020
Ph. no. 011-26812682-83, 011-40450193-97
Fax no. 011-26812682 Email: grievances@skylinerta.com

Investor Cell

Mr. Praveen Lakhera
Company Secretary & Head-Legal
Investor.relations@jaispring.com

3-year's Financial Performance

(Rs. in Lakhs)

Operational Results	2023	2022	2021
Sales including other income	2,33,680	1,72,239	1,08,941
Operating profit (PBDIT)	27,289	23,080	14,239
Interest	249	279	593
PBDT	27,039	22,801	13,646
Depreciation and amortisation	4,101	3,673	3,558
Profit before tax	22,938	19,127	10,088
Profit after tax	16,837	14,080	7,296
Financial indicator			
Assets	49,013	48,950	48,468
Investments	0.66	47	47
Current assets	49,567	66,862	47,843
Non-current assets	7,417	3,460	3,394
Equity share capital	3,987	3,985	3,983
Reserves and surplus	74,405	64,483	54,017
Net worth	78,392	68,468	58,001
Long-term funds	-	-	-
Short-term funds	1,922	17,788	11,468
Non-current liabilities and provisions	4,065	4,370	4,329
Current liabilities and provisions	23,663	46,481	25,955
Ratios			
PBT to sales (%)	10	11	10
PBIT/average capital employed (ROCE)	30**	26*	23
PAT/net worth	21	21	13
EPS (Rs.)	4.23	3.54	1.83
Dividend per share (Rs.)	1.90	1.5	0.75
Net worth per share (Rs.)	19.67	17.19	14.56
Face value per share (Rs.)	1	1	1

* 33% Net of Bill Discounting

** 34% Net of Bill Discounting

About us

Changing the way, the world moves

JAMNA AUTO INDUSTRIES Limited, a prominent automotive suspension supplier, is dedicated to providing a wide range of innovative, high-quality products throughout the country.

With the expertise of over six decades now, we are a renowned automotive manufacturer. Our diverse product portfolio encompasses various categories of products including Leaf Springs, Parabolic Springs, Lift Axles, Trailer Suspension & Air Suspensions along with their Allied components for the segments of CV vehicles.

The company's manufacturing facilities are strategically located in close proximity to leading commercial vehicle production hubs in India. Over the years, the company has put a thrust on technological excellence, and innovation and supplies products to almost all major OEMs in India.

With the intent of increasing our content per vehicle, the company has commenced the supply of machined castings to Leyland in Uttaranchal for mining and heavy trucks. This year, we have also embarked on our journey towards supplying agriculture implements for the open market and the focus on developing products for M&M's export requirements.

The Company is ahead of its time and it has given utmost importance to safety, agility and excellence in delivery, precision in designing, environment and community development.

We, at Jamna Auto, have built a new ESG framework to assist us in adapting to such developments and putting our pledges into action. Our sustainable operations primarily focus on materials management, energy management, emissions reduction, water and effluents management and waste management.

Our Presence-Strategically located across CV Hubs

JAI Yamuna Nagar
SML Isuzu, Ropar
Ashok Leyland, Alwar

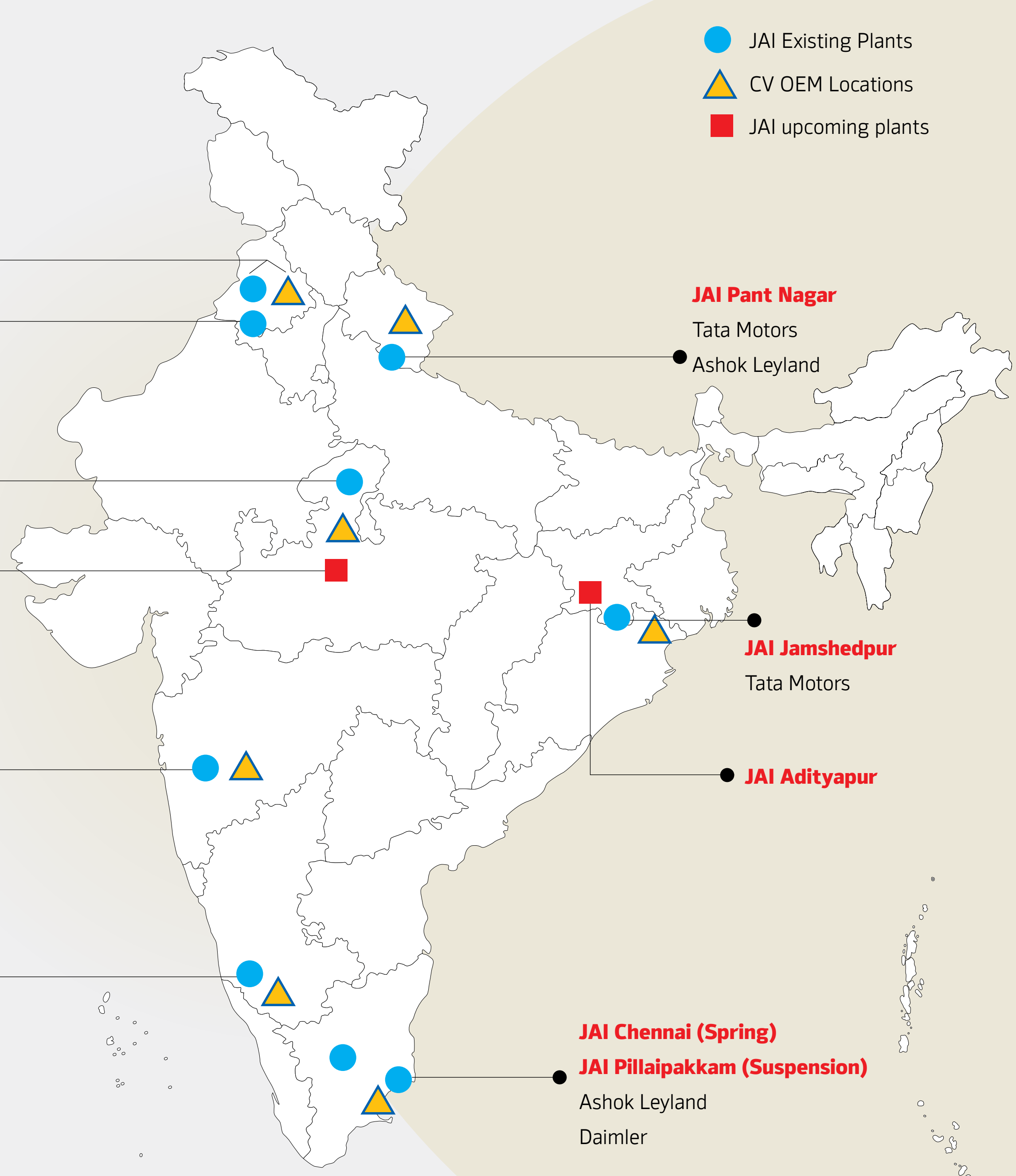
JAI Derabassi
(Agriculture Implements)

JAI Malanpur

JAI Indore
VECV
Force Motors Plant-1

JAI Pune
Tata Motors
Mahindra
Force Motors Plant-II

JAI Hosur
Volvo
Ashok Leyland
Scania


JAI Existing Plants
CV OEM Locations
JAI upcoming plants
JAI Pant Nagar
Tata Motors
Ashok Leyland
JAI Jamshedpur
Tata Motors
JAI Adityapur
JAI Chennai (Spring)
JAI Pillaipakkam (Suspension)
Ashok Leyland
Daimler

Chairman's Message

Dear Shareholders

I am pleased to present to you the Annual Report of our company with yet another year of growth and accomplishment.

In the fiscal year 2022-23, we achieved the highest sales and profits. Our consolidated revenue reached INR 2,325 crore, with an EBITDA of INR 273 crore and a PBT of INR 229 crore. These results represent a significant 7% increase in profits compared to our previous best year (FY 18-19), excluding inflation pass-through effects, which reflects our focus on maintaining a low break-even point and generating positive results through increased sales.

I am pleased to report that our 'Lakshya 50XT' plan has entered its third year. Currently, 44% of our sales are contributed by new products, while 20% come from new markets. Although we have made significant progress on the product side, we anticipate that the results from new markets will gradually materialize in the coming years. Our endeavours to increase sales in the replacement market have been continuous. Although the growth rate has been slower than anticipated, we maintain confidence in achieving desired results in the long run.

We find ourselves in an evolving commercial vehicle landscape, where we must closely observe the changes and align our future strategy accordingly. One prominent shift is the increasing preference for trailers over rigid-frame vehicles. In response, we have introduced a comprehensive range of suspension solutions and axles for trailers, significantly increasing our content contribution to this segment. As the sole manufacturer in India to in-house produce all aggregates for various types of trailer suspension, we have positioned ourselves very well in this market.

Another noteworthy development is the growing utilization of parabolic springs in heavy commercial vehicles following the introduction of BS6 vehicles and the growing need for lighter products, which enhances the payload capacity and fuel efficiency of heavy trucks. In order to meet this demand, we are actively enhancing our operational efficiencies and establishing a new facility in Jharkhand. We anticipate that the plant will be fully operational by the second quarter of FY 24. Our aim is to build parabolic capacity to always stay above the demand.

Over the past year, we dedicated substantial efforts to expand our product portfolio in the Aftermarket segment. We introduced intelligent solutions for various applications for springs, including hills, factory-fitted bushes, and hybrid spring solutions for a wide range of trucks. In the non-spring category, we now offer a complete range of spring allied parts, lift axle spares, clutch systems, universal joint crosses, and brake linings. In the coming year, we will also begin selling spare parts for trailer suspensions.

Moreover, we have ventured into the production of agriculture implements for the open market, and we are actively engaged in developing new products for Mahindra & Mahindra to meet their export requirements.

Our financial position remains robust, instilling confidence that we can successfully execute our expansion plans through internal accruals, all while upholding our Lakshya goals and establishing ourselves as the preferred brand for complete suspension solutions.

At the heart of our organization lies a highly motivated and dedicated team, fully committed to achieving our targets. We are placing special emphasis on augmenting our management bandwidth, addressing attrition, and implementing succession planning. To meet the human resource demands of our business, we are implementing HR policies aimed at nurturing young talent at all levels.

While we remain laser-focused on our business objectives, we are equally committed to sustainability and corporate social responsibility. We recognize our impact on the environment and the communities in which we operate. Therefore, we have adopted sustainable practices throughout our operations and actively participate in initiatives that support the communities we serve.

In conclusion, I take great pride in the progress we have achieved over the past year, and I am confident that, with the dedication and commitment of our team, we will continue to achieve even greater success in the years to come. I would like to express my sincere gratitude to all our shareholders for their unwavering support. We eagerly anticipate another successful year ahead.

Regards,

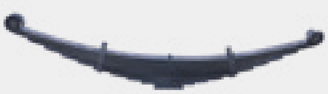
Randeep Singh Jauhar
Chairman and Executive Director

Product Offerings

With a firm focus on consumer engagement, we prioritize investments in research and development, enabling us to introduce new and innovative products to the market.

Through our dedicated R&D efforts, we gain valuable insights into emerging technologies, market trends, and customer preferences. This knowledge fuels our ability to develop new and improved products that cater to the evolving needs of our target markets.

OEMs

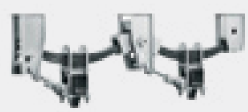

Conventional Leaf Spring


Parabolic Leaf Spring


Z-Spring


Stabilizer Bar


Lift Axle


Trailer Mechanical Suspension


Nodo Bracket

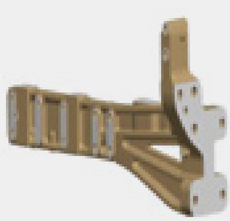

Trailer Air Suspension


Trailer Mechanical and Air Suspension with Lift Axle

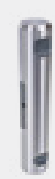

Bus Air Suspension

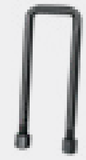
Upcoming OEM Products


Bogie Bracket


ATS Bracket


Hanger Shackles

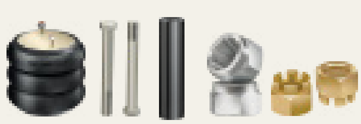

Spring Pin

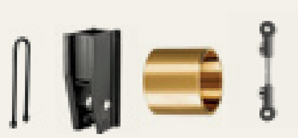

U Bolt

To be launched under OEM segment*

*some of the products are only traded.

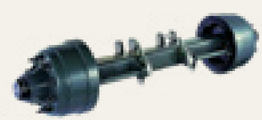
Aftermarket

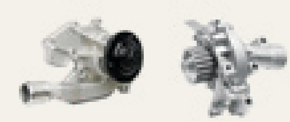

Lift Axle Allied Components

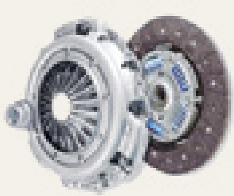

Trailer Allied Components


Spring Allied Components

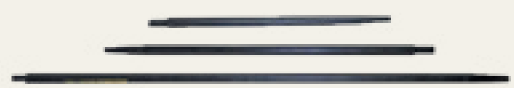

Break Lining


Trailer Axle


Water Pump


Clutch


Bearing


Jack rod

Agri-Implements & Equipment


Rotavator


Cultivator


Fertilizer Broadcaster


Laser Land Leveller

*some of the products are only traded.

Strategy in Action

As we enter the third year of our ambitious strategy, Lakshya 50XT, we are witnessing its transformative impact on our organization. This comprehensive strategy has fortified our resolve to build a stronger and more resilient company capable of withstanding any macroeconomic downturn.

By aligning our resources, capabilities, and efforts, Lakshya 50XT is driving us towards enhanced operational efficiency, sustainable growth, and increased customer value. With a relentless focus on strategic priorities and a proactive approach to market challenges, we are poised to emerge as a formidable force in the industry. As we continue to execute our strategy with unwavering determination, we are confident in our ability to shape a prosperous future for our company and stakeholders.

Revenue From New Products

50%
Target by FY 2027

44%
Actual for FY23

Revenue From New Markets

50%
Target by FY 2027

20%
Actual for FY23

Maximising Returns

50%
Target by FY 2027

30%*
Actual for FY23

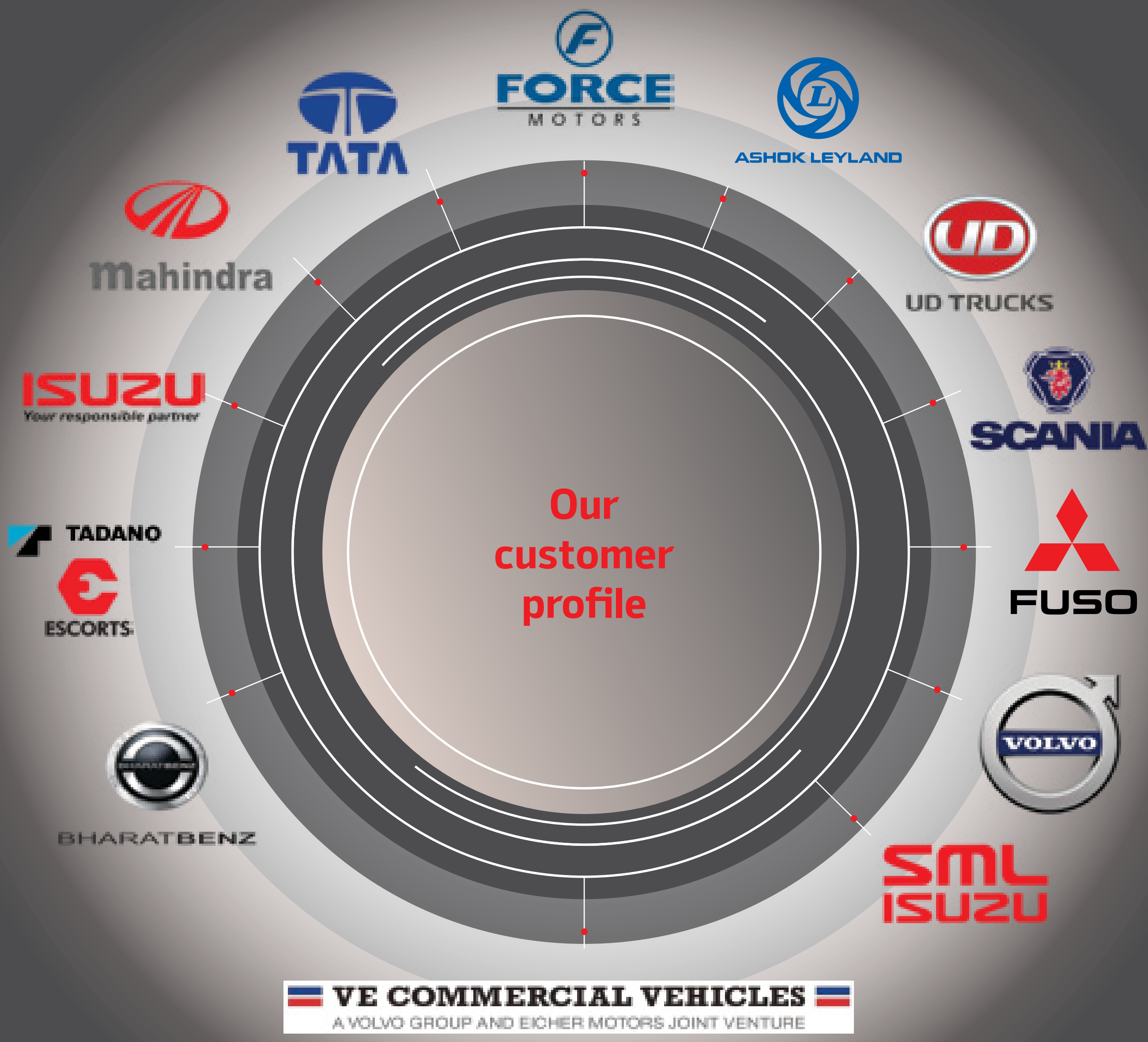
Dividend Pay-out

50%
Target by FY 2027

45%
Actual for FY23

* 34% Net of Bill Discounting

Our Customer's



Corporate Social Responsibility

JAI strives to positively impact the community by promoting inclusive growth in the areas of education, environment, sports, healthcare, rural developments, skill training and women empowerment. Over the period, we have upheld our tradition of community service and tried to reach out to the under-privileged in order to empower their lives and provide holistic development.

Environment

From tree plantation drives to guiding communities on waste management conserve water and fuel, No to Plastic, JAI CSR focuses on making communities more environmentally conscious and responsible. Sensitization and advocacy efforts are taken with our beneficiaries, stakeholders and concerned authorities and their participation is encouraged with behavior change.

1.5 lac
ltr rain water harvested

15,760+
Saplings planted

160
twin bins installed

8.5 ton
vermi compost produced

13
cleanliness drives

3
villages open defecation freed

2
mini forest developed

Education

JAI places education at the top of its agenda. Education is the most important attributes of any individual, family and society. Strengthening facilities and infrastructure in Govt. Educational institutions, awarding scholarships to deserving students, improve quality education, better attendance and results, reduced drop outs, support for higher education, non formal education and give adults a second chance to learn are the key areas.

2,200
students sensitised on oral hygiene

590
students awarded scholarship and reward

90
children getting extra educational support

07
guest teacher appointed

10,000+
students facilitated in 25 schools

16
anganwadi center facilitated and renovated

5
computer labs renovated

Sports

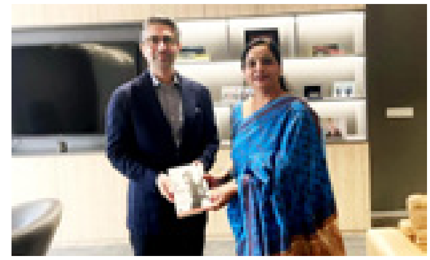
The Company encourages excellence in sports by stepping forward to support deserving star sports person who has the potential to perform at national and international level but are constrained due to lack of fund to manage their coaching, kit & equipment diet, tournament fee etc. Our main focus is to promote sports facilities and opportunities, nurture young talent and promotion of sports at local level.

108
star sports person sponsored

40
young archery players were trained

22
government schools facilitated with equipment

State & National
level Championships sponsored



MoU
signed with Abhinav Bindra Foundation

Healthcare

Ensuring better and timely healthcare services in remote areas by organising health check-up camps, financial support for medical assistance, creating awareness, promoting personal hygiene among adolescents, ensuring nutrients among anemic and pregnant women and oral hygiene among students.

3,800
patients were screened

3,500
free sanitary napkins distributed

Skill Training

Skill and capacity development of women, youths and special groups like person with disability, destitute women and prison inmates is an important part of JAI CSR programme. Organising livelihood training, industry exposure, guiding and supporting rural and urban women to set up small enterprises, making connections with buyers and helping them to sale their products are the few key activities of skill training programme.

1,296
trainees trained

125
Sewing machines distributed

Support to destitute

Lending a helping hand to the needy ones in society is the thumb rule company's CSR programme. Improving quality of life of person with disability, widow ladies, labourers and homeless, BPL & EWS families, fatherless children and patients with severe health problems are our targeted beneficiaries to ensure their total well -being.

2,000+
facilitated with woolen blankets

125
Needy people getting monthly pension

Women Empowerment

Empowering a woman means empowering next generations and build astrong nation. Our aim is to empower rural women by educating and skilling, making them aware and sensitize on social, gender and legal issues, ensuring good health and hygiene and making them self-reliant.

4,380
women sensitised on gender issues

3,200
rural women sensitised on personal hygiene

MANAGEMENT DISCUSSION & ANALYSIS

Commercial Vehicle Industry overview

In FY 2022-23, the commercial vehicle sector performed well as demand grew approximately by 34% over previous year, close to pre-Covid peak level of FY 2018-19. Growth in infrastructure development spending, road construction projects, mining, e-commerce and construction activity is primarily driving demand for commercial vehicles. The industry ended the year on a strong note, with impressive growth among OEMs as well as after-market. The scrappage policy is also likely to generate further demand for CV sales. However, supply chain disruptions and fluctuation in commodity prices remain a challenge which company has been managing it well.

Company's performance

FY2022-23 was another good year for the company, with consolidated revenue of Rs.2,325 crore with EBITDA of Rs.273 crore and PBT of Rs.229 crore. We will continue to improve our ability to outperform the market and achieve leadership through continuous innovation, improved product design, value engineering, and the addition of new markets and products.

JAI has been the pioneer in introducing parabolic springs in India. The parabolic penetration rate of the Indian CV industry is expanding rapidly. We have converted many of our production capacity of conventional springs into parabolic springs. The major advantages of parabolic springs include weight reduction, ride comfort and longer life span. Due to the advantages of parabolic springs, original equipment manufacturers are converting traditional leaf springs to parabolic springs at a faster pace leading to opening of new avenue for the company which has better margin potential. The Company is by far one of the largest suppliers of parabolic springs in the market. In order to take advantage of the increased market share, the Company is working on increasing its production capacity by adding new parabolic machines in existing plants and setting up new plants for parabolic springs. Work has been ongoing on a proposed factory of one of our wholly owned subsidiary i.e. Jai Suspensions Limited (JSL) in Adityapur (Jharkhand).

After establishing its position in leaf and parabolic spring products, the Company's focus is to expand in the new products and markets. We are concentrating on product diversification to address all kinds of suspension products. Our diverse product portfolio now covers a wide range of product categories including leaf springs, parabolic springs, Z springs, lift axles, trailer suspension, air suspension, springs allied products, lift axles allied products, suspension allied products, stabilizer bars, agriculture implements, machined products and other high consumption parts i.e. brake linings, clutches, water pumps, bearings, jack roads, universal joints cross. In FY 2022-23, 44% of the revenue came from new products. JAI's, air suspension and lift axles are witnessing increased market penetration. We have recently introduced range of suspension solution and axles for air suspension. We are focusing on maximizing load-carrying capacity of trailers. With lift axles, we have improved the load distribution of the 55 ton trailer and now the trailer can run on two axles, saving four tyres.

In February, 2023, our another wholly owned subsidiary i.e Jai Automotive Components Limited (JACO) started supply of Nodo Brackets i.e. machined products, from its first factory at Rudrapur, Uttrakhand, to Ashok Leyland and sample order expected to be received for Bogie Bracket. In April 2023, JACO also started production of agriculture implements i.e., rotavator & cultivator at its second factory in Dera Bassi, Punjab. This enables us to penetrate deeper into different markets with broader range of new products, as well as new segments.

In order to flow effortlessly in the automotive industry which is cyclical in nature, JAI invests a lot of resources in the aftermarket not only in India but on foreign shores too. The aftermarket in India & export are estimated to be larger than the domestic OEM market and is largely unstructured. This is a core area of our focus today which has lot of growth potentials. JAI has expanded its distribution network in India and abroad and adopted new branding strategies. In the aftermarket export segment, during FY 2022-23 we have added two new countries Portugal & Hungry and new distributors in Germany, Russia, Turkey and the United Kingdom for springs and allied products. Trademark "JAI" is registered in 15 countries across the world. The JAI brand is fast becoming the most reliable and dependable option in the after markets both in india as well as overseas. Brand- building and promotion in the after markets have been in full swing. JAI actively participated in the best of auto-component industry's events and received a good response. 'JAI Shoppe' opened in Delhi Transport Nagar is fully operational and we have organised mechanic-meet in order to have direct interaction.

JAI brand is now fully recognized in the after-market domain. Our air suspension and lift axles are witnessing increased market penetration and sale of allied products in after market has started to pick up. In FY 2022-23, around 20% of the revenue came from new markets.

During FY 2022-23, an interim dividend of Rs.0.80 per equity share was paid. A final dividend of Rs. 1.10 per equity share of Rs.1 each is also recommended by the Board of Director for approval in forth coming annual general meeting. With payment of final dividend, the total dividend payout for FY 2022-23 would be 45% of the PAT. In the FY 2022-23, the RoCE is increased to 30% (34% of Net of Bill Discounting). We follow the rules of funding capital expenditures through internal accruals. As a result, all planned capital investments and expansions are funded solely through internal accruals, which helps the company to keep at a healthy leveraged level.

ICRA Limited ("ICRA") has maintained long term credit rating of the company as [ICRA]AA- (pronounced ICRA double A minus) and short term rating as [ICRA]A1+ (pronounced ICRA A one plus). ICRA has also given Commercial Paper (CP) issue of the Company rating as [ICRA] A1+ (pronounced as ICRA A one plus).

Key Financials

Following are the key financials of the Company at standalone and consolidated levels. For details members are requested to see three years financial summary:

(Rs. in crore)

	Standalone		Consolidated	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Revenue from Operation	2231.83	1649.04	2325.32	1717.88
EBITDA	251.02	211.51	272.89	230.80
PBT	212.81	174.53	229.38	191.27
PAT	157.76	130.46	168.37	140.80
Net Worth	771.97	683.08	784.27	684.68

(Rs. in crore)

Ratios	Standalone		Consolidated	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Debtors Turnover (no. of days)	28.0	51.0	28.8	42.4
Inventory Turnover (no. of days)	49.4	54.3	50.3	57.5
Interest Coverage Ratio (in times)	(1341.6)	92.8	93.0	18.0
Current Ratio (in times)	2.0	1.5	2.1	1.3
Debt Equity Ratio (in times)	0.0	0.2	0.0	0.2
EBITDA Margin (in %)	11.25	12.83	11.74	13.19
PAT Margin (in %)	7.07	7.91	7.24	6.76
Return to Net Worth (in %)	20.44	19.10	21.47	20.56

Risk Management

The management has an ongoing approach to risk management, i.e. identifying, analyzing, mitigating or reducing risks and implementing an effective risk management framework for this purpose. The risk management policy for the company is designed to review risks on a regular basis and provides a risk management framework for the timely and effective monitoring and implementation of risk mitigation measures. Risk management policy is governed and overseen by the Risk Management committee. One of the major objectives of the Company's 5 year plan namely "Lakshya 50XT" is to de-risk the Company from cyclical CV market and product.

Internal Controls

The Company has in place appropriate internal financial controls, as well as other controls systems and procedures to safeguard its assets, prevent and detect fraud and errors, ensure accuracy and completeness of accounting records and timely preparation of reliable financial information. M/s Protiviti Risk & Business Consulting is Company's internal auditor. Internal auditor independently assesses the adequacy of internal controls, procedures and concurrently audit majority of the transactions in value terms. The internal auditor's report is submitted to the Audit Committee.

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 57th Annual Report and Audited Financial Statements of Jamna Auto Industries Limited for the financial year ended March 31, 2023.

Financial Results-An Overview

(Rs. in crore)

	Standalone		Consolidated	
	Year Ended March 31, 2023	Year Ended March 31, 2022	Year Ended March 31, 2023	Year Ended March 31, 2022
Net Sales	2231.83	1649.04	2325.32	1717.88
PBDIT	251.02	211.51	272.89	230.80
Finance cost	(0.16)	1.90	2.49	2.79
PBDT	251.18	209.61	270.39	228.01
Depreciation	38.37	35.08	41.01	36.73
PBT	212.81	174.53	229.38	191.27
Provision for current tax	53.12	46.74	58.83	53.19
Provision for deferred tax	1.93	(2.67)	2.18	(2.72)
PAT	157.76	130.46	168.37	140.80
Other Comprehensive Income	0.18	0.63	0.28	0.59
Total Comprehensive Income	157.95	131.08	168.65	141.40
Balance brought forward	425.55	334.30	427.15	325.59
Payment/Provision of dividend including tax	71.73	39.83	71.73	39.83
Retained earnings	511.77	425.55	524.07	427.15

Operational Review

The Company continued to outperform the automobile industry with double-digit revenue growth and maintained healthy relationships with customers. As a result of our focused efforts, during FY 2022-23, Company's consolidated sales grew to Rs. 2325.32 crores compared to Rs.1717.88 crores in the previous Financial year. The consolidated PAT stood at Rs.168.37 crore as compared to Rs.140.80 crores in the previous Financial year. During FY 2022-23, Company's performance toward its Lakshya 50XT was broadly aligned. Members are requested to refer to Management Discussion and Analysis section for detailed information.

Jai Automotive Components Limited (JACO) is one of wholly owned subsidiary of the Company. During the FY 2022-23, JACO's first unit at Rudrapur, Uttrakhand, for manufacturing machined products commenced its operations in February, 2023. The Unit started commercial production of Nodo Brackets. JACO has also started operations at second unit at Dera Bassi, Punjab in April, 2023. The Unit started commercial production of agriculture implements i.e. rotavator & cultivator. Work has been ongoing on a proposed factory of one of our wholly owned subsidiary i.e. Jai Suspensions Limited (JSL) in Adityapur (Jharkhand).

Jai Suspension Systems Private Limited (JSSPL), Company's third subsidiary, has a unit in Rudrapur, Uttrakhand, for manufacturing of conventional and parabolic leaf springs and air suspension.

Credit Rating

The Company is in a strong financial position and has adequate liquidity to meet its business requirements. ICRA Limited ("ICRA") has maintained company's long term credit rating as [ICRA]AA- (pronounced ICRA double A minus) and short term rating as [ICRA] A1+ (pronounced ICRA A one plus). ICRA has also given ratings to company's Commercial Paper (CP) issue as [ICRA] A1+ (pronounced as ICRA A one plus). The outlook on Long Term Rating is stable.

Material Changes and Commitments

There are no material changes affecting the financial position of the Company after the closure of the FY 2022-23 and till the date of this report.

Subsidiaries, Joint Ventures and Associate Companies

The Company has three subsidiaries as at March 31, 2023, namely as Jai Suspensions Limited ("Wholly-owned Subsidiary"), Jai Automotive Components Limited ("Wholly-owned Subsidiary") and Jai Suspension Systems Private Limited (Company's holding is 99.9985% of the equity share capital therein). There is no change in the nature of the businesses of the subsidiary companies.

Jai Suspension Systems Private Limited is a material subsidiary of the Company effective from April 01,2023 as per the criteria mentioned in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Company's policy on material subsidiary. The transactions with Jai Suspension Systems Private Limited is material related party transactions in terms of the Listing Regulations and as per the policy on related party transactions. The approval of members for material related party transactions is being sought in ensuring annual general meeting. The Policy for determining material subsidiaries as approved by the Board of Directors can be accessed on the Company's website at https://www.jaispring.com/assets/investor-relation/corporate-governance/Policy-on-Material-Subsidiary.pdf.

In accordance with Section 129(3) of the Companies Act, 2013 ("Act"), the Company has prepared consolidated financial statements of the Company and all its subsidiaries, which form part of this Annual Report. Audited financial statements together with related information and other reports of each of the subsidiary company are available on the website of the Company at https://www.jaispring.com/annual-reports-2022-2023.html. A statement containing salient features of the financial statements of the subsidiary companies in Form AOC-1 is also provided in this report.

Dividend and Dividend Distribution Policy

During the FY 2022-23, the Board of Directors has declared an interim dividend of Rs.0.80 (Rupee Eighty Paisa) per equity share of Rs.1 each. The Board of Directors has also recommended final Dividend of Rs. 1.10 (One Rupee Ten Paisa) per equity share of Rs.1 each for the FY 2022-23. After payment of the final dividend, the total dividend per share for FY 2022-23 will be Rs. 1.90 (One Rupee Eighty paisa). The total dividend payout will be 45% of PAT, in line with "Lakshya 50XT" plan. The final dividend recommended is subject to the approval of members at the ensuing Annual General Meeting (AGM).

The dividend distribution policy of the company is available on the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/Dividend-Distribution-Policy.pdf.

Transfer to Reserves

During the FY 2022-23, Rs. 65 Lacs were transferred to general reserves.

Deposits

The Company has not accepted any deposits from public during the year under review, and as such, no amount of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

Directors and Key Managerial Personnel

In accordance with the provisions of the Act, Listing Regulations and Articles of Association of the Company, there are 8 Board members consisting of Independent, Executive and Non-executive Directors. The detailed information of the Board and the Directors inter alia their composition, directorship, expertise, evaluation, meetings held and attendance are given in the Corporate Governance Report, which forms part of this Annual Report and annexed as **Annexure-5**.

During the FY 2022-23, Mrs. Rashmi Duggal (DIN: 09602912) was appointed as Non-Executive Independent Director with effect from May 21, 2022 for initial term of 5 years and Mr. R.S. Jauhar (DIN: 00746186) was re-appointed as Chairman and Executive Director for a term of 3 years effective from January 01, 2023.

Pursuant to the provisions of the Act and the Articles of Association of the Company, Mr. S.P.S. Kohli (DIN: 01643796) Executive Director will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment. The resolution seeking approval of the Members for his re-appointment, forms part of Annual General Meeting (AGM) Notice.

Pursuant to the requirements under Section 134 and Section 178 of the Companies Act, 2013, the policy on the appointment, nomination and remuneration of Directors, Key Managerial Personnel and Senior Management is annexed as **Annexure-1**, which forms part of this report and also placed on Company's website at https://www.jaispring.com/assets/investor-relation/corporate-governance/KMP-and-Senior-Management.pdf.

During the FY 2022 - 23 year, there was no change in the Key Managerial Personnel of the Company.

Declaration by Independent Directors

The Company has received declarations from all Independent Directors of the Company that they meet the criteria of independence as prescribed under Section 149 of the Act and Listing Regulations and there has been no change in the circumstances affecting their status as independent director of the Company.

The above declarations were placed before the Board and the Board is satisfied of the integrity, expertise and experience including proficiency in terms of Section 150(1) of the Act of all Independent Directors on the Board.

All the Directors of the Company have confirmed, that they have complied with the Company's code of conduct and none of the Director is disqualified as on the date of this report.

Committees of the Board

Board of Directors of the Company has formed following committees in terms of requirements of the Act, Listing Regulations and to improve Boards effectiveness and efficiency. These committees enable the Board to have detail analysis and focus attention on matter where specialized or technical discussions are required:

i. Audit Committee

ii. Nomination and Remuneration Committee

iii. Stakeholders Relationship Committee

iv. Corporate Social Responsibility Committee

v. Risk Management Committee

vi. Compensation Committee (ESOP)

vii. Borrowing Investment and Administrative Committee

Constitution of these committees is in terms of requirement of the Act and Listing Regulations. Details of the committees are given in the Corporate Governance Report, which forms part of this Annual Report. There was no instance where the Board did not accept the recommendation of the Audit Committee and Nomination and Remuneration Committee.

Performance Evaluation

The annual performance evaluation of the Board of Directors as a whole and individual Directors was conducted in accordance with the provisions of the Act and the Listing Regulations. The Board evaluated its performance after seeking inputs from all the Directors on the basis of criteria such as:

a. Attendance and participation in meetings

b. Effectiveness in decision making

c. Rendering independent and unbiased opinion

d. Open and constructive communication

e. Leadership initiative and ethical conduct

f. Professional skills, problem solving and decision making

g. Ability for providing strategic direction and proper discharge of responsibility

Independent Directors at their meeting held on March 21, 2023 have done performance evaluation of the Chairman and Non-Independent Directors.

Meetings of Board of Directors

The Board meets at least once in a quarter to review the financial results along with other agenda items. Additional meetings of the Board of Directors are conducted to consider significant matters, whenever required. For any business exigencies, the resolutions are passed by circulation and later placed at the subsequent Board / Committee Meeting for ratification/approval.

During the year under review, four meetings of the Board of Directors of the Company were held on May 21, 2022, July 28, 2022, November 02, 2022 and February 03, 2023 respectively. The complete details about the Board's strength, attendance and remuneration of directors are given under the Corporate Governance Report forming part of this report.

Directors' Responsibility Statement

Pursuant to Section 134 (3) (c) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

a) In preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures.

b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period.

c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

d) The directors had prepared the annual accounts on a going concern basis.

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

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

Auditors and their Reports

a) Statutory Auditors

M/s S. R. Baltiboi & Co. LLP Chartered Accountants were appointed as Statutory Auditors of the Company for their second term of five consecutive years, which will expire at the ensuing 57th Annual General Meeting of the Company. The Directors places on record their appreciation for their cooperation and support during their tenure as statutory auditors of the Company.

In view of the above, Directors recommend that M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) may be appointed as Statutory Auditors of the Company to hold office for the term of 5 (five) consecutive years from the conclusion of the ensuing Annual General Meeting, until the conclusion of the 62nd Annual General Meeting of the Company. M/s. Price Waterhouse Chartered Accountants LLP has confirmed their eligibility and willingness to act as Statutory Auditors of the Company, if appointed. The resolution seeking approval of the Members for appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) as Statutory Auditors of the Company forms part of AGM Notice.

The Auditors' Report of M/s S. R. Baltiboi & Co. LLP Chartered Accountant for FY 2022-23 is unmodified i.e. it does not contain any qualification, reservation or adverse remark or disclaimer and is self-explanatory.

b) Secretarial Auditors

Pursuant to the provisions of section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company appointed M/s RSM & Co., Company Secretaries (COP NO.3666) to undertake the Secretarial Audit of the Company for the FY 2023-24. The secretarial audit report is attached as **Annexure-2** of this report. The Secretarial Audit Report for FY 2022-23 does not contain any qualification, reservation or adverse remark or disclaimer and is self-explanatory.

c) **Cost Auditor**

M/s Jangira & Associates, Cost Accountants (FRN:103597) were re-appointed as cost auditors of the Company for the FY 2023-24. As per the provisions of the Act, the remuneration payable to the Cost Auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution seeking ratification of Members for the remuneration payable to M/s Jangira & Associates, Cost Accountants forms part of Annual General Meeting Notice.

Change in Equity Shares and ESOP

During the year, the Company issued and allotted 209000 equity shares of Rs.1/- each, pursuant to exercise of stock options by the eligible employees under Employee Stock Option Scheme, 2017. Accordingly the share capital has increased from 398622885 equity shares of Rs. 1/- each to 398831885 equity shares of Rs. 1/- each. There was no change in authorized capital of the Company, during the year.

In compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI Regulations 2021') a certificate from the Secretarial Auditors confirming implementation of the above Scheme is obtained and is annexed as **Annexure-3**.

The statutory disclosures as mandated under the Act and the SEBI Regulations 2021 are available on the Company's website www.jaispring.com.

The Company has not issued any sweat equity shares or equity shares with differential voting rights hence there is no information required to be furnished in terms of provisions of Rule 4(4) and Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014.

Transfer of amount to Investor Education and Protection Fund

Pursuant to provisions of Section 124(6) of the Act and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the amount of dividend entitlements that remained unclaimed for seven consecutive years or more and corresponding shares thereof were transferred by the Company to Investor Education and Protection Fund (IEPF). The details of dividends and shares which were transferred to IEPF during the year and the future due dates for the transfer of unclaimed and unpaid dividends to the IEPF have been provided under the Corporate Governance section at **Annexure-5**. A detailed list of shareholders whose dividend or shares have been transferred to IEPF is also available at the website of the Company https://www.jaispring.com/unclaimed-dividend.html.

Business Responsibility and Sustainability Report (BRSR)

SEBI, vide its circular dated May 10, 2021, has introduced new reporting requirement on ESG (Environment, Social and Governance) parameters called Business Responsibility and Sustainability Report (BRSR). BRSR is mandatory for top 1,000 listed companies (by market capitalization) from FY 2022-23 and is intended towards having quantitative and standardized disclosures on ESG parameters. Business Responsibility and Sustainability Report in terms of the provisions of Regulation 34 of Listing Regulations forms integral part of this report and annexed as **Annexure-4**.

Management Discussion & Analysis

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI Listing Regulations, is presented in a separate section forming part of the Annual Report.

Corporate Governance

The Management attaches importance to observe the principles of corporate governance in its work. Pursuant to Regulation 34 of the Listing Regulations, a separate report on compliance with corporate governance conditions and the auditor's certificate thereon forms an integral part of this report as **Annexure-5**. The Auditor's certificate on Corporate Governance Report of the Company does not contain any qualification or remark.

Web Link of Annual Return

The Company has a functional and updated website at www.jaipsring.com. The annual return of the Company under the Companies Act, 2013 is also published on Company's website https://www.jaispring.com/annual-return.html

Particulars of Employees

In terms of provisions of Section 197(12) of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, disclosures pertaining to remuneration and other details are given at **Annexure-6** and forms an integral part of this report.

As per the provisions of Section 136(1) of the Companies Act, 2013, the Annual Report and the Accounts are being sent to all the members of the Company, excluding the information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Any member interested in obtaining such information may write to the Company Secretary at the Registered Office. The said information is also available for inspection at the Registered Office during working hours up to the date of the ensuing Annual General Meeting.

Corporate Social Responsibility (CSR)

The Company emphasizes corporate social responsibility activities that promote healthcare, including preventive healthcare, community service, promotion of education, environmental protection, promotion of sports and community outreach. Company's CSR policy and details of its corporate social responsibility activities are available on the Company's website at https://www.jaispring.com/csr.html. The annual report on CSR activities carried out by the company during the year under review is attached as **Annexure – 7** of this report, which constitutes an integral part of this report.

Particulars of Loans, Guarantees or Investments

Details of loans, guarantees and investments covered by the provisions of Section 186 of the Companies Act, 2013 are set out in the notes to the Financial Statements.

Energy Conservation, Technology Absorption & Foreign Exchange

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134(3) (m) of the Act read with Companies (Accounts) Rules, 2014 are provided as **Annexure – 8** and forms an integral part of this report.

Risk Management Policy

The management has an ongoing approach to risk management, i.e. identifying, analyzing, mitigating or reducing risks and implementing an effective risk management framework for this purpose. The Risk Management Committee of the Board of Directors has formulated a risk management policy for the company. The policy is designed to review risks on a regular basis and provides a risk management framework for the timely and effective monitoring and implementation of risk mitigation measures. Risk management policy is governed and overseen by the Risk Management Committee and is available on the Company's website at https://www.jaispring.com/assets/investor-relation/corporate-governance/RISK-MANAGEMENT-POLICY.pdf One of the major objectives of the Company's 5 year plan namely "Lakshya 50XT" is to de-risk the Company from cyclical CV market and product.

Internal Financial Control

The Company has in place appropriate internal financial controls, systems and procedures to safeguard its assets, prevent and detect fraud and errors, ensure accuracy and completeness of accounting records and timely preparation of reliable financial information. M/s Protiviti Risk & Business Consulting is the Company's internal auditor. Internal auditors independently assess the adequacy of internal controls, procedures and concurrently audit majority of the transactions in value terms. The internal auditor's report is submitted to the Audit Committee.

Vigil Mechanism / Whistle Blower

The Company has adopted a Whistle Blower Policy establishing vigil mechanism to deal with any fraud, irregularities or mismanagement within the company. Policy allows directors and employees to write directly to the chair of the audit committee to report any fraud, irregularities, or mismanagement. The policy ensures that concerns received are handled with confidentiality and without discrimination or harm to any whistleblower. There was no complaint received under vigil mechanism during the year under review. The Whistleblower Policy is available at the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/Whistle-Blower-Mechanism.pdf

Related-Party Transactions

Details of related party transactions entered into by the Company during FY 2022-23 are provided in financial statements in accordance with applicable Accounting Standards. All contracts/arrangements/transactions with related parties were done on an arm's length basis, in the ordinary course of business and in compliance with applicable provisions of the Act and Listing Regulations. Approval of the Audit Committee was obtained for related party transactions. Transactions, which were repetitive in nature were got approved through omnibus route. Details of the material related party transactions entered into by the Company in FY 2022-23 are set out in AOC-2 form in **Annexure 9** to this report. Approval of the members is being sought for entering into material related party transactions with a subsidiary company i.e. Jai Suspension Systems Private Limited in terms of regulation 23(4) of Listing Regulations and Section 188 of the Act.

Company's policy on Related Party Transactions is available at the Company's website at https://www.jaispring.com/assets/investor-relation/corporate-governance/Policy-on-Related-Party-Transaction.pdf

Transactions with person or entity belonging to the promoter/promoter group holding 10% or more shareholding in the Company are provided in the Financial Statements.

IPR

Company's Trademark 'JAI' is registered in 15 countries across the world. During the year under review Company has applied for getting 'Well Known' status of its Trademark. Company is copyright holder of about 120 designs of its products. During the year under review the Company has applied for copyright registration of 20 new designs. Company holds one patent of its product "Air Suspension System". During the year under review, the Company has applied for getting another Patent of its product "Air Suspension System for Trailer".

Disclosure for Compliance with Secretarial Standards

The Company is in compliance with the Secretarial Standard-1 (Meetings of Board of Directors) and Secretarial Standard-2 (General Meetings) issued by the Institute of Company Secretaries of India.

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has constituted a committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, no complaint under that Act was received. The Company's Sexual Harassment Policy is available on its website at https://www.jaispring.com/assets/investor-relation/corporate-governance/Sexual%20Harrasment%20Policy.pdf.

Details in respect of fraud reported by auditors under section 143(12) of the Act other than those which are reportable to the central government

No fraud has been reported by auditors under section 143(12) of the Act other than those which are reportable to the Central Government during the financial year 2022-23.

Appreciation

The board of directors expresses its heartfelt thanks and appreciation to employees at all levels for their hard work, solidarity, cooperation and dedication over the past year. The Board expresses its gratitude to customers, shareholders, suppliers, bankers, business partners, regulators and government agencies for their continued support.

For and on behalf of the Board of Directors

Place: New Delhi
Date: May 29, 2023

Randeep Singh Jauhar
Chairman & Executive Director

Annexure-1

Appointment, nomination and remuneration of Directors, Key Managerial Personnel and Senior Management

In terms of the provisions of Companies Act, 2013 ("the Act") and the SEBI Listing Regulations, the Company has a Nomination and Remuneration Committee of the Board to deal with the matter related to appointment, nomination and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel. Following is the constitution and terms of reference of the Nomination and Remuneration Committee:

1. Mr. Shashi Bhushan Bansal, Chairman
2. Mr Gautam Mukherjee, Member
3. Mr. U. K. Singhal, Member
    i. The Committee shall identify persons who are qualified to become Directors and who may be appointed as Key Managerial Personnel, Senior Management Personnel in accordance with the criteria laid down and shall recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
    ii. The Committee shall also formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and Senior Management.
    iii. The Committee shall, while formulating the policy relating to the remuneration, ensure that-
        a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
        b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.

The Committee considers and determines the remuneration payable to the Director or KMP or Senior Management Personnel and recommends the same to the Board for approval. The appointment, re- appointment and the remuneration of a Director or KMP or Senior Management Personnel is decided in accordance with criteria mentioned below and the conditions laid down as per the provisions of the Companies Act, 2013, Listing Regulations and the rules and regulations made thereunder and subject to the approval of the shareholders of the Company and Central Government, wherever required.

Criteria for appointment of Directors, KMP and Senior Management Personnel

a) Qualification;

b) Age and experience;

c) Specialize expertise, if any;

d) Diversity of the Board after his or her appointment; Demonstrable leadership qualities and interpersonal communication skills of the person;

e) Number of years of service, period of employment or association of the person with the Company, if any;

f) Special achievement and operational efficiency of the person which contributed to growth in business in the relevant functional area, if applicable;

g) Constructive and active participation of the persons in the affairs of the Company, if applicable;

h) Transparency, unbiased and impartial opinions and ability of maintaining confidentiality;

i) In case of appointment as Independent Director, fulfillment of criteria defined in the Act and Listing Regulations.

Senior Management Personnel shall include employee one level below chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

The appointment of Whole Time Director or Managing Director is made for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term. The Non-Executive and Independent Director are appointed in terms of the provisions of Companies Act, 2013, the Listing Regulations with the approval of the members of the Company, if required. An Independent Director is appointed for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. At the time of appointment of a person as an Independent Director a declaration is taken from such person that he fulfills the criteria of Independence as defined in the Act and SEBI Listing Regulations. Every independent director shall, at the first meeting of the Board in which he participates as a director and thereafter at the first meeting of the Board in every financial year or whenever there is any change in the circumstances which may affect his status as an independent director, submit a declaration that he meets the criteria of independence as provided in clause (b) of sub-regulation (1) of Regulation 16 and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. No person shall be appointed or continue as an alternate director for an independent director of a listed entity. All the Non-Executive and Independent Director receive remuneration by way of fees for attending meetings of Board or Committee thereof.

The Company has taken Directors & Officers liability insurance for its Directors and officers. The premium paid on such insurance is not treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

The Director, KMP and Senior Management Personnel retire as per the applicable provisions of the Companies Act, 2013 and terms of their appointment. The Board can re-appoint a retiring Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company subject to the provisions of the Act and SEBI Listing Regulations.

The performance evaluation of Directors is done by the Board based on the criteria of attendance and contributions at Board/Committee Meetings as also for the role played other than at Meetings. The Present Structure of the Board Consist of optimum combination of Executive and Non- Executive Directors and the Board has also appointed Woman Director as mandated by the Companies Act, 2013 and the SEBI Listing Regulations. Company also recognizes that all appointments, whenever required shall be made on merit, in the context of the skills, experience, independence and knowledge which the Board as a whole requires to be effective and the Board should be diversified Board containing expert from different field so that their experience as well as knowledge could be used for the benefit of the Company.

Annexure-2

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 read with Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
JAMNA AUTO INDUSTRIES LIMITED

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **JAMNA AUTO INDUSTRIES LIMITED** (hereinafter called "the Company"). 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, 2023 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 31st March, 2023 according to the provisions of :–

1. The Companies Act, 2013 ("the Act") and Rules made thereunder as amended/modified;

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

3. The Depositories Act 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations,2018, to the extent applicable;

4. 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 Borrowings;

5. 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 to the extent applicable;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent applicable;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the extent applicable;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021 to the extent applicable;

   (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (**Not applicable to the Company during the audit period**).

   (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (**Not applicable to the Company during the audit period**).

   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the audit period**). and

   (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable;

   (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations 2009 to the extent applicable; and

6. We further report that with respect to the compliance of the below mentioned laws, we have relied on the representations

made by the Company and its officers for system and mechanism framed by the Company for compliances under the following Specific laws applicable as mentioned hereunder:

(i) Factories Act 1948, and rules made there under;

(ii) The Air (Prevention and Control of Pollution) Act, 1981 and Rules made thereunder;

(iii) The Environment Protection Act, 1986 and Hazardous and Other Wastes (Management and Trans boundary Movement) Rules, 2016 and other Rules made thereunder;

(iv) The Water (Prevention and Control of Pollution) Act, 1974 and Rule made thereunder;

(v) Contract Labour (Regulation & Abolition) Act, 1970 and rules made thereunder;

(vi) Petroleum Act, 1934 and Rules made thereunder;

(vii) Explosives Act, 1884 and Explosive Rules, 2008;

(viii) The Legal Metrology Act, 2009 and Rules made thereunder;

(ix) Indian Boilers Act, 1923 and Rules made thereunder.

We have also examined compliance with the applicable clause of the following:

i) Secretarial Standard with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;

ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

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 the 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 were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting; and

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of meetings of the Board of Directors or committee of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

We further report that during the audit of the Company no events occurred which has bearing on the Company’s affairs in pursuance of the above referred laws rules regulations guidelines, standard etc.

This report is to be read with our letter of even date which is annexed as “**Annexure-1**” and form an integral part of this report.

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN : F004468E000403691

Date : May 29, 2023
Place : Delhi

Annexure- 1

To,
The Members
JAMNA AUTO INDUSTRIES LIMITED

Our Report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on the 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 verifications were done on the 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 and books of accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliances of Laws, Rules and Regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable Laws, rule and regulations, standards is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.

6. Our Secretarial Audit Report 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

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN : F004468E000403691

Date : May 29, 2023
Place : Delhi

Annexure-3

DISCLOSURE PURSUANT TO REGULATION 13 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASES EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 AND THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014 FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2023

I. Employee Stock Option Scheme, 2017

The Company has issued stock options to its permanent employees in accordance with the Company's Employee Stock Option Scheme 2017. The Scheme is administered by the Compensation Committee constituted pursuant to Securities And Exchange Board Of India (Share Bases Employee Benefits and Sweat Equity Regulations), 2021. All the permanent employees of the Company and of the subsidiaries but excluding promoters of the Company are eligible to participate in the Scheme. The Committee grants stock options to the employees at its discretion depending upon criteria such as role/designation of the employee, length of service with the company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Committee.

Under the ESOP Scheme, the eligible employees shall be granted employee Stock Options which will be exercisable into equal number of equity shares of Rs.1/- each of the Company. The exercise price, in cash, is paid by the employee at the time of exercise of the stock option. No stock option is granted in lieu of cash. The option lapses if not exercised within a period of 3 years from the date of vesting of option. The lapsed option is available for being re-granted/ re-issue at a future date. The maximum number of options that may be granted to any specific employee is upto 0.5 % of the issued capital of the company.

II. Details of ESOS

(i) Description of ESOS existed at any time during the year

(a)	Date of Shareholders' approval	01.08.2017
(b)	Total number of options approved under the ESOS	The maximum aggregate number of Shares that may be granted under this Scheme (including Shares granted under earlier schemes) is 1,99,20,000 equity shares of Rs.1 each of the Company.
(c)	Vesting Requirement	Employee remain in employment of Company during vesting period. Vesting will start after one year from Grant Date as follows: I year: 10%; II year: 10%; III year: 5%; IV year: 0; V year: 75%
(d)	Exercise Price	Rs.50
(e)	Maximum term of options granted	Option to be exercised within 3 years of vesting.
(f)	Sources of shares	Primary Issuance
(g)	Variation in terms of options	Nil
(h)	Diluted EPS	Rs.4.20

(ii) Method used to account for ESOS: Fair Value

(iii) Expenses recognized for employee service received during the year: Rs.162.37 lakhs

(iv) Option movement during the year

(a)	Number of options outstanding at the beginning of the year	23,96,000
(b)	Number of options granted during the year	Nil
(c)	Number of options forfeited / lapsed during the year	Nil
(d)	Number of options vested during the year	2,55,500
(e)	Number of options exercised during the year	2,09,000
(f)	Number of shares arising as a result of exercise of options	2,09,000
(g)	Money realized by exercise of options (Rs.)	1,04,50,000
(h)	Loan repaid by the trust during the year from exercise price received	N.A.
(i)	Number of options outstanding at the end of the year	21,87,000
(j)	Number of options exercisable at the end of the year	1,43,000

(v) Weighted-average exercise prices and weighted-average fair values of options

(a)	Where exercise price is less than market price of stock	Rs.31.10
(b)	Where exercise price exceeds market price of stock	Nil
(c)	Where exercise price is equal to market price of stock	Nil

(vi) Employee-wise details of options granted during the year to

(a)	KMP and Senior managerial personnel	Nil
(b)	Other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year	Nil
(c)	Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	Nil

(vii) Method and significant assumptions used to estimate the fair value of option granted during the year

The fair value of each option is estimated using the Black Scholes model after applying the following assumptions:

	Date of Grant	26.12.2020
1	Risk free interest rates	4.21% - 5.89%
2	Expected life	2.50 years – 6.50 years
3	Expected volatility	47.1% - 52.3%
4	Dividend yield	0.72%
5	Price of the underlying share in market at the time of the option grant	Rs.58.30

The equity shares of the company are listed on stock exchanges and the following variables have been used for the purpose of arriving at the fair value of the stock options:

1. **Stock Price Now:** Equity shares price of Rs.58.30 at NSE on 24 December, 2020 been the closing price of equity shares of Company.
2. **Annual Volatility:** Volatility is the degree to which price moves, whether it goes up or down. It is a measure of the speed and magnitude of the underlying's price changes. The Fair value of an option is sensitive to this variable. Higher the volatility, higher is the fair value. Volatility of the equity shares of the Company has been considered commensurate with the expected life of the options being valued.
3. **Risk free Rate:** The risk-free interest rate considered is the interest rate applicable for maturity equal to the expected life of the options on the date of grant of options based on the zero-coupon yield curve for Government Securities available as on December 26, 2020.
4. **Exercise Price:** The exercise price of the options is Rs.50.
5. **Time to option's maturity, in years:** Expected life of options is the period for which the option is expected to be live / remain un-exercised. The expected life of options has been calculated as the sum of the total vesting period and 20% of the exercise period.
6. **Dividend yield:** Dividend yield has been taken as 0.72%.

Annexure-4

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. DETAILS

1	Corporate Identity Number (CIN) of the Listed Entity	L35911HR1965PLC004485
2	Name of the Listed Entity	Jamna Auto Industries Limited
3	Year of incorporation	30-09-1965
4	Registered office address	Jai Spring Road, Industrial Area, Yamuna Nagar, Haryana-135001
5	Corporate address	2, Park Lane, Kishangarh, Vasant Kunj, New Delhi-110070 Unit no.408, 4th floor, Tower B, Vatika Mindscapes, Sector - 27 D, NH-2, Faridabad - 121003 (HR)
6	E-mail	investor.relations@jaispring.com
7	Telephone	0129-4006885
8	Website	www.jaispring.com
9	Financial year for which reporting is being done	April 01, 2022 to March 31, 2023
10	Name of the Stock Exchange(s) where shares are listed	The National Stock Exchange of India Limited (NSE) and BSE Limited (BSE)
11	Paid-up Capital	398693235
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	
	Name Of Contact Person	Mr. Praveen Lakhera
	Contact Number Of Contact Person	0129-4006885
	Email Of Contact Person	praveen@jaispring.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).	Standalone basis

II. PRODUCTS/SERVICES

14. Details of business activities

Description of main activity	Description of business activity	% of turnover
Manufacturing	The Company is in the business of manufacturing, distribution, sale, trading of automotive suspension and its allied parts which includes (i)Parabolic and Tapered Leaf spring, (ii) Lift Axle, (iii) Air Suspension, Stabilizer Bars, Bushes and (iv) allied products	100

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Product/Service	NIC Code	% of total Turnover contributed
Manufacture, distribution, sale, trading of diverse parts and accessories for motor vehicles	29301	100

III. OPERATIONS

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	7	3	10
International	Nil	Nil	Nil

17. Markets served by the entity:

a. Number of locations

Location	Number
National(No. of States)	29
International(No. of Countries)	15

b. What is the contribution of exports as a percentage of the total turnover of the entity?

1.10 % of the total turnover of the entity is contributed through export.

c. A brief on types of customers

Company has following types of customers:

1. Original Equipment Manufacturers (OEMs)
2. After Market
3. Export Customers

The Company serves its esteemed customers from its plants across India, strategically located in close proximity to OEMs. Company has strong aftermarket network with around 300+ distributors, 14000 stores, and 15000+ mechanics for the Indian aftermarket and offers top-notch customer support through its sizable sales force. Company currently supply springs to aftermarkets in over 15 different countries.

IV. EMPLOYEES

18. 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)	619	605	97.74	14	2.26
2.	Other than Permanent (E)	19	17	89.47	2	10.53
3.	Total employees (D + E)	638	622	97.49	16	2.51
WORKERS						
4.	Permanent (F)	413	413	100.00	-	0.00
5.	Other than Permanent (G)	2502	2469	98.68	33	1.32
6.	Total workers (F + G)	2915	2882	98.87	33	1.13

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)	7	7	100	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total differently abled employees (D + E)	7	7	100	-	-
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	9	9	100	-	-
5.	Other than Permanent (G)	5	5	100	-	-
6.	Total workers (F + G)	14	14	100	-	-

19. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8	1	12.50
Key Management Personnel (KMP)	3*	Nil	0.00

*KMP covers Mr. P.S Jauhar, MD & CEO.

20. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Particulars	FY 2022-23 (Turnover rate in current FY)			FY 2021-22 (Turnover rate in previous FY)			FY 2020-21 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	6.61	0.34	6.95	1.87	2.85	4.75	7.6	Nil	7.6
Permanent Workers	11.32	Nil	11.32	11.60	Nil	11.60	Nil	Nil	Nil

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

21. (a)Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name 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	Jai Suspensions Limited	Subsidiary	100	No
2	Jai Automotive Components Limited	Subsidiary	100	No
3	Jai Suspension Systems Private Limited	Subsidiary	99.9985	No

VI. CSR DETAILS

22. CSR Details

Whether CSR is applicable as per section 135 of Companies Act, 2013	Yes
Turnover (Rs. in crores)	2,231.83
Net worth (Rs. in crores)	771.97

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

23. 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 2022-23 (Currrent Financial Year)			FY 2021-22 (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	Yes www.jaispring.com	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	No	Nil	Nil	-	Nil	Nil	-
Shareholders	Yes www.jaispring.com	21	21	The investor complaints are amicably resolved.	8	8	The investor complaints are amicably resolved.
Employees and workers	Yes www.zingHR.com	Nil	Nil	-	Nil	Nil	-
Customers	Yes www.jaispring.com	Nil	Nil	-	Nil	Nil	-
Value Chain Partners	Yes www.jaispring.com	Nil	Nil	-	Nil	Nil	-

HR handbook containing policies, rules and procedures of the company is available at Zing HR portal. Employee can access the HR handbook through his/her login. ZingHR is a cloud based HR service provider.

The OEM Customers may contact their respective relationship manager for immediate redressal of their complaints.

24. 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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	ESG	O	A regulatory mechanism towards ESG structure provides an opportunity to the Company, to periodically review its policies and procedures for creating a robust ESG Governance Structure that will enable the Company to act as a responsible corporate citizen.	Not Applicable	Positive Implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Regulatory Environment	R	Timely and correct adherence to the statutory/regulatory compliances, reduces risk of fines and penalties.	We endeavour to create a work culture and environment, which enables and ensures timely completion of all compliances under rules and regulations applicable to the company.	Positive Implications
3	Information and technology	O	The Company strategic collaboration with Ramco Systems presents us with new digital competencies and digitizes all of our after-market services. This enables the Company to be at forefront as market leaders with better services.	Not Applicable	Positive Implications

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

PRINCIPLES

Principle 1 (P1)
Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable

Principle 2 (P2)
Businesses should provide goods and services in a manner that is sustainable and safe

Principle 3 (P3)
Businesses should respect and promote the well-being of all employees, including those in their value chains

Principle 4 (P4)
Businesses should respect the interests of and be responsive towards all its stakeholders

Principle 5 (P5)
Businesses should respect and promote human rights

Principle 6 (P6)
Businesses should respect, protect and make efforts to restore the environment

Principle 7 (P7)
Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Principle 8 (P8)
Businesses should promote inclusive growth and equitable development

Principle 9 (P9)
Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure

	Policy and Management Processes	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	N	Y	N
	b. Has the policy been approved by the Board? (Yes/No)	Y	N	N	N	N	N	N	N	N
		Company has policies for covering respective principles duly approved by the management. However approval of the Board of directors are taken wherever statutorily required.								
	c. Web Link of the Policies, if available	All the policies which are statutorily required are hosted on the website of the Company i.e. www.jaispring.com. The access to the other policies are available to the employees and concerned stakeholders on need basis.								
2	Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	N	Y	N
		For P7 & P9 the need of the policy has not been felt.								
3	Do the enlisted policies extend to your value chain partners? (Yes/No)	No								
4	Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusts) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 45001 OHSMS,for occupational health and safety								
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	There were no specific commitments, goals and targets set by the Company.								
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	-								

Governance, leadership and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	Jamna Auto Industries Limited is pleased to present its first Business Responsibility and Sustainability Report (BRSR) for the Financial Year 2022-23 which supersedes previous Business Responsibility Report (BRR). We are thankful to all our stakeholders for investing their trust & belief in us that has helped us to grow exponentially over the past years. Our contribution towards ESG is to work rigorously on various aspects like resource management, energy management, emission reduction, water and waste management to imbibe best practices, we specifically work towards integrating ethical, environmental & social practices in our supply chain. We ensure adherence to all environmental and other applicable compliances. Backed by our R&D expertise, we are constantly exploring sustainable and environment-friendly products that can offer maximum value with minimum impact on the environment. Our approach to sustainability is not based on merely meeting compliances but goes a step beyond towards institutionalization of sustainability practices. We ensure all our business activities are conducted in accordance with ethical principles, internal policies, procedures, and relevant laws and regulations.
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. SPS Kohli, Executive Director
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.	Yes, Mr. SPS Kohli, Executive Directive of the company overseas the implementation of the Sustainability related issues.

10. Details of Review of NGRBCs by the Company:	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee								
Subject for Review	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
Performance against above policies and follow up action Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee	Directors								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee	Directors								
Subject for Review	**Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)**								
Performance against above policies and follow up action Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)	Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)	Annually								
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								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Question	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	The Company has not been engaged in any activity or business to influence public or regulatory policy for P7 and P9. As such need of the policy is not been felt.								
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 entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

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	4	The Board of Directors are provided with the insights of the Company at regular intervals on Business Models, changes in policies, other regulatory updates and CSR. Presentations on quarterly basis are also made to the Board providing business performance updates.	100%
Key Managerial Personnel	7	The KMPs are given periodic updates on regulatory updates and Company's Code of Conduct and Code of Conduct for insider trading and fair disclosure and Whistle Blower Policy.	100%
Employees other than BoD and KMPs	7	The Employees other than BODs and KMPs are given periodic updates on regulatory updates and Company's Code of Conduct and Code of Conduct for insider trading and fair disclosure and Whistle Blower Policy.	90%
Workers	25	The workers are given training and awareness sessions on safety, health, first aid, fire , quality, product, whistle blower mechanism and 5s.	70%

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 INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/ Fine	There were no 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.			
Settlement				
Compounding fee				

		Non-Monetary		
NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In INR)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment	There were no imprisonment or punishment with regulators/ law enforcement agencies/ judicial institutions, in the financial year.			
Punishment				
Compounding fee				

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
Not Applicable, since there were no cases during the year where monetary or non-monetary action has been appealed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.	

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 anti-corruption and anti-bribery is the part of the Company's Code of Conduct. The policy is available at the Company's website at www.jaispring.com.

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 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Directors	There was no disciplinary action taken by any law enforcement agency for the charges of bribery/ corruption against any Director/KMP/employee/worker during the FY23 and FY22.	
KMPs		
Employees		
Workers		

6. **Details of complaints with regard to conflict of interest:**

	FY 2022-23 (Current Financial Year)		FY 2021-22 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	There was no complaint registered with regard to conflict of interest during the FY23 and FY22.			
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

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.**

Not applicable, since no fines, penalties or actions were imposed by regulatory, law enforcement or judicial authorities on cases related to corruption and conflicts of interest.

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
55	1. Providing sustainable and safe goods and services. 2. Work place safety, employees well being and their rights. 3. Conducting business in responsible manner towards consumer and supply chain.	90%

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 Code of Conduct carries explicit clauses covering avoidance of conflict of interest. Additionally, the Company is obtaining disclosures from the Directors on their nature of interests in other Companies.

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.**

	FY 2022-23	FY 2021-22	Details of improvements in environmental and social impacts
R&D	0	0	Not Applicable
Capex	0	0	Not Applicable

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No) If yes, what percentage of inputs were sourced sustainably?**

Yes, the Company has procedures in place for sustainable sourcing 90% of the inputs were sourced sustainably.

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)**

The Company does not reclaim its products. However, it has process in place to dispose plastics as per the Plastic Waste Management Rules, 2016

(b) **E-waste**

The Company does not reclaim its products. However, it has process in place to dispose e-waste as per E-Waste Management Rules 2022.

(c) **Hazardous waste**

The Company does not reclaim its products. However, it has process in place to dispose hazardous waste as per Hazardous and other Wastes (Management & Transboundary Movement) Rules, 2016.

(d) **Other waste.**

The Company does not reclaim its products. However, it disposes all other wastes as per applicable laws and/or best practices.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). 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.**

Yes, waste management plan of the Company considers the evolving regulations from a waste minimization and is in line with the Extended Producer Responsiblity (ERP) Plan Submitted to Center Pollution Control Boards.

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?**

No, The Company does not conduct Life Cycle Perspective / Assessments (LCA) for any of 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.**

Not applicable, since the Company does not conduct Life Cycle Perspective / Assessments (LCA) for any of 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).**

Nil.

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 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	-	-	-	-	-
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
Not Applicable	

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	Total (A)	% of employees covered by									
		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	605	605	100	523	86.45	-	-	-	-	-	-
Female	14	14	100	13	92.86	14	100	-	-	-	-
Total	619	619	100	536	86.59	14	2.26	-	-	-	-
Other than Permanent employees											
Male	17	17	100	17	100	-	-	-	-	-	-
Female	2	2	100	2	100	2	100	-	-	-	-
Total	19	19	100	19	100	2	10.53	-	-	-	-

b. **Details of measures for the well-being of workers:**

Category	Total (A)	% of employees covered by									
		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	413	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	413	-	-	-	-	-	-	-	-	-	-
Other than Permanent workers											
Male	2469	-	-	-	-	-	-	-	-	-	-
Female	33	-	-	-	-	-	-	-	-	-	-
Total	2502	-	-	-	-	-	-	-	-	-	-

The Company ensures that all statutory benefits are extended to the workforce including maternity benefits and benefits under Employees State Insurance Act, 1948.

2. **Details of retirement benefits, for Current FY and Previous Financial Year.**

Benefits	FY 2022-23			FY 2021-22		
	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	Yes	100	100	Yes
Gratuity	100	100	Yes	100	100	Yes
ESI	100	100	Yes	100	100	Yes
Others - please specify						

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.

Yes, the premises/offices of the Company are accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.

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 Company has an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016 and the same is available at: www.zinghr.com and accessible to employees.

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	The company does not have policy for parental leave.Benefits under Maternity Benifit Act are granted to Female employees and retention rate is more than 90%.			
Female				
Total				

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

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, we have internal policies/mechanism which are accessible to the permanent workers.
Other than Permanent Workers	Yes, we have internal policies/mechanism which are accessible to other than permanent workers.
Permanent Employees	Yes, we have internal policies/mechanism which are accessible to the permanent employees.
Other than Permanent Employees	Yes, we have internal policies/mechanism which are accessible to other than permanent employees.

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

Category	FY 2022-23 (Current Financial Year)			FY 2021-22 (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	619	-	-	-	-	-
- Male	605	-	-	670	-	-
- Female	14	-	-	-	-	-
Total Permanent Workers	413	-	-	427	-	-
- Male	413	-	-	422	-	-
- Female	0	-	-	5	-	-

8. **Details of training given to employees and workers:**

Category	FY 2022-23 (Current Financial Year)					FY 2021-22 (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	622	577	92.77	344	55.31	670	264	39.40	203	30.30
Female	16	15	93.75	4	25.00	8	6	75	8	100
Total	638	592	92.79	348	54.55	678	270	39.82	211	31.12
WORKERS										
Male	2882	2227	77.27	1112	38.58	2704	2196	81.21	1176	43.49
Female	33	25	75.76	13	39.39	30	21	70.00	11	36.67
Total	2915	2252	77.26	1125	38.59	2734	2217	81.09	1187	43.42

9. **Details of performance and career development reviews of employees and worker:**

Category	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
EMPLOYEES						
Male	622	617	99.20	670	514	76.72
Female	16	7	43.75	8	6	75
Total	638	624	97.81	678	520	76.70
WORKERS						
Male	2882	2122	73.63	2704	1798	66.49
Female	33	11	33.33	30	11	36.66
Total	2915	2133	73.17	2734	1809	66.17

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 such system?

Yes, ISO 45001 OHSMS is implemented for manufacturing plants.

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 identification of risks and development of mitigation plan is formulated as per risk assessment process under ISP 45001. The Unit wise trainings are conducted to mitigate the risk and processes are periodically reviewed to ensure safety at workplace..

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes, we have processes for workers to report the work related hazards and to remove themselves from such risks.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, all the employees and workers have access to non-occupational medical and healthcare services in all the manufacturing units.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	Current FY 2022-23	Previous FY 2021-22
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	56	48
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	45	47
No. of fatalities	Employees	Nil	Nil
	Workers	Nil	Nil
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	6	17

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

i. Training: We provide training to employees and workers on First aid, stress management, TPM, Fire Hydrant System, Fire & Safety, 5s, Product quality, product knowledge, technical training etc;

ii. Mock Drills: We periodically conduct mock drills to ensure Safety measures at each unit;

iii. Action Plan: well planned action plan and phase wise execution to eliminate the hazards & risks associated to Health, Safety & Environment.

13. Number of Complaints on the following made by employees and workers:

	FY 2022-23 (Current Financial Year)			FY 2021-22 (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					
Health & Safety						

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	100%(Internal Assessment)
Working Conditions	100%(Internal Assessment)

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.

Not Applicable.

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, an amount of Rs. 3.25 Lacs is given as a compensatory package in the event of death of any employee.

b. Workers (Y/N) Yes. As per Employees State Insurance Act,1948 and Rs.3.25 compensatory package in the event of death of any worker.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

   The Company periodically checks the compliances and statutory dues of contractors and suppliers.

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:**

   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, provides transition assistance programs for all the employees to facilitate continued employability during career ending resulting from retirement. However, this practice is not followed for termination cases.

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	90%
Working Conditions	90%

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.**

   No such risk perceived.

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 Company identifies its key stakeholders that adds value to the business of the company which includes investors, shareholders, financial institutions, various government authorities, employees, workers, vendors, customers, suppliers, contractors, communities, NGO's, etc.

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
Employees/ Workers	No	Emails, Notices , ZingHR	Regular as and when required	Decisions making, day to day operations, building teams, trainings and growing together.
Shareholder/ investor and investors	No	Stock Exchange, Email, Newspaper and Website	Regular as and when required	Update on Company Business, Financial Results, Annual accounts, dividend related, etc
Customers	No	Meetings, Emails, Phamphet and Advertisements.	Regular as and when required	Stay in touch with the customers and to receive their feedback on products.

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
Vendors and Suppliers	No	Meetings, Emails and Phamphet	Regular as and when required	Stay in touch with vendors and suppliers who supply input material/services to the Company.
Communities and NGOs's	Yes	Community Meetings	Regular as and when required	For CSR initiatives, and social impact of our business operations on communities

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.**

   The Company welcomes the connection with the stakeholders. The Board will review any feedback, as and when there will be requirement.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). 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.**

   Yes. We regularly engage with our stakeholders such as investors, lenders, suppliers, business partners, community, employees, customers etc for business. We reach out to the stakeholder directly when there is any risk is identified and helping them with an informed decisions. However, the stakeholder consultation will be used to support the identification and management of environmental, and social topics whenever there will be requirement.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   a. Anganwadi workers raised concern about anemic pregnant women and malnourished children in their villages. Our CSR team distributed nutritional kits to the needy ones on monthly basis. Also organised health check- up camps and awareness session for anaemic girls, women and malnutrition children.

   b. Open defecation is a threat to women's safety and environment, health and dignity. Under CSR project we constructed more than 12 individual toilets for BPL/EWS families and sensitized community people on use of toilets.

   c. Mental Health for prisoners in Haryana State District Prisons. This concern was raised by the prison authorities and we organised "Art of Thinking" sessions by a motivational speaker for prisoners to make them positive towards their life and well being.

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 2022-23 (Current Financial Year)			FY 2021-22 (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	619	614	99.19	678	321	47.35
Other than permanent	19	19	100	26	25	96.15
Total Employees	638	637	99.84	704	346	49.15
Workers						
Permanent	413	311	75.30	435	421	96.78
Other than permanent	2502	2001	79.98	2299	1592	69.25
Total Workers	2915	2312	79.31	2734	2013	73.63

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	FY 2022-23 (Current Financial Year)					FY 2021-22 (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. (F)	% (F / D)
Employees										
Permanent	619	-	-	619	100	683	-	-	683	100.00
Male	605	-	-	605	100	670	-	-	670	100.00
Female	14	-	-	14	100	13	-	-	13	100.00
Other than permanent	19	-	-	19	100	26	-	-	26	100.00
Male	17	-	-	17	100	18	-	-	18	100.00
Female	2	-	-	2	100	8	-	-	8	100.00
Workers										
Permanent	413	-	-	413	100	427	-	-	427	100.00
Male	413	-	-	413	100	422	-	-	422	100.00
Female	-	-	-	-	0.00	5	-	-	5	100.00
Other than permanent	2502	637	25.46	1865	74.54	2302	1153	49.95	1149	49.91
Male	2469	606	24.54	1863	75.46	2277	1129	54.62	1148	50.41
Female	33	31	93.94	2	6.06	25	24	96	1	4

3. **Details of remuneration/salary/wages, in the following format:**

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	8	4,80,000 p.a.	1	330000 p.a.
Key Managerial Personnel	3	75,46,728 p.a.	0	0
Employees other than BoD and KMP	581	3,98,328 p.a.	19	9,00,000 p.a.
Workers	2958	3,61,728 p.a.	34	2,16,000 p.a.

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 Company has HR Policy through which it endeavors to protect Human Rights at workplace. Corporate Human resource department looks into the matter of human rights at the Company level. Complaints related to any matter including human rights can also be raised through whistle blower mechanism.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

   The Company has HR Policy through which it endeavors to protect Human Rights at workplace. Unit wise committees are formulated which addresses and amicably resolves the grievances at unit levels. The Company has established Whistle Blower Mechanism and POSH which solves grievances at corporate level.

6. **Number of Complaints on the following made by employees and workers:**

	FY 2022-23 (Current Financial Year)			FY 2021-22 (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	There were no complaints on any of these above matters by employees and workers during the FY 2022-23 and 2021-22.					
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wagest						
Other human rights related issues						

7. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

The Company's policies provide adequate safeguards against victimization of worker/employee who makes any complaint. The complainant information is kept confidential and no unfair treatment is done to him/her. Complete protection is given to him/her against any practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like.

8. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, wherever, there is a requirement of the business arrangement, the suitable conditions related to human rights requirement are incorporated in such contract/agreement.

9. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100% (Internal Assessment)
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others - please specify	

10. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

No such concern point arises from point no. 9.

LEADERSHIP INDICATORS

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

The Company periodically familiarizes employees and workers about their rights and duties under Company's policies and procedures.

2. **Details of the scope and coverage of any Human rights due-diligence conducted.**

   The Company internally assess the effectiveness and efficiency of HR Policies to protect human rights.

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?**

   Yes

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	90%
Forced/involuntary labour	90%
Sexual harassment	90%
Discrimination at workplace	90%
Wages	90%
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.**

   No such concern arises out of point no.4.

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	Current FY 2022-23 (in Joules)	Previous FY 2021-22 (in Joules)
Total electricity consumption (A)	118337891673994	76730514802750
Total fuel consumption (B)	113810834541241	161568450371249
Energy consumption through other sources (C)	7558564732280	43254022440
Total energy consumption (A+B+C)	239707290947515	238342219196439
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	10740.39	14453.37
Energy intensity (optional) - the relevant metric may be selected by the entity		

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 Company does not 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 2022-23 Kiloliters	FY 2021-22 Kiloliters
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	170908.32	164037.68
(iii) Third party water	31789.00	15462.00
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	202697.32	179499.68
Total volume of water consumption (in kilolitres)	191779.06	171343.90
Water intensity per rupee of turnover (Water consumed / turnover)	0.00	0.00
Water intensity (optional) - the relevant metric may be selected by the entity	-	-

Note: Independent assessment has been carried out by an external agency at Yamuna Nagar Unit.

4. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes, the Zero Liquid Discharge is implemented at Yamuna Nagar Unit from its effluent treatment plant.

5. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	FY 2022-23 MT	FY 2021-22 MT
NOx (MT)	152.7	147.26
SOx (MT)	63.03	66.28
Particulate matter (PM) (MT)	171.6	177
Persistent organic pollutants (POP) (MT)	46.8	54
Volatile organic compounds (VOC) (MT)	NA	NA
Hazardous air pollutants (HAP) (MT)	NA	NA

Note: Independent assessment has been carried out by an external agency at Yamuna Nagar Unit and Malanpur Unit

6. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	FY 2022-23 (in MT of CO2 equivalent)	FY 2021-22 (in MT of CO2 equivalent)
Total Scope 1 emissions (Break-up of the GHG into CO 2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available) Total Scope 2 emissions (Break-up of the GHG into CO 2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	20435.16	16641.78
Total Scope 1 and Scope 2 emissions per rupee of turnover	0.00	0.00
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity	-	-

7. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

The Company aims to be environmental efficient in its operations and to act according to its social responsibility to go green. During FY 2021-22 approximately 16% electricity was sourced in form of renewal energy.

The Company is moving towards sourcing power and fuel for its operation through renewal energy and clean fuel. Preference is given to technology machinery combining two or more process in one to save power. To reduce power consumption natural light is provided in manufacturing sheds.

The Company has installed DG retrofitting equipment in all the DG sets at Chennai, Hosur and Pillaipakkam units to reduce CO^2 emissions from DG Sets.

8. **Provide details related to waste management by the entity, in the following format:**

Parameter	FY 2022-23 (in Metric tonnes)	FY 2021-22 (in Metric tonnes)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	27.00	22.50
E-waste (B)	2.17	0.05
Bio-medical waste (C)	0.01	-
Construction and demolition waste (D)	-	-
Battery waste (E)	76.00	5.00
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	808.06	323.46
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	374.41	219.45
Total (A+B + C + D + E + F + G + H)	1287.64	570.46
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		
(ii) Re-used	-	-
(iii)Other recovery operations		
Total		
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration (at third party location)		
(ii) Landfilling (at third party location)	1287.64	570.46
(iii) Other disposal operations (at third party location)		
Total	1287.64	570.46

9. **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 Company disposes hazardous waste in accordance with the applicable norms and regulations. The units categorizes the waste into non- hazardous & hazardous waste. After identification of the hazardous waste units then further adopts the proper disposal methods for such kind of wastes.

10. **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)
263, Vill.: Karnidih, Via Chandil, PO: Bhadudih, Dist.: Saraikela-Kharsawan, Jharkhand	Manufacturing	Yes, Unit is not required to take EIA clearances.

The unit is located near Dalma Wildlife Sanctuary. The unit has been operated in accordance with Dalma Notification Number S.O.680(E) of MoEF and with permissions/authorizations of the Jharkhand Pollution Control Board and other authorities.

11. **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
EIA for the units is not applicable					

12. 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).

Yes, the Company is compliant with the applicable environmental law/ regulations/ guidelines in India.

LEADERSHIP INDICATORS

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 2022-23 (in Joules)	FY 2021-22 (in Joules)
From renewable sources		
Total electricity consumption (A)	43119823053994.00	35537112002750.00
Total fuel consumption (B)	222141241.15	183971248.80
Energy consumption through other sources (C)	111330052280.00	43254022440.00
other sources		
Total energy consumed from renewable sources (A+B+C)	43231375247515.10	35580549996438.80
From non-renewable sources		
Total electricity consumption (D)	75218068620000.00	41193402800000.00
Total fuel consumption (E)	113810612400000.00	161568266400000.00
Energy consumption through other sources (F)	7447234680000.00	0.00
other sources		
Total energy consumed from non-renewable sources (D+E+F)	196475915700000.00	202761669200000.00

2. Provide the following details related to water discharged:

Parameter	FY 2022-23 (in Kilolitres)	FY 2021-22 (in Kilolitres)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(ii) To Groundwater	-	-
- No treatment)	-	-
- With treatment	-	-
(iii) To Seawater	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
(v) Others	10918.26	8155.78
- No treatment	-	-
- With treatment	10918.26	8155.78
Total water discharged (in kilolitres)	10918.26	8155.78

Note: Independent assessment has been carried at Yamuna Nagar Unit

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres): Not Applicable

4. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	FY 2022-23	FY 2021-22
Total Scope 3 emissions (Break-up of the GHG into CO 2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Nil	
Total Scope 3 emissions per rupee of turnover		
Total Scope 3 emission intensity (optional) - the relevant metric may be selected by the entity		

5. **With respect to the ecologically sensitive areas reported at Question 10 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.**

   There is no impact on the biodiversity in the near areas and all the activities at the unit are carried out as per the approvals form the appropriate authorities.

6. **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 the initiative
Value Engineering	Company is continuously engaged to bring value engineering through design optimization leading to lesser fuel consumption and reduction in raw material.	Lesser fuel consumption and reduction in raw material

7. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

   Yes, Units of the Company have onsite emergency plan as applicable to them to protect peoples and property from a disaster to the maximum extent possible and also to prevent emergencies leading to disaster. Mock drills are conducted periodically to ascertain preparedness of the units for emergencies.

8. **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.**

   There were no significant adverse impact to the environment arising from the value chain of the entity during the year.

9. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

   90%

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.** 1

   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)
Automotive Components Manufactures Association of India	International

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.**

   There is no action taken or underway against the Company on any issues related to anti-competitive conduct.

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
Not Applicable					

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.** Not Applicable. As there were no projects that required SIA as per law in the current year.

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:** There is no project for which Rehabilitation and Resettlement (R&R) is being undertaken by the Company.

3. **Describe the mechanisms to receive and redress grievances of the community.** The Company connect with the communities mainly, local communities in and around manufacturing units through its CSR policy and ongoing projects. The CSR team connects with various foundations, NGOs, Local Administrations etc. to understand local community issues.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

Parameter	FY 2022-23	FY 2021-22
Directly sourced from MSMEs/ small producers	5.63	0.22
Sourced directly from within the district and neighbouring districts	0.12	0.01

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
Not Applicable	

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)
Please refer annexure no. 7 of the annual report.			

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) From which marginalized /vulnerable groups do you procure? What percentage of total procurement (by value) does it constitute?**

   The company supports marginalized / vulnerable groups, through we do not have formal policy.

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
Trademark "JAI" is registered in 15 countries across the world. The Company holds the copyrights to approximately 120 leaf and parabolic springs' designs and a patent for "Air Suspension System."				

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
Not Applicable.		

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
Please refer annexure no. 7 of the annual report.			

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 Company supplies its products to the OEMs, in after markets in India and export. For OEM and export customers the Company has dedicated team who regularly interacts and engage with them to get their feedback. In after markets the Company supplies its products through PAN India network of dealers/distributors/retailers. Our zonal manager/area managers and field staff regularly takes feedback from such dealers/distributors/retailers on consumers complaints/concerns. Consumer concerns are taken for immediate redressal for achieving the customers satisfaction.

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	Nil
Safe and responsible usage	
Recycling and/or safe disposal	

The necessary disclosures/declarations about safety, usage and disposal are made, as per applicable laws.

3. **Number of consumer complaints in respect of the following:**

	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	-	-	-	-	-	-

4. **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	Nil	
Forced recalls		

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 Company has a policy on cyber security and risks related to data privacy and the same is available at www.jaispring.com.

6. **Provide details of any corrective required or 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.**

   There were no 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 during the year.

LEADERSHIP INDICATORS

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   The information of the products can be accessed through website i.e. www.jaispring.com, Dealerships, Newspapers, Investors Meet, social media and exhibitions.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   The Company takes necessary steps to educate its customers for the safe and responsible usage of products.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   Not Applicable.

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.**

   No, the information which are statutorily required are displayed on the products/package.

   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)

   Yes

5. **Provide the following information relating to data breaches:**

   a. Number of instances of data breaches along-with impact

      Nil

   b. Percentage of data breaches involving personally identifiable information of customers

      Nil

Annexure-5

CORPORATE GOVERNANCE REPORT

Pursuant to the provisions of Regulation 34 (3) and Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), the Company is in compliance with the guidelines on Corporate Governance and presents this Report on Corporate Governance of the Company for the financial year ended March 31, 2023.

(1) Company's Philosophy on Corporate Governance

The Company believes in ensuring fairness, transparency, professionalism, accountability and propriety in its functioning. Your Company is committed to highest standards of Corporate Governance and disclosure practices to ensure that its affairs are managed in the best interest of stakeholders.

(2) Board of Directors

The Board of Directors of the Company consists of Directors having expertise and experience in varied fields. The composition of the Board is in accordance with the provisions of the Companies Act, 2013 and Listing Regulations. As of March 31, 2023, total strength of the Board was 8 directors, the composition of the Board and category of Directors are given below. Ms. Taru Bahl, Independent Director resigned from the directorship of the Company w.e.f. April 13, 2022. The Board of Directors at its meeting held on May 21, 2022 appointed Ms. Rashmi Duggal as Independent Director in place of Ms. Taru Bahl. Members of the Company approved appointment of Ms. Rashmi Duggal at 56th Annual General Meeting.

The composition of the Board of Directors as on March 31, 2023:

S. No.	Name of the Directors	Designation	Relationship between directors inter-se
1	Mr. Randeep Singh Jauhar	Chairman & Executive Director	Mr. R.S. Jauhar and Mr. P.S. Jauhar are brothers and promoters of the Company.
2	Mr. Pradeep Singh Jauhar	Managing Director & CEO	
3	Mr. Surinder Pal Singh Kohli	Executive Director	--
4	Mr. Uma Kant Singhal	Independent Director	--
5	Mr. Shashi Bhushan Bansal	Independent Director	--
6	Mr. Rakesh Kalra	Independent Director	--
7	Ms. Rashmi Duggal appointed w.e.f. 21 May, 2022	Independent Director	--
8	Mr. Gautam Mukherjee	Independent Director	--

Attendance of each director at the meeting of the board of directors and the last annual general meeting:

During the FY 2022-23, four meetings of the Board of Directors were held on May 21, 2022, July 28, 2022, November 02, 2022 and February 03, 2023 respectively. The attendance of the directors at the Board Meetings and last annual general meeting (AGM) was as follows:

S. No.	Name of the Directors	No. of Board Meetings attended during the year	Presence at last AGM
1	Mr. Randeep Singh Jauhar	4 out of 4	No
2	Mr. Pradeep Singh Jauhar	4 out of 4	Yes
3	Mr. Surinder Pal Singh Kohli	4 out of 4	Yes
4	Mr. Uma Kant Singhal	4 out of 4	Yes
5	Mr. Shashi Bhushan Bansal	4 out of 4	Yes
6	Mr. Rakesh Kalra	3 out of 4	Yes
7	Ms. Rashmi Duggal	4 out of 4	Yes
8	Mr. Gautam Mukherjee	4 out of 4	Yes

Separate meeting of Independent Directors:

During the FY 2022-23, one meeting of Independent Directors was held on March 21, 2023. All the Independent Directors attended the meeting.

Disclosures by Directors:

(a) Number of other board of directors or committees in which a directors is a member or chairperson

S. No.	Name of the Directors	No. of Directorship in other Public Companies#	Name of the Other Company in which Directorship held (Category of Director)	No. of Committees Positions held in other Companies	Name of the Other Company in which Committee Position held
1	Mr. Randeep Singh Jauhar	2	Map Auto Limited (Non-Executive Director) AIS Distribution Services Limited (Non-Executive Director)	-	-
2	Mr. Pradeep Singh Jauhar	1	Map Auto Limited (Non-Executive Director)	-	-
3	Mr. Surinder Pal Singh Kohli	-	-	-	-
4	Mr. Uma Kant Singhal	1	Jai Automotive Components Ltd (Non- Executive Director)	-	-
5	Mr. Shashi Bansal	1	Jai Automotive Components Ltd (Non- Executive Director)	-	-
6	Mr. Rakesh Kalra	3	*Kriti Nutrients Ltd (Independent Director) *Kriti Industries (I) Ltd (Independent Director) Minda Stoneridge Instruments Ltd (Non-Executive Director)	5	Kriti Nutrients Ltd- Member of Audit Committee; Kriti Industries (I) Ltd- Member of Audit Committee; Minda Stoneridge Instruments Ltd - Member of Audit Committee
7	Ms. Rashmi Duggal	-	-	-	-
8	Mr. Gautam Mukherjee	2	* Samvardhana Motherson International Limited (formerly known as "Motherson Sumi Systems Ltd") (Independent Director) SMR Automotivc Systems India Limited (Independent Director)	3	Samvardhana Motherson International Limited (formerly known as "Motherson Sumi Systems Ltd") :- Chairman of Audit Committee Chairman of Stakeholder Relationship Committee SMR Automotive Systems India Limited:- Chairman of Audit Committee

Note: Only the Audit Committee and Stakeholders' Relationship Committee of Public Limited companies are considered for the purpose of reckoning committee positions.

* Listed Company

Only Directorship held in Indian Public Limited Company has been included.

* None of the director on the Board of the Company is a member of more than 10 committees and / or Chairperson of more than 5 committees, reckoned in terms of Regulation 26 of the Listing Regulations.

(b) Disclosure of relationships between directors inter-se;

Mr. R. S. Jauhar and Mr. P. S. Jauhar are related to each other. Mr. R.S. Jauhar and Mr. P.S. Jauhar are brothers and promoters of the Company.

(c) Number of shares and convertible instruments held by non-executive directors;

S. No.	Name of Non-Executive Directors	No. of Shares/ Convertible Instruments held
1	Mr. U. K. Singhal	Nil
2	Mr. Shashi Bansal	Nil
3	Mr. Rakesh Kalra	10,000 Equity Shares
4	Ms. Rashmi Duggal	Nil
5	Mr. Gautam Mukherjee	64,000 Equity Shares

(d) Web link where details of familiarization programs imparted to independent directors

#An informed board of directors familiar with the company and its affairs, the factors and regulations affecting the company or the operations can perform their duties better and more effectively. The Directors are updated, through presentations and discussions at the meetings of the its Board or its Committees, on developments in the Company's business, its industry, economic and regulatory environment and on matters affecting the Company. Details of the Familiarization Program imparted to Directors are available on the Company's website at https://www.jaispring.com/assets/investor-relation/corporate-governance/KMP-and-Senior-Management.pdf.

(e) Disclosure of resignation of independent director during the financial year.

Ms. Taru Bahl, Non- Executive Independent Director of the company resigned from the directorship of company w.e.f. April 13, 2022 as she could not appear for the online Proficiency Self-Assessment Test for Independent Directors within the prescribed time period of two years. A confirmation was also received from Ms. Taru Bahl under regulation 7B of Schedule III -Part-A of SEBI (Listing Obligations and Disclosure Requirements) confirming that there is no other material reason for her resignation as Independent Director.

(f) Skills/Expertise/Competence of the Board of Directors

The Board consists of the Directors having diversified skills, expertise, experiences and competencies. The diversified structure of the Board helps the Company to achieve a better level of supervision and direction to the management. The Board of Directors has identified the following core skills/expertise/competencies required in the context of the business:

a) Industry Experience and Knowledge
b) Financial Literacy
c) Legal/ Advocacy/ Regulatory Experience
d) Strategic Planning/ Strategic Development
e) Strategic Marketing
f) Risk Management

Chart below provides skills/expertise/competencies possessed by Directors of the Company:

S. No.	Name of the Directors	Competencies					
		Industry Experience and Knowledge	Financial Literacy	Legal/ Advocacy/ Regulatory	Strategic Planning/ Strategic Development	Strategic Marketing	Risk Management
1	Mr. Pradeep Singh Jauhar	√	√		√	√	√
2	Mr. Randeep Singh Jauhar	√	√		√	√	√
3	Mr. SPS Kohli	√			√	√	√
4	Mr. U. K. Singhal		√	√	√		√
5	Mr. Shashi Bansal		√		√		√
6	Mr. Rakesh Kalra	√	√		√		√
7	Ms. Rashmi Duggal		√		√	√	√
8	Mr. Gautam Mukherjee	√	√		√		√

Independent Directors confirmation by the Board

All Independent Directors have declared that they meet the independence criteria set out in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. All non-executive directors are paid sitting fee for attending meetings of the Board of Directors or Committee's thereof.

Criteria of making payments to Directors

The Company pays remuneration to Managing Director & CEO and other Executive Directors within the ceiling limits prescribed under the applicable provisions of the Companies Act, 2013 and Listing Regulations. During the FY 2022-23, the Company has paid following remuneration to them:

(Rs. in Crores)

Particulars	Mr. R. S. Jauhar Chairman & Executive Director	Mr. P. S. Jauhar MD & CEO	Mr. S. P. S. Kohli Executive Director
Salary	1.93	1.83	0.21
Allowances	0.37	0.28	0.17
Perquisite	0.01	0.54	0.05
PF Contribution	0.23	0.22	-
Commission	-	-	-
Stock Options	-	-	-
Total Remuneration Paid	**2.54**	**2.87**	**0.43**

To Non-Executive Directors, the Company pays sitting fee of Rs.30,000 for attending each meeting of the Board and the Board Committees. During the FY 2022-23 the Company has paid sitting fees to Non-Executive Directors as belows:

Name of Director	(Rs. In Lacs)
Mr. U. K. Singhal	4,80,000
Mr. Shashi Bansal	4,80,000
Mr. Rakesh Kalra	1,20,000
Ms. Rashmi Duggal	1,50,000
Mr. Gautam Mukherjee	3,90,000

*sitting fees includes fees paid later for committee meeting held on March 31, 2023.

The Company has also not granted any stock options to any of its Directors

The Company has no pecuniary relationship or transactions with its Non-Executive and/or Independent Directors other than payment of sitting fees to them for attending Board and Committee meetings.

Committees of the Board

Detailed terms of reference, composition, quorum, meetings, attendance and other relevant details of the Board of Committees are provided hereunder.

(a) Audit Committee

The composition of the Audit Committee is in line with the provisions of Regulation 18 of Listing Regulations read with Section 177 of the Companies Act, 2013. The Committee comprises of Mr. Shashi Bansal, Mr. U. K. Bansal and Mr. Gautam Mukherjee. All the members of the Committee including the Chairperson are Non-Executive Independent Directors. All members of the Committee are financially literate.

The terms of reference of the Committee covers the roles and responsibilities as specified under Listing Regulations and the Companies Act, 2013. Meetings of the Audit Committee are held to consider and recommend to the Board financial statements and other matter as required. Such meetings are held prior to the meetings of the Board of Directors on the same day. CFO and representatives of Statutory Auditors are invited at all such meetings to appraise the Directors on respective agenda items. The Internal Auditors and Cost auditors also attend the meetings as and when required. Before recommending financial statements to the Board, the CFO and Statutory Auditors give their presentation to the directors. Apart from that Audit Committee also meets as and when required. All related party transactions are entered into by the Company after taking approval of the Audit Committee and as per the policy of related party transactions of the Company. The policy is displayed on the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/Policy-on-Related-Party-Transaction.pdf.

During the FY 2022-23, the Committee met five times on May 21, 2022, July 28, 2022, November 02, 2022, February 03, 2023 and March 31, 2023. The necessary quorum was present at all the meetings of the Committee. The attendance details of Members in the meetings are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1	Mr. Shashi Bansal, Chairman	5	5
2	Mr. U.K. Singhal, Member	5	5
3	*Mr. Gautam Mukherjee, Member	5	5

*Mr. Gautam Mukherjee was appointed as member of the Committee w.e.f. April 13, 2022.

(b) Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee is in line with the provisions of Regulation 19 of the Listing Regulations read with Section 178(1) of the Companies Act, 2013. The Committee comprises of Mr. Shashi Bansal, Mr. U. K. Singhal and Mr. Gautam Mukherjee. All members of the Committee including the Chairperson are Non-Executive Independent Directors.

The Nomination and Remuneration Committee is responsible for reviewing and making recommendation on appointment, nomination and compensation of Board and Key Management positions. The Board of Directors annually carries out the performance evaluation of Independent Directors.

The terms of reference of the Nomination and Remuneration Committee are provided in the policy on appointment, nomination and remuneration of Directors, key managerial personnel and senior management personnel. The policy is annexed as Annexure-1 of the Board Report and also available on the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/KMP-and-Senior-Management.pdf

During the FY 2022-23, the Committee met twice on May 19, 2022 and November 02, 2022. The necessary quorum was present at both the meetings. The attendance details of the Members in meetings are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1	Mr. Shashi Bansal, Chairman	2	2
2	Mr. U.K. Singhal, Member	2	2
3	*Mr. Gautam Mukherjee, Member	2	2

*Mr. Gautam Mukherjee was appointed as member of the Committee w.e.f. April 13, 2022.

(c) Corporate Social Responsibility Committee:

The composition of the Corporate Social Responsibility (CSR) Committee of the Company is in line with the provisions of Section 135 of the Companies Act, 2013. The Committee comprises of Mr. Shashi Bansal, Mr. R.S. Jauhar and Mr. S P. S Kohli.

The broad terms of reference of the Committee is to oversee and administers Corporate Social Responsibility activities by the Company. The major functions of the Committee are to frame Company's CSR policy, propose yearly CSR plan & expenditures and oversee and monitor CSR activities. The Committee enables the management to engage in CSR activities towards the economic, environmental and social welfare of the general community. Report on CSR activities undertaken by the Company during FY2022-23 forms part of this Annual Report. The CSR Policy of the Company is available at the website of the Company at https://www.jaispring.com/csr.html.

During the FY 2022-23, the Committee met once on May 21, 2023 and the necessary quorum was present at the meeting. The attendance details of the Members at the meeting are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1	Mr. Shashi Bansal, Chairman	1	1
2	Mr. R. S. Jauhar, Member	1	1
3	Mr. S. P. S. Kohli, Member	1	1

(d) Stakeholders' Relationship Committee

The composition of the Stakeholders Relationship Committee of the Company is in line with the provisions of Regulation 20 of Listing Regulations read with Section 178(5) the Companies Act, 2013. The Committee comprises of Mr. U. K. Singhal, Mr. R. S. Jauhar and Mr. S.P.S. Kohli.

The broad terms of reference of the Committee is to look after the interest of stakeholders, redressal of their grievances and oversees performance of the Registrar and Transfer Agent. The Committee oversee timely redressal of shareholder's grievances such as non-receipt of annual report, transfer and transmission of securities, non-receipt of dividends, issue of new/duplicate certificates and such other grievances as may be raised by the security holders from time to time. The Committee reviews measures for overall improvement in quality of services being provided to the shareholders/investors.

During the FY 2022-23, the Committee met once on September 26, 2022 and the necessary quorum was present at the meeting. The attendance details of the Members in meeting are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1	Mr. U. K. Singhal, Chairman	1	1
2	Mr. R. S. Jauhar, Member	1	1
3	Mr. S. P. S. Kohli, Member	1	1

(a) Name of non-executive director heading the committee: Mr. U.K. Singhal, Independent Director

(b) Name and designation of compliance officer: Mr. Praveen Lakhera, Company Secretary & Head-Legal

(c) Investors complaints\requests received and redressed during the financial year 2022-23 are as follows:

Complaints pending at the beginning of the year	0
Complaints received during the year	21
Complaints resolved during the year	21
Complaints pending at the closing of the year	0

(e) Risk Management Committee

The composition of the Risk Management Committee is in line with the provisions of Regulation 21 of the Listing Regulations. The Committee comprises of Mr. U. K. Singhal, Mr. Shashi Bansal, Mr. P.S. Jauhar and Mr. Bhupesh Mehta. The Committee consists of four members with three of them being members of the Board of Directors, including two Independent Directors.

The terms of reference of the Committee are as specified under Listing Regulations and covers the following:

1. Formalize risk management policy of the Company.
2. Lay down procedure and process to identify, evaluate, mitigate, manage and control the risks associated with the activities of the Company.
3. Identify, evaluate significant risk of the Company and suggest measures to mitigate manage and control such exposures in timely manner.
4. Review the adequacy and effectiveness of the risk management system.

The objective of Company's Risk Management Policy is to identify and evaluate risks which can have critical impact and to take appropriate steps to control, minimize, manage and mitigate such risks. The policy is available the website of the company at https://www.jaispring.com/assets/investor-relation/corporate-governance/RISK-MANAGEMENT-POLICY.pdf.

During the FY 2022-23, the Committee met twice on September 29, 2022 and March 25, 2023.The necessary quorum was present at both the meetings. The attendance details of the Members in the meetings are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1.	Mr. U. K. Singhal, Chairman	2	2
2.	Mr. Shashi Bansal, Member	2	2
3.	Mr. P.S. Jauhar, Member	2	2
4.	Mr. Bhupesh Mehta, Member	2	2

Other Committees of the Board of Directors:

(a) Compensation Committee:

The Board of Directors has constituted the Compensation Committee, it comprises of Mr. U. K. Singhal, Mr. Shashi Bansal, Mr. R.S. Jauhar and Mr. Gautam Mukherjee.

The terms of reference of the Committee is to administer the Employee Stock Option Scheme of the Company. The Committee grants stock options to the employees at its discretion depending upon criteria such as role/designation of the employee, length of service with the company, past performance record, future potential of the employee and/or such other criteria that may be determined by the Committee.

The disclosure regarding Employees Stock Option Plan pursuant to SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the Companies (Share Capital and Debentures) Rules, 2014 is annexed as Annexure-3 of the Board Report.

During the FY 2022-23, the Committee met once on March 25, 2023, the necessary quorum was present at the meeting. The attendance details of the Members at the meeting are given as hereunder:

S. No.	Name of the Members	No. of Meeting held during the year	No. of meetings attended
1.	Mr. U. K. Singhal, Chairman	1	1
2.	Mr. Shashi Bansal, Member	1	1
3.	Mr. R. S. Jauhar, Member	1	1
4.	*Mr. Gautam Mukherjee, Member	1	1

*Mr. Gautam Mukherjee was appointed as member of the Committee w.e.f. April 13, 2022

(b) Borrowing Investment and Administrative Committee:

The Board of Directors has constituted Borrowing, Investment & Administrative Committee, comprising of Mr. U. K. Singhal, Mr. R. S. Jauhar and Mr. SPS Kohli, Directors of the Company. The Committee is formed by the Board to expedite the decision-making in the matters of routine nature.

The Committe meets as & when required and during the FY 2022-23, there was no meeting held.

General Body Meetings

The details of Annual General Meetings / Extraordinary General Meeting held in the last three years are as follows:

Venue	Financial Year	Date & Time	Type of Meeting	No. of Special Resolution Passed
Held through Video Conferencing/ Other Audio Visual Means ("VC/ OAVM")	2019-2020	September 29, 2020 at 3:30 P.M.	AGM	2
Held through Video Conferencing/ Other Audio Visual Means ("VC/ OAVM")	2020-2021	September 22, 2021 at 2:30 P.M.	AGM	3
Held through Video Conferencing/ Other Audio Visual Means ("VC/ OAVM")	2021-2022	August 19, 2022 at 12:20 P.M.	AGM	1

No Extraordinary General Meeting of the Members was held during FY 2022-23.

During the FY 2022-23 one postal ballot was undertaken by the Company, details of which are as below:

A Special Resolution was passed by the shareholders of the company through postal ballot during the year for re-appointment of Mr. R. S. Jauhar as Chairman and Executive Director for a term of 3 years effective from January 01, 2023 till December 31, 2025.

The Postal Ballot was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act,2013 read with the Rules framed thereunder and applicable circulars issued by the Ministry of Corporate Affairs. The voting period for remote e- voting was commenced on Tuesday, November 22, 2022 at 9:00 a.m. and ended on Wednesday, December 21, 2022 at 5:00 p.m.

M/s RSM & Co. Practicing Company Secretaries were appointed as the Scrutinizer for conducting the Postal Ballot process through remote e-voting, in a fair and transparent manner. The e-voting results were declared on December 23, 2022 and the resolution was passed with the requisite majority.

Means of Communication to the shareholders

a) Publication in Newspapers

The quarterly, half yearly and annual results are published in the Business Standard (English) and Jansatta (Hindi) along with submission to the Stock Exchange(s) in accordance with Listing Regulations. All vital information of the Company are disseminated through Stock Exchanges and website of the Company.

b) News Releases

The official news releases are made to stock exchanges and also posted on the website of the Company.

c) Investor's Presentation

The investor's presentations are submitted to stock exchanges with Company's quarterly, half yearly and annual financial results and the same are available on the website of the Company at https://www.jaispring.com/investors-presentation.html However, the Company has not made any presentations specifically to institutional investor and the analysts.

d) Website

The Company has functional website which is being updated on regular basis. The website www.jaispring.com has a separate section for investors where all the relevant informations/updates are hosted.

e) Emails/ Letters to shareholder

The individual emails/ letters are sent to shareholders for making various communications such as dividend declaration, record date, dividend credit intimations, important SEBI Circulars regarding updating of PAN/ Emails/ Mobiles no./ Bank Account details/ Nomination details etc; and requirement for dematerialization of share for undertaking transfer of shares.

f) NSE Electronic Application Processing System (NEAPS) and BSE Listing Centre

NEAPS and BSE's Listing Centre are web-based applications designed by NSE and BSE for corporates. All periodical compliance filings under the Listing Regulations, including, shareholding patterns, corporate governance report, media release, statement of investor complaints, announcements, among others are filed electronically on NEAPS and BSE Listing Centre.

General Shareholder Information

S. No.	Particulars	Meeting date
1.	Date, Time and Venue of the 57th Annual General Meeting	July 31, 2023 at 12:30 P.M. through VC/OAVM
2.	Financial Calendar	April 01, 2022 to March 31, 2023
3.	Book Closure Dates	July 22, 2023 to July 31, 2023 (Both days inclusive)

S. No.	Particulars	Meeting date
4.	Dividend Payment Date	During the year under review, the Board has declared an interim dividends of Rs. 0.80 (eighty paisa) per equity share on November 02, 2022. The Final Dividend for the financial year ended March 31, 2023, if declared, at the ensuing Annual General Meeting shall be paid in accordance with the provisions of Companies Act, 2013.
5.	Listing on Stock Exchanges	
	(a) Equity Shares	Stock Code/Symbol
	The Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai– 400001. Website: www.bseindia.com	'520051'
	The National Stock Exchange of India Ltd. Exchange Plaza, 5 Floor, Plot No.C/1, "G Block" Bandra Kurla Complex, Bandra (E), Mumbai – 400051. Website- www.nseindia.com	'JAMNAAUTO'
	(b) GDRs	NOT APPLICABLE
6.	ISIN Code for the Company's Equity Shares	INE039C01032
7.	Corporate Identification Number (CIN)	L35911HR1965PLC004485
8.	Listing Fees	The Company has paid the listing fees for financial year 2023-24 to the Bombay Stock Exchange Limited (BSE) and to the National Stock Exchange of India Ltd (NSE), where the shares of the Company are listed.
9.	Share Transfer Agents/ Registrar to an issue	Skyline Financial Services (P) Limited D-153 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph: 011-40450193-197 Fax No. 011-26812682 Email:grievances@skylinerta.com; parveen@skylinerta.com
10.	Investor queries/request for transfer, transmission, issue of duplicate certificates, etc to be sent	Skyline Financial Services (P) Limited D-153 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph: 011-40450193-197 Fax No. 011-26812682 Email:grievances@skylinerta.com; parveen@skylinerta.com

Market Price Data for the Financial Year 2022-23

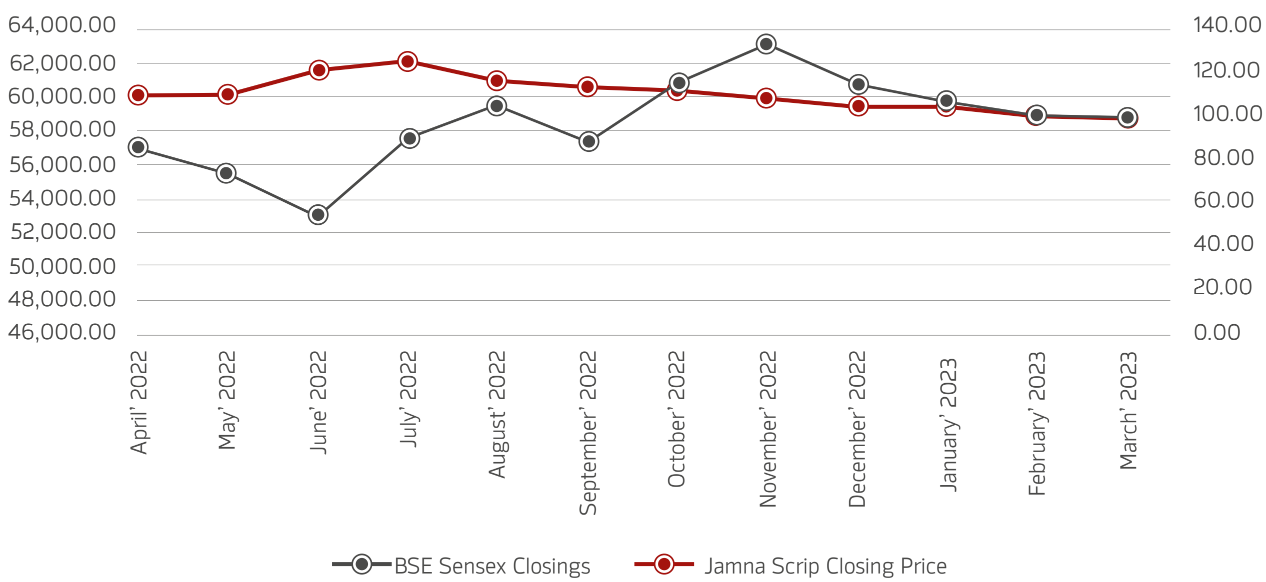
The details of high and low of the equity shares of the Company at BSE and NSE during the financial year 2022-23 are provided in the table below:

Particulars	BSE		NSE	
Months for the Financial Year 2022-2023	High (Rs./share)	Low (Rs./ share)	High (Rs./ share)	Low (Rs./ share)
April' 2022	119.20	99.70	119.30	99.50
May' 2022	123.65	97.65	123.75	97.50
June' 2022	126.20	100.50	126.25	100.05
July' 2022	135.55	121.50	135.50	122.20
August' 2022	132.80	112.60	132.90	113.00
September' 2022	126.80	108.60	126.75	109.00
October' 2022	116.05	105.15	116.20	105.10
November' 2022	114.70	104.00	114.65	103.65
December' 2022	115.60	97.00	115.50	96.95
January' 2023	107.80	101.95	107.90	102.00
February' 2023	109.85	99.10	109.90	99.40
March' 2023	105.50	94.15	105.50	94.40

Stock Performance

The performance of the Company's Share price relative to the BSE SENSEX for the financial year 2022-23 is provided in the graph below:

Share Price Performance Comparison with BSE Sensex



Source: www.bseindia.com

Dematerialization of Shares

The Company has provided to the shareholders the facility to hold shares in dematerialized form with National Securities Depository Limited (NSDL) as well as Central Depository Services (India) Limited (CDSL) towards ISIN No. INE039C01032. Total 393,626,115 Equity Shares representing 98.69% of equity share capital corresponding to 398,831,885 equity shares are held in dematerialized form as of March 31, 2023.

Share Transfer System

All shareholder's communications regarding share certificates, change of address, dividends etc; are addressed to Skyline Financial Services Private Limited, the Registrar and Transfer Agents. Pursuant to SEBI notification no transfer of shares is allowed in physical form except in case of transmission or transposition of shares.

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37dated March 16, 2023, read together with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 03, 2021 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/687 dated December 14, 2021, Company has issued letter to shareholders holding Physical shares for furnishing/updating of Nomination, Permanent Account Number ("PAN") and full KYC details viz. address proof, bank details, email address, mobile number in the records of the Company. Members who have not submitted the required documents are requested to submit them in person/or by post at Skyline Financial Services Private Limited (Unit: Jamna Auto Industries Limited) at D 153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph. No. +91-11-40450193-97 or scan copies of the documents may be mailed through your registered email id at email address: grievances@skylinerta.com and/or parveen@skylinerta.com respectively with duly e-Signed on the forms and all proofs.

Distribution of Shareholding as on March 31, 2023

Nominal Value of Each Share: Rs.1

Share or Debenture holding Nominal Value (Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (Rs.)	% to Total Amount
Up To 5,000	122429	98.62	39192383.00	9.83
5,001 To 10,000	913	0.74	6638512.00	1.66
10,001 To 20,000	360	0.29	5142654.00	1.29
20,001 To 30,000	134	0.11	3358242.00	0.84
30,001 To 40,000	61	0.05	2132143.00	0.53
40,001 To 50,000	45	0.04	2086125.00	0.52
50,001 To 1,00,000	69	0.06	5183305.00	1.30
1,00,000 and Above	129	0.10	335098521.00	84.02
Total	**124140**	**100.00**	**398831885.00**	**100.00**

Shareholding Pattern as on March 31, 2023

Category	No. of Equity Shares of face value of Rs.1 each	% age
Promoters	199235434	49.95
Mutual Funds/UTI	56840452	14.25
Alternate Investment Funds	3478019	0.87
Foreign Portfolio Investor	24878335	6.24
Financial Institutions/Banks	46272	0.01
Insurance Company	393	0.00
Individuals	96453170	24.18
NBFC	41000	0.01
Bodies Corporate	6075948	1.52
NRIs/Foreign Nationals/OCBs	2622440	0.66
Resident Indian HUF	2128677	0.53
Trusts	157015	0.04
Clearing Members/House	28985	0.01
IEPF	4776612	1.20
Others	2069133	0.53
Total	**398831885**	**100**

Outstanding GDRs or any other Convertible Instruments

The Company has not issued any GDR and any other convertible instruments during the year or in past which were outstanding at year end.

Credit Ratings

The Company is in a strong financial position and has adequate liquidity to meet its business requirements. ICRA Limited ("ICRA") has maintained company's long term credit rating as [ICRA]AA- (pronounced ICRA double A minus) and short term rating as [ICRA] A1+ (pronounced ICRA A one plus). ICRA has also given ratings to company's Commercial Paper (CP) issue as [ICRA] A1+ (pronounced as ICRA A one plus). The outlook on Long Term Rating is stable.

Unclaimed/Unpaid Dividend

Pursuant to the provision of Section 124 of the Companies Act 2013, the Dividends remaining unclaimed/unpaid for a period of 7 years from the date of transfer to the Company's unpaid account will be transferred to the Investor Education and Protection Fund (IEPF). Following are the dates of dividend declared and the corresponding dates when unclaimed dividend are due for transfer to IEPF.

Financial Year	Date of Declaration Dividend	Due Date for transfer to Investor Education and Protection Fund
2015-16 (Final Dividend)	August 12, 2016	September 12, 2023
2016-17 (Interim Dividend)	November 09, 2016	December 10, 2023
2016-17 (Final Dividend)	August 01, 2017	September 1, 2024
2017-18 (Interim Dividend)	November 11, 2017	December 12, 2024
2017-18 (Final Dividend)	September 29, 2018	October 30, 2025
2018-19 (Interim Dividend)	November 12, 2018	December 13, 2025
2018-19 (Final Dividend)	July 30, 2019	August 30, 2026
2019-20 (First Interim Dividend)	November 14, 2019	December 15, 2026
2019-20 (Second Interim Dividend)	March 5, 2020	April 5, 2027
2020-21 (Interim Dividend)	February 05, 2021	March 5, 2028
2020-21 (Final Dividend)	September 22, 2021	October 23, 2028
2021-22 (Interim Dividend)	November 10, 2021	December 11, 2028
2021-22 (Final Dividend)	August 19, 2022	September 19, 2029
2022-23 (Interim Dividend)	November 02, 2022	December 01, 2029

During the year following dividends along with equity shares on which dividend was not claimed for seven consecutive years were transferred to Investor Education and Protection Fund:

Financial Year	No. of equity shares transferred
2014-15 (Final Dividend)	22,500

The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company for subsequent years on the website of the Company at www.jaispring.com.

A detailed list of shareholders whose shares have been transferred to IEPF has been hosted on the website of the Company at www.jaispring.com.

Other Disclosures and affirmations

a. During the year under review, there are no materially significant related party transactions which have potential conflict with the interests of the Company at large.

b. No penalties or strictures were imposed by SEBI or the Stock Exchange or any statutory authority, on any matter related to capital markets, during the last three (3) years.

c. The Company has established a "Whistle Blower Policy/Vigil Mechanism" for employees, Directors to report instances of any unethical behavior, actual or suspected fraud or violation of any of the Company's policy. The policy provides direct access to concerned employee/Director to the chairperson of the Audit Committee to report any such incidents. The policy is available at the website of the Company at https://www.jaispring.com/assets/investor-relation/corporate-governance/Whistle-Blower-Mechanism.pdf. No instances of unethical behavior or suspected fraud or violation of the policy was reported to the Committee during the year under review.

d. The Company has complied with all the mandatory requirements.

e. The web link of the policy for determining material subsidiaries is https://www.jaispring.com/assets/investor-relation/corporate-governance/Policy-on-Material-Subsidiary.pdf

f. The web link for policy on dealing with related party transactions is https://www.jaispring.com/assets/investor-relation/corporate-governance/Policy-on-Related-Party-Transaction.pdf

g. The Company is a major user of commodities and exposes to price risk on account of procurement of commodities. The Company is also exposed to foreign currency risk on account of adverse currency movements, The Company is managing the uncertainty and volatility of foreign exchange fluctuation by hedging the risk wherever necessary. The details of foreign currency and commodity exposure are disclosed in Note to the Standalone Financial Statements.

Total exposure of the Company to commodities: Rs. 1589.33 Crores

Exposure of the Company to various Commodities:

(Rs. in crores)

Commodity Name	Exposure in INR in crore towards the particular in Financial Year	Exposure in Quantity terms towards a particular commodity	% of such exposure hedged through commodity derivatives				
			Domestic Market		International Market		Total
			OTC	Exchange	OTC	Exchange	
Raw Material (steel and components)	1589.33	Note 1	--	--	--	--	--

Notes 1 :
1. Commodities are mixture of commodities having different Unit of measurements
2. Above values are estimates
3. Exposure given above is relating to direct materials only

The Company is affected by the price volatility of certain commodities majorly steel which is the main raw material. At present, the Company does not hedge its raw material procurements, as the raw material prices are managed through periodic settlement with customers.

h. During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

i. During the year under review, there was no instance recorded where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required.

j. Fees paid to Statutory Auditors

(Rs. In Crores)

Category	Parent Company	Other Group Companies
Fee of Statutory auditor	0.53	0.15
Fee of affiliated firms of Statutory auditor	0.04	0.02
Total	**0.57**	**0.17**

k. For the year under review, the disclosure of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is as under

Complaints Filed during the year	0
Complaints disposed during the year	0
Complaints pending at the closing of the year	0

l. During the year under review, all contracts, arrangements or transactions with related parties were entered by into the Company in the ordinary course of business and on an arm's length basis. Approval of Audit Committee, Board of Directors and shareholders, wherever required, was also taken in accordance with the Companies Act, 2013, Listing Regulations and policy on Related Party Transactions.

m. The Company has three subsidiary companies as of March 31, 2023 namely, Jai Suspensions Limited, Jai Automotive Components Limited and Jai Suspension Systems Private Limited. Jai Suspensions Limited and Jai Automotive Components Limited are wholly owned subsidiaries and in Jai Suspension Systems Private Limited, the Company holds 99.9985% shareholding. Jai Suspension Systems Private Limited is covered under the definition of the material subsidiary as prescribed under Listing Regulations.

Details of Material Subsidiary:

Name of the Subsidiary:	Jai Suspension Systems Private Limited
Date of Incorporation:	June 01, 2021
Place of Incorporation:	New Delhi
Name of the Statutory Auditor	M/s. K. Khanna & Co; Chartered Accountants
Date of appointment of Statutory Auditor:	June 10, 2021

n. Disclosure by the Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount': Nil.

o. The Company has not transferred shares in the demat suspense account/unclaimed suspense account during the year under review.

p. The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years and no penalties and/or strictures have been imposed on the Company in this regard. There has been no instance of non-compliance with any legal requirements particularly with any requirements of the Corporate Governance Report, during the year under review.

q. Discretionary Requirements under the Listing Regulations

All mandatory requirements of Listing Regulations have been complied by the Company. Towards the non-mandatory requirements, the Company has taken following steps:

i. The Company does not send the half-yearly declaration of financial performance including a summary of the significant events in last six months, to each household of shareholders. However, the Company communicates all significant events including financial results through the methods as disclosed in the heading "Means of Communication".

ii. Company's financial statement are unqualified.

iii. The Internal Auditor of the Company directly reports to the Audit Committee.

Certifications

The following certificates are enclosed with this Report:

- Certificate from M/s RSM & Co., Company Secretaries that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.
- Compliance Certificate with respect to Code of Conduct by Board of Directors and Senior Management.
- Compliance Certificate by Mr. P. S. Jauhar, Managing Director & CEO and Mr. Shakti Goyal, Chief Financial Officer.
- Certificate from Statutory Auditors i.e. M/s S. R. Batliboi & Co; LLP Chartered Accountants for compliance with Corporate Governance norms.

Registered Office

Jai Springs Road, Industrial Area, Yamuna Nagar– 135001, Haryana.

Plants location:

1. Jai Springs Road, Industrial Area, Yamuna Nagar – 135001, Haryana.
2. U-27-29, Industrial Area, Malanpur, District Bhind– 477116, M.P.
3. Plot no. 22-25, Sengundram Village, Maraimalainagar Industrial Complex, Singaperumal Koil Post, District Kanchipuram - 603204, Tamil Nadu.
4. 262 - 263, Village Karnidih, Chandil, District Saraikella, Kharswan - 832401, Jharkhand.

5. Thally Road, Kalugondapalli Post, Hosur-635114, District Krishnagiri, Tamil Nadu.

6. T-139, MIDC, Bhosari, Pimpri, Chinchwad, Haveli, Pune, Maharashtra-411026.

7. 17-19, SIPCOT Pillaipakkam Industrial Park, Navalur Village, Sriperumpudur, District Kanchipuram, Tamil Nadu.

Corporate Office

1. 2, Park Lane, Kishangarh, Vasant Kunj, New Delhi-110070.

2. Unit No. 408, 4th Floor, Tower-B, Vatika Mindscapes, Sector-27D, NH2, Faridabad-121003(HR).

Compliance Officer and Contact Address:

Mr. Praveen Lakhera
Company Secretary & Head Legal
Jamna Auto Industries Limited
Unit No. 408, 4th Floor, Tower B, Vatika Mindscapes, Mathura Road
Sector-27D, Faridabad-121003, Haryana
Tel.: 0129-4006885
E-mail: praveen@jaispring.com

Management Responsibility Statement

The Management confirms that the financial statements are in full conformity with the requirements of the Companies Act, 2013 (Act) read with relevant rules of the Act and the Accounting Standards issued by the Institute of Chartered Accountants of India. The management accepts responsibility for the integrity and objectivity of these financial statements. The management believes that the financial statements of operations reflect fairly the Company's financial position and the results of the operations. The Company has a system of Internal Control, which is reviewed and updated on the regular basis. The Financial Statements have been audited by S.R. Batliboi & Co. LLP, Chartered Accountants and have been reviewed by the Audit Committee.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
JAMNA AUTO INDUSTRIES LIMITED

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **JAMNA AUTO INDUSTRIES LIMITED** having CIN: L35911HR1965PLC004485 and having registered office at Jai Spring Road Industrial Area, Yamuna Nagar, Haryana 135001 (hereinafter referred to as 'the Company'), produced before us 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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verification (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31st March, 2023 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 for 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.

For RSM & Co.
Company Secretaries

CS RAVI SHARMA
Partner
FCS: 4468 | COP No.: 3666
UDIN : F004468E000403042

Date : May 29, 2023
Place : Delhi

Declaration on Compliance with the Code of Conduct

This is to confirm and declare that, to the best of my information, all the Board Members and Senior Management Personnel of the Company have affirmed their compliance and undertaken to continue to comply with the Code of Conduct laid down by the Board of Directors of the Company.

For Jamna Auto Industries Ltd

Place: New Delhi
Date: May 29, 2023

Pradeep Singh Jauhar
Managing Director & CEO

COMPLIANCE CERTIFICATE

(Pursuant to the provisions of Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Members
Jamna Auto Industries Ltd.

Dear Sirs,

We have reviewed the Audited Financial Results of Jamna Auto Industries Limited for the quarter and year ended March 31, 2023 and that to the best of our knowledge and belief, we state that:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. 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.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the quarter and year ended March 31, 2023 which are fraudulent, illegal or violative of the Company's code of conduct.
4. We accept responsibilities for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, those deficiencies, of which we are aware, in design or operation of the internal control systems we have taken the required steps to rectify these deficiencies.

We further certify that the following information have been indicated to the Auditors and the Audit committee:

a. There have been no significant changes in internal control over financial reporting during the period under review;

b. There have been no significant changes in accounting policies during the period under review; and

c. There have been no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Yours Sincerely

Place: New Delhi
Date: May 29, 2023

Pradeep Singh Jauhar
Managing Director & CEO

Shakti Goyal
CFO

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

Jamna Auto Industries Limited

1. The Corporate Governance Report prepared by Jamna Auto Industries Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) 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, 2023 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 judgment, 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 31,2023 and verified that at least 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 April 01,2022 to March 31,2023:

      (a) Board of Directors;

      (b) Audit Committee;

      (c) Annual General Meeting (AGM);

      (d) Nomination and Remuneration Committee;

      (e) Stakeholders Relationship Committee;

      (f) Risk Management Committee

      (g) Corporate social Responsibility (CSR) Committee

      (h) Compensation 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 prior by the audit committee.

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, 2023, 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 Pankaj Chadha
Partner
Membership Number: 091813
UDIN: 23091813BGQOYH3047

Place of Signature: Gurugram
Date: May 29,2023

Annexure-6

PARTICULARS OF EMPLOYEES

A. The information required under section 197 of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided as under

S. No.	Particulars	Details
1	The ratio of the remuneration of each director to the median remuneration of the employees for the financial year 2022-23	Mr. R.S. Jauhar -63.86 Mr. P.S. Jauhar- 72.02 Mr. SPS Kohli- 10.75
2	The percentage increase in remuneration of each director, CFO, CEO, CS in the financial year	Mr. R.S. Jauhar- 10% * Mr. P.S. Jauhar -10%** Mr. SPS Kohli -NIL Shakti Goyal-CFO 5% Praveen Lakhera- CS 20%
3	The percentage increase in the median remuneration of employees in the financial year 2022-23	3%
4	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year 2022-23 and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	8.70 %-Other than Managerial personnel. 9.68% - Managerial Personnel. As there is no exceptional increase in remuneration of Managerial personnel, no comments needed.
5	The number of permanent employees on the rolls of the Company	638 Employees as on March 31, 2023
6	The key parameters for any variable component of remuneration availed by the directors	The Company has not paid any commission or annual performance pay to the directors during the FY 2022-23.
7	Affirmation	The Company hereby affirms that the remuneration of all the directors and KMP is as per the Remuneration Policy of the Company.

* On Time scale basis as per the terms of his re-appointment passed vide special resolution by the members of the Company on December 23, 2022.

**On Time scale basis as per the terms of his re-appointment vide special resolution passed by the members of the Company on September 22, 2021.

Annexure-7

Report on Corporate Social Responsibility (CSR) Activities

For the Financial Year 2022-23

[Pursuant to Section 135 of the Companies Act, 2013, as amended read with Notification issued by the Ministry of Corporate Affairs & Rules made thereunder]

1. A brief outline of the Company's CSR policy

i. Preamble

By induction of Section 135 of Companies Act, 2013, the Government of India has given the statutory strength to the concept of Corporate Social Responsibility. However, JAI being already aware of its Corporate Social Responsibility much before induction of Section 135 was fulfilling the aspiration of society within the near about areas of its work units. This has resulted into a harmonious relationship between JAI and communities near about.

ii. Vision

A world having equal opportunities of education and work to all without any discrimination, comprising healthy and happy citizens living in a green environment.

iii. Mission

a.) Ensuring environmental sustainability and ecological balance.

b.) Improving quality of education and opportunities for economically deprived students especially in rural communities.

c.) Promoting sports among youths by sponsoring them in Olympic Games and to create a world class facilities and infrastructure for buddying sports person.

d.) Improving quality of life for urban and rural people through ensuring basic facilities, health and hygiene, women empowerment and creating livelihood opportunities in surrounding vicinity.

iv. Focus Area

To achieve its mission of CSR Policy, the Company will focus in the following areas:

(i) Environment Conservation & Sustainability

(ii) Quality Education

(iii) Promoting Sports

(iv) Community Service

(v) Contribution to Prime Minister Relief Fund and other alike funds

v. Operational Procedure

(i) The Company shall undertake its CSR activities as laid down in Schedule VII of the Companies Act, 2013 in project or program mode in accordance with the CSR Policy and Companies (Corporate Social Responsibility Policy) Rules, 2014.

(ii) The CSR activities shall be carried out in such area and localities as may be recommended from time to time by the CSR Committee constituted under Section 135 (1) of the Companies Act, 2013, upon suggestion made by the Company, however in its suggestion Company and in its recommendation the CSR Committee shall give preference to the areas in the vicinity of Company's plants, offices and sites.

(iii) The Company shall prepare the guidelines to carry out the various CSR activities and present it before the CSR Committee for recommendation and all CSR activities shall be carried out by the Company in such manner as may be recommended by the CSR Committee from time to time.

(iv) The Company may undertake its CSR activities directly or through implementing agency or in collaboration with other companies or organization.

vi. Annual Action Plan

(i) The Company shall prepare an annual action plan of CSR activities consisting amount of expenditure to be incurred on CSR activities for each financial year and present the same to the CSR Committee.

(ii) The CSR Committee shall review the annual action plan and shall recommend the same, with or without modifications/changes, to the Board of Directors for approval.

(iii) The overall execution and day-to-day administration of CSR activities will be responsibility of CSR team, who shall work under the guidance of CSR Committee to ensure smooth implementation of annual action plan.

(iv) The CSR Committee may consider to modify/alter annual action plan based on reasonable justification and recommend the same to Board of Directors for approval.

(v) Any surplus arises out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

vii. Control and Monitoring

(i) From time to time the Company shall prepare an Action Taken Report (ATR) or progress report in respect of projects or activities undertaken and present the same before the CSR committee.

(ii) The Company shall follow the instructions or suggestions made by the CSR committee after considering the ATR or progress report as the case may be.

(iii) The CSR Committee shall do all such acts, deeds, matters and things to ensure implementation of this Policy.

2. 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. Shashi Bhushan Bansal	Chairperson	1	1
2	Mr. R.S. Jauhar	Member	1	1
3	Mr. S.P.S. Kohli	Member	1	1

3. Web-link for composition of CSR committee, CSR Policy and CSR projects: https://www.jaispring.com/csr.html.

4. Details of Impact assessment of CSR projects, if applicable (attach the report): N.A.

5. (a) Average net profit of the company as per section 135(5): Rs.11766 Lacs

(b) Two percent of average net profit of the company as per section 135(5): Rs.236 Lacs

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

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

(e) Total CSR obligation for the financial year ((b+c)-(d)): Rs.236 Lacs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).

Details of CSR amount spent against ongoing projects for the financial year:

1	1	2	3	4	5		6	7	8	9	10	11	
S.N.	Project Name	Activities	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 (Rs. in lacs)	Amount spent in the current financial Year (Rs. in lacs)	Amount transferred to Unspent CSR A/c for project as per Sec. 135(6) (Rs. in lacs).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
					State.	District.						Name	CSR Registration number.
1	Environment Conservation & Sustainability	Tree Plantation, water conservation, waste management, No to plastic, awareness generation	(iv)	Yes	All over Company locations		3 yrs	40	42.92	0	Yes	-	-

1	1	2	3	4	5		6	7	8	9	10	11	
S.N.	Project Name	Activities	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 (Rs. in lacs)	Amount spent in the current financial Year (Rs. in lacs)	Amount transferred to Unspent CSR A/c for project as per Sec. 135(6) (Rs. in lacs).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
					State.	District.						Name	CSR Registration number.
2	Promotion of Education	Scholarships, support to educational institutions, non formal education	(ii)	Yes	All over Company locations		3 yrs	130	171.06	0	No	NIIT, GNKC,	CSR00000621 CSR00021798
3	Promotion of Sports	Sponsorship, event sponsorship	(vii)	Yes	All over Company locations & Punjab		3 yrs	25	28.32	0	No	Abhinav Bindra Foundation, GNKC,	CSR00000144 CSR00021798
4	Community Service	Basic infrastructure, skill training, social empowerment, healthcare, COVID 19 relief work, women empowerment, food distribution	(i), (iii), (v), (vi) (x)	Yes	All over Company locations		3 yrs	53	65.25	0	Yes	-	-
			Total						**307.55**	**0**			

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(7)	
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 (Rs. in lacs)	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency	
				State.	District.			Name.	CSR registration number.
1.	--	--	--	--		--	--	--	--
	Total	--	--	--		--	--	--	--

(b) Amount spent in Administrative Overheads: Rs. 9.25 Lacs

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

(d) Total amount spent for the Financial Year (a+b+c): Rs. 316.79 Lacs

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
316.79 Lacs	Nil				

(f) Excess amount for set-off, if any:

S. No.	Particular	Amount (in Rs. Lacs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	236.00
(ii)	Total amount spent for the Financial Year	316.79
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	80.79
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	80.79

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

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

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/ acquired : NA

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

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

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NA

P.S. Jauhar
Managing Director & CEO

Shashi Bansal
Chairman CSR Committee

Annexure-8

Disclosure of Particulars with respect to conservation of energy, technology absorption and foreign exchange outgo and earning as required under Rule 8 of the Companies (Accounts) Rules, 2014.

A. CONSERVATION OF ENERGY

a) Energy conservation measure taken:

The Company undertakes various initiatives for energy conservation through continuous improvements in operational efficiency, equipment upgradation, modernization etc.

(i) Your Company is optimizing the production processes to reduce energy cost.

(ii) Devised energy Management programs and Systems to monitor and keep checks and balances in energy consumption pattern.

(iii) Furnaces are being reinsulated to avoid heat losses.

(iv) Taken various measures for efficient heating, ventilating and air conditioning in various offices and plants.

(v) ETP treated water is being utilized for tree plantation and gardening.

(vi) Fume extraction system are under installation which will prevent quenching oil drops being released in the air.

b) Steps taken for utilizing alternate source of energy:

Your Company is engaged in energy conservation on continuous basis.

c) Capital investment on energy conservation equipment:

B. TECHNOLOGY ABSORBTION & CONTINUOUS IMPROVEMENT

Efforts made towards technology absorption

Technology imported from NHK Spring Co; Ltd., Japan (NHK) for manufacturing of Tapered Leaf Springs has been fully absorbed.

Technology imported from Ridewell Corporation, USA for Design & Manufacturing of Air Suspension & Lift Axles is fully absorbed.

Technology imported from Tinsley Bridge Limited, UK for extralite spring technology and special steel technology is partially absorbed.

Benefits derived

Technical help from NHK and Ridewell has yielded better improvement in the quality and productivity for the new product range developed for overseas customers.

Your Company is also engaged in various other initiatives related to improvements in the process.

Technology imported:

Year of import:

(1985-90 for manufacturing Tapered Leaf Springs)

(2009-2010 for manufacturing Air Suspension)

(2018-19 for extralite spring technology and special steel technology)

Has technology been fully absorbed: Technology imported for Tapered Leaf Springs and Air Suspension has been fully absorbed Technology imported for extralite spring technology and special steel technology is partially absorbed.

a) Expenditure in R&D

Particulars	Year ended 31 March 2023 (Rs in Crores)	Year ended 31 March 2022 (Rs in Crores)
Recurring	3.75	3.92
Capital	0.04	0.22

b) Foreign exchange earnings and outgo

Particulars	Year ended 31 March 2023 (Rs in Crores)	Year ended 31 March 2022 (Rs in Crores)
Foreign exchange used	2.87	9.41
Foreign exchange earned	27.82	18.47

Annexure-9

FORM No. AOC 2

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

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

Details of contracts or arrangements or transactions not at Arm's length basis

S. No.	Particular	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements /transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e)	Justification for entering into such contracts or arrangements or transactions	Nil
f)	Date of approval by the Board	Nil
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting under first proviso to section 188 of the Act	Nil

Details of material contracts or arrangements or transactions at Arm's Length basis:

S. No.	Particular	Details
a)	Name (s) of the related party and nature of relationship	Jai Suspension Systems Private Limited is a subsidiary of the Company.
b)	Nature of contracts /arrangements /transactions	Sale, Purchase, Supply of goods or material or availing, rendering any service from/to Jai Suspension Systems Private Limited, providing guarantee on behalf of subsidiary, giving/making loans, inter-corporate deposits, advances or investments to/in Subsidiary, providing management support services and charging royalty for use of Company's Trade Mark.
c)	Duration of the contracts/arrangements / transactions	On a continuous billing basis.
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Sale, Purchase, Supply of goods or material or availing, rendering any service from/to Jai Suspension Systems Private Limited, providing guarantee on behalf of subsidiary, giving/making loans, inter-corporate deposits, advances or investments to/in Subsidiary, providing management support services and charging royalty for use of Company's Trade Mark. Value of Transaction is Rs. 400 Crores (Rupees Four Hundred Crores Only)
e)	Date of approval by the Board	February 03, 2022
f)	Amount paid as advances, if any	No

Financial Statements

INDEPENDENT AUDITOR'S REPORT

To the Members of Jamna Auto Industries Limited

Report on the audit of the standalone financial statements Opinion

We have audited the accompanying standalone financial statements of Jamna Auto Industries Limited ("the Company"), which comprise the balance sheet as at March 31, 2023, 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 significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2023, 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, 2023. 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
Recording of price adjustments and their impact on revenue recognition (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 from its customers. In determining the transaction price for the sale of products, the Company considers the effects of various factors such as volume-based discounts, price adjustments to be passed on to the customers based on various parameters like negotiations based on savings on materials/share of business, rebates etc provided to the customers. The Company's business also requires passing on these credits related to price adjustments and others to the customers for the sales made by the Company. The Company, at the year end, has provided for such price adjustments to be passed on to the customers based on agreed terms, negotiations undertaken, commercial considerations and other factors. The estimated liabilities on this account at the year-end is shown under note 19 to the standalone financial statements and the same consequentially impacts the revenue appearing in note 25 to the standalone financial statements.	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 understanding of the revenue process, and the assumptions used by the management in the process of calculation of price adjustments as per understanding with the customers, including design and implementation of controls, testing of management review controls and tested the operating effectiveness of these controls; • Evaluated management's methodology and assumptions used in the calculations of price adjustments as per arrangements with customers;

Key audit matters	How our audit addressed the key audit matter
We have considered this as a key audit matter on account of the significant judgement and estimate involved in calculation of price adjustments to be recorded as at the year end.	• Tested completeness, arithmetical accuracy and validity of the data used in the computation of price adjustments as per arrangement with customers; • Tested, on sample basis, credit notes issued and payment made as per customer contracts / agreed price negotiations; • Performed analytical procedures to identify any unusual trends and identify any unusual items for further testing. Compared ratio of these price adjustments as a percentage of sales for both current year and previous year and tested the specific exception, if any.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report, Management Discussion and Analysis, 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 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.

Those 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.

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, 2023 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 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; us

   (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;

   (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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, 2023 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) 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 37 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, and as disclosed in the note 50 to the standalone financial statements, 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, and as disclosed in the note 50 to the standalone financial statements, 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.

The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act.

As stated in note 16 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.

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 01, 2023, reporting under this clause is not applicable.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Pankaj Chadha**
Partner
UDIN: 23091813BGQOYF8890
Membership Number: 091813
Place of Signature: Gurugram
Date: May 29, 2023

Annexure '1' referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Jamna Auto Industries 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.

(i) (a) (B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) All property, plant and equipment have not been physically verified by the management during the year but there is a regular programme of verifying them over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(i) (c) According to the information and explanations given by the management, the title deeds of immovable properties amounting to INR 526.81 lakhs included in property, plant and equipment have been given as security (mortgage and charge) against the financing facility taken from banks and we have been explained that the original title deeds are kept as security with the trustee appointed by bankers. Similarly, title deeds of immovable properties amounting to INR 1,740.64 lakhs included in property, plant and equipment are kept with Kotak Mahindra Bank and State Bank of India as security (mortgage and charge) against the financing facility provided by it. Therefore, these title deeds could not be made available to us for verification however, the same has been confirmed by the trustee/banks. Accordingly, based on the information and explanation given to us by the management and confirmation received from trustee/banks, we report that the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.

(i) (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, 2023.

(i) (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 management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at March 31, 2023.

(ii) (b) As disclosed in note 17 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks 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 the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

(iii) (a) During the year the Company has provided loans, advances in the nature of loans, stood guarantee and provided security to companies or any other parties as follows:

(INR in lakhs)

Particulars	Guarantees	Security	Loans	Advances in the nature of loans
Aggregate amount granted/ provided during the year*				
- Subsidiaries*	-	-	5,883.98	-
- Others	-	-	190.30	-
Balance outstanding as at balance sheet date in respect of:				
- Subsidiaries	-	-	6,334.33	-
- Others	-	-	106.25	-

*does not include guarantees given to two subsidiaries of Rs. 10,000 lakhs, given in previous year, which has been revoked during the year and is not outstanding as at the balance sheet date.

During the year, the Company has not provided loans, advances in the nature of loans, stood guarantee and provided security to firms and Limited Liability Partnerships.

(iii) (b) During the year the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees to companies or any other parties are not prejudicial to the Company's interest. During the year, the Company has not made investment, provided guarantees, provided security and granted loans and advances in the nature of loans and guarantees to firms and Limited Liability Partnerships.

(iii) (c) In respect of loans and advance in the nature of loan granted to companies or any other parties, the repayment of principal and interest is regular where stipulated in the agreement. The Company has not granted loans and advances in the nature of loans to firms and Limited Liability Partnerships.

(iii) (d) There are no amounts of loans and advances in the nature of loans granted to companies or any other parties which are overdue for more than ninety days. The Company has not granted loans or advances in the nature of loans to firms and Limited Liability Partnerships.

(iii) (e) There were no loans or advances in the nature of loan granted to companies 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. There were no loans or advance in the nature of loan granted to firms and Limited Liability Partnerships.

(iii) (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) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 of the Companies Act, 2013 are applicable. Loans, investments, guarantees and security in respect of which provisions of section 186 of the Companies Act, 2013 are applicable, have been complied with by the Company.

(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 spring leaves and lift axle, 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' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities except for certain delays relating to custom duty and goods and service tax.

(vii) (b) According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(vii) (c) The dues of income tax, sales tax, service tax, customs goods and services tax and other statutory dues, that have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dispute	Forum where dispute is pending	Amount (in INR lakhs)	Amount paid under protest (in INR lakhs)	Period to which the amount relates
Income Tax Act,1961	Alleged diversion of profit to subsidiary	Commissioner of Income Tax (Appeals)	482.87		A.Y. 2012-2013 and A.Y. 2013-2014
Finance Act 1994	Service Tax	Additional Commissioner, Gwalior	20.63	-	F.Y. 05-06 to 08-09 and F.Y 08-09 to 09-10
Customs Act, 1962	Custom Act	Director General of Foreign Trade, New Delhi	32.67	-	F.Y. 2000-2008
Finance Act 1994	Service Tax	Commissioner (Appeal), CGST, Panchkula	15.43	-	F.Y. 2015-2016 to F.Y. 2017-2018
Madhya Pradesh Sales Tax Act, 1958	VAT	Additional. Commissioner Cum Appellate Authority, Commercial Tax, Gwalior	6.71	-	F.Y. 2015-2016
Goods and Services Tax Act, 2017	GST	Appellate Authority Gwalior	2.63	2.63	F.Y. 2019-2020
Tamil Nadu VAT Act, 2006	VAT	Assistant Commissioner (ST), Chengalpattu Assessment Circle	1,375.17	-	F.Y.2009-2010, F.Y.2013-2014, F.Y.2015-2016, F.Y.2014-2015

Name of the statute	Nature of dispute	Forum where dispute is pending	Amount (in INR lakhs)	Amount paid under protest (in INR lakhs)	Period to which the amount relates
Madhya Pradesh Sales Tax Act 1958	VAT	Additional Commissioner, Grade-2, (Appeal) Fourth, Commercial Tax, Lucknow	32.79	-	F.Y. 2011-2012
Employees Provident Fund Act, 1952	PF	Central Government Industrial Tribunal Cum Labour Court, Chennai	6.71	3.36	F.Y. 2016-2017
GST Act 2017	GST	Commercial tax department	2.56	-	FY 17-18 and FY 18-19
Tamil Nadu VAT Act, 2006	VAT	Assistant Commissioner (ST), Maraimalai Nagar, Assessment Circle, Poonamallee	25.54	-	FY 2013-14
Employees Provident Fund Act, 1952	PF	High Court of Madhya Pradesh, Gwalior	42.19	-	FY 04-05 and FY 08-09
Employees Provident Fund Act, 1952	PF	Central Government Industrial Tribunal, (CGIT), Lucknow	39.29	39.29	FY 04-05 and FY 08-09
Madhya Pradesh 1958 Sales Tax Act	Entry Tax	MP Commercial Tax Appellate Board, Bhopal	11.78	-	FY 01-02
Goods and Service Tax, 2017	GST	Office of the Superintendent, Central Goods & Service Tax Range-VII, A Block, Surya Nagar, Alwar	61.56	-	FY 2018-19
Madhya Pradesh 1958 Sales Tax Act	Entry Tax	Assistant Commissioner, Commercial Tax, Gwalior Division, Gwalior	5.81	-	FY 08-09

(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.

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

(ix) (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.

(ix) (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.

(ix) (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.

(ix) (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company. The Company does not have any associate or joint venture.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(x) (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 no fraud on the Company has been noticed or reported during the year.

(xi) (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the 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.

(xi) (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) 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), clause 3(xii)(b) and 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 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.

(xiv) (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.

(xvi) (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.

(xvi) (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. (xvi)(d) The Group has one Core Investment Company as part of the Group.

(xvii) The Company has not incurred cash losses in the current financial year or 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 47 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(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 31(b) 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 Companies Act. This matter has been disclosed in note 31(b) to the standalone financial statements.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Pankaj Chadha**
Partner
UDIN: 23091813BGQOYF8890
Membership Number: 091813
Place of Signature: Gurugram
Date: May 29, 2023

Annexure 2 to the Independent Auditor's Report of even date on the standalone financial statements of Jamna Auto Industries 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 these standalone financial statements of Jamna Auto Industries Limited ("the Company") as of March 31, 2023 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 these standalone financial statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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 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 standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone 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 standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, 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 **Pankaj Chadha**
Partner
UDIN: 23091813BGQOYF8890
Membership Number: 091813
Place of Signature: Gurugram
Date: May 29, 2023

STANDALONE BALANCE SHEET

as at March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
A Assets			
1 Non-current assets			
Property, plant and equipment	3	32,853.29	34,500.12
Capital work in progress	3	4,187.17	3,846.20
Intangible assets	4	105.30	176.51
Right-of-use assets	36	3,031.22	3,228.61
Investment in subsidiaries	5	7,831.98	7,431.98
Financial assets			
Investments	6	0.66	47.29
Loans	7	6,333.98	100.00
Other financial assets	8	688.92	351.98
Non current tax assets	9	120.11	373.22
Other non-current assets	10	1,978.63	1,199.47
Deferred tax assets (net)	11	531.30	730.32
		57,662.56	**51,985.70**
2 Current assets			
Inventories	12	30,655.82	29,722.60
Contract asset	13.4	235.18	1,056.50
Financial assets			
Trade receivables	13.1	7,244.93	27,042.91
Cash and cash equivalents	14	4,502.20	1,993.72
Loans	7	158.19	703.08
Other bank balances	14.1	554.66	405.44
Other financial assets	8	508.77	701.46
Other current assets	10	1,855.54	1,635.73
		45,715.29	**63,261.44**
Total assets		**1,03,377.85**	**1,15,247.14**
B Equity and liabilities			
1 Equity			
Equity share capital	15	3,986.93	3,984.84
Other equity	16	73,210.10	64,323.23
Total equity		**77,197.03**	**68,308.07**
2 Non-current liabilities			
Financial liabilities			
Lease Liabilities	36	502.19	599.12
Other financial liabilities	18	168.23	152.55
Provisions	19	1,816.59	1,719.84
Deferred government grant	20	992.26	1,264.89
		3,479.27	**3,736.40**
3 Current liabilities			
Contract liabilities	21.2	2,642.74	1,967.87
Financial liabilities			
Borrowings	17	1,778.30	16,665.40
Lease liabilities	36	95.98	180.56
Trade payables			
- Total outstanding dues of micro and small enterprises	21.1	761.77	42.77
- Total outstanding dues of other creditors other than micro and small enterprises	21.1	12,726.94	19,046.64
Other financial liabilities	22	863.04	1,190.02
Deferred government grant	20	88.90	98.89
Provision for current tax	23	127.02	-
Provisions	19	2,280.36	3,128.92
Other current liabilities	24	1,336.50	881.60
		22,701.55	**43,202.67**
Total equity and liabilities		**1,03,377.85**	**1,15,247.14**
Summary of significant accounting policies	2.1		
The accompanying notes form an integral part of the standalone financial statements			

As per our report of even date
For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date May 29,2023

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	25	2,23,182.95	1,64,904.21
Other income	26	1,157.30	542.42
Total income		**2,24,340.25**	**1,65,446.63**
Expenses			
Cost of raw materials and components consumed	28(a)	1,52,207.50	1,12,164.80
Purchase of traded goods	28(b)	931.54	921.49
Increase in inventories of finished goods,work in progress and traded goods	29	(3,821.21)	(4,484.36)
Employee benefits expense	30	13,876.91	11,942.16
Other expenses	31	36,043.18	23,751.57
Total expenses		**1,99,237.92**	**1,44,295.66**
Profit before finance costs/income, depreciation/amortisation expense and tax		25,102.33	21,150.97
Finance cost/income			
Finance costs	32	219.68	279.57
Finance income	27	235.53	89.53
Net finance (income)/cost		**(15.85)**	**190.04**
Depreciation and amortisation expense	33	3,837.38	3,507.73
Profit before tax		**21,280.80**	**17,453.20**
Tax expense			
Current tax		5,311.60	4,674.16
Deferred tax expense / (credit)		192.82	(266.73)
Total tax expense		**5,504.42**	**4,407.43**
Profit for the year		**15,776.38**	**13,045.77**
Other Comprehensive Income			
Other comprehensive income not to be reclassified to profit or loss in subsequent periods :			
- Re-measurement gains on defined benefit plans		24.63	83.85
- Deferred tax on above		(6.20)	(21.10)
Other comprehensive income for the year, net of tax		**18.43**	**62.75**
Total Comprehensive income for the year		**15,794.81**	**13,108.52**
Earnings per equity share (par value Rs. 1 per share) (absolute amount)	34		
- Basic		3.96	3.28
- Diluted		3.95	3.27
Summary of significant accounting policies	2.1		
The accompanying notes form an integral part of the standalone financial statements			

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

(a) Equity share capital :

Particulars	No. of shares*	Amount
Equity shares of Rs. 1 each issued, subscribed and paid (refer note no 15)		
Balance as at April 01, 2021	39,81,86,585	3,983.25
Add: Allotment of share (under ESOP scheme) (refer note no.45)	1,59,000	1.59
Closing balance as at March 31, 2022	**39,83,45,585**	**3,984.84**
Add: Allotment of share (under ESOP scheme) (refer note no.45)	2,09,000	2.09
Closing balance as at March 31, 2023	**39,85,54,585**	**3,986.93**

* No. of shares issued, subscribed and fully paid only. For number of partly paid shares, refer note 15.

(b) Other equity

Particulars	Capital reserve	Amalgamation reserve	Capital redemption reserve	Securities premium	General reserve	Retained Earnings	Share based payment reserve	Total
As at April 01, 2021	315.71	1,481.46	400.00	15,117.60	4,077.62	33,429.86	66.18	54,888.43
Add: Profit for the year	-	-	-	-	-	13,045.77	-	13,045.77
Add: Exercise of share option	-	-	-	77.91	-	-	-	77.91
Less: Final dividend paid during the year	-	-	-	-	-	(1,991.63)	-	(1,991.63)
Less: Interim dividend paid during the year	-	-	-	-	-	(1,991.63)	-	(1,991.63)
Add: Employee stock option expense recognised during the year	-	-	-	-	-	-	231.63	231.63
ESOP reserve transferred to General reserve	-	-	-	-	49.45	-	(49.45)	-
Add: Other comprehensive income	-	-	-	-	-	62.75	-	62.75
As at March 31, 2022	**315.71**	**1,481.46**	**400.00**	**15,195.51**	**4,127.07**	**42,555.12**	**248.36**	**64,323.23**
Add: Profit for the year	-	-	-	-	-	15,776.38	-	15,776.38
Add: Exercise of share option	-	-	-	102.41	-	-	-	102.41
Less: Final dividend paid during the year	-	-	-	-	-	(3,984.84)	-	(3,984.84)
Less: Interim dividend paid during the year	-	-	-	-	-	(3,187.88)	-	(3,187.88)
Add: Employee stock option expense recognised during the year	-	-	-	-	-	-	162.37	162.37
ESOP reserve transferred to General reserve	-	-	-	-	65.00	-	(65.00)	-
Add: Other comprehensive income	-	-	-	-	-	18.43	-	18.43
As at March 31, 2023	**315.71**	**1,481.46**	**400.00**	**15,297.92**	**4,192.07**	**51,177.21**	**345.73**	**73,210.10**

Summary of significant accounting policies
The accompanying notes form an integral part of the standalone financial statements 2.1

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

STANDALONE STATEMENT OF CASH FLOW

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	21,280.80	17,453.20
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	3,837.38	3,507.73
Gain on disposal of property, plant and equipment	(13.89)	(12.31)
Finance costs	219.68	279.57
Finance income	(235.53)	(89.53)
Provision no longer required written back	(46.63)	(2.98)
Provision for government grant written back	(485.63)	-
Impairment allowance for advances/trade receivable considered doubtful	196.35	-
Government grant and export incentive income recognised	(193.22)	(189.34)
Impairment of investment	46.63	-
Provision for Government grant recoverable	-	88.92
Provision for contigency	(140.00)	-
Employee stock option scheme	162.37	231.63
Unrealised foreign exchange gain (net)	(51.77)	(7.19)
Share in profit of limited liability partnership	-	(117.44)
Operating profit before working capital changes	**24,576.54**	**21,142.26**
Changes in operating assets and liabilities:		
(Decrease) /increase in trade payable and other current liabilities	(4,424.30)	1,206.55
(Decrease) / increase in provision (Non current & current)	(587.18)	918.87
Decrease/(increase) in trade receivables	19,710.02	(7,965.96)
Increase in inventories	(933.22)	(10,377.22)
Increase in employee loans (Non current & current)	(5.11)	(24.02)
Decrease in financial liabilities (Non current & current)	15.68	9.85
Decrease in other assets & other financial assets	329.94	492.55
Cash generated from operations	**38,682.37**	**5,402.88**
Income tax paid (net of refunds)	(4,931.44)	(4,886.38)
Net cash generated from operating activities	**33,750.93**	**516.50**
B. Cash flow from investing activities		
Purchase for property, plant and equipment	(3,597.23)	(1,893.75)
Proceeds from sale of property, plant and equipment	18.57	20.73
Investment in fixed deposits	-	(38.19)
Loan given to subsidiary	(5,883.98)	(650.00)
Loan repaid by subsidiary	200.00	1,651.35
Investment in subsidiary	(400.00)	(2,427.96)
Interest received	80.78	370.18
Net cash used in investing activities	**(9,581.86)**	**(2,967.64)**

STANDALONE STATEMENT OF CASH FLOW

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
C. Cash flow from financing activities		
Proceeds from shares issued under ESOP scheme	104.50	79.50
Dividend paid	(7,172.72)	(3,983.26)
Payment of principal portion of lease liabilities	(181.52)	(222.94)
(Repayment of) / Proceeds from short term borrowings (net)	(14,887.10)	5,197.27
Government grant received	695.93	-
Interest paid	(219.68)	(139.66)
Net cash (used in) / from financing activities	**(21,660.59)**	**930.92**
Net increase / (decrease) in cash and cash equivalents (A+B+C)	2,508.48	(1,520.22)
Cash and cash equivalents at the beginning of the year	1,993.72	3,513.94
Cash and cash equivalents at the end of the year	**4,502.20**	**1,993.72**
Components of cash and cash equivalents (refer note 14):		
Cash in hand	10.54	17.75
Balances with scheduled banks		
- On current account	2,491.66	1,975.97
- Deposits with original maturity of less than three months	2,000.00	-
	4,502.20	**1,993.72**

The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7 , "Statement of cash flow".

Refer note 14A for change in liabilities arising from financing activities.

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

1. Corporate information

Jamna Auto Industries Limited ("the Company") (CIN: L35911HR1965PLC004485) is engaged in manufacturing and selling of tapered leaf, Parabolic springs and Lift axles. The Company has its manufacturing facilities at Malanpur, Chennai, Yamuna Nagar, Jamshedpur, Hosur, Pillaipakkam and Pune.

The Company is public company domiciled in India and is incorporated under the provisions of the Companies Act. Its shares are listed on two recognized stock exchanges in India. The registered office of the Company is located at Jai Spring Road, Yamuna Nagar, Haryana -135001.

Information on related party relationships of the Company is provided in Note 38.

These standalone financial statements were approved for issue in accordance with a resolution of the board of directors on May 29, 2023.

2. Basis of preparation

The 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.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value as referred in the accounting policies:

(a) Certain financial assets and liabilities measured at fair value.

The standalone financial statements are presented in Indian Rupees (Rs.) and all values are rounded to the nearest lakhs (Rs. 00,000), except wherever otherwise stated.

2.1 Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these Indian Accounting Standards (Ind-AS) financial statements. These policies have been consistently applied to all the years except where newly issued accounting standard is initially adopted.

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current. A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Foreign currencies

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

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 profit or 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

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

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.

c) Property, plant and equipment (PPE)

Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price (net of input tax credit) and any directly attributable cost to bring assets to working condition. When significant parts of property, plant and equipment are required to be replaced at intervals, 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 or loss as incurred.

- Gains or losses arising from de–recognition of tangible assets are measured as the difference between the net disposable proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.
- The Company identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.
- The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.
- Machinery spares which are specific to a particular item of fixed asset and whose use is expected to be irregular are capitalized as fixed assets when they meet the definition of Property Plant Equipment, i.e., when the Company intends to use these during more than a period of 12 months.

Depreciation on property, plant and equipment

Cost of leasehold improvements on property, plant and equipment are amortized on a straight-line basis over the period of lease or their useful lives, whichever is shorter.

Depreciation on other property, plant and equipment is calculated on a straight-line basis using rates arrived at based on the useful lives estimated by the management. The Company identifies and determines cost of each component/ part of the asset separately, if the Component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining components of the asset. These components are depreciated separately over their useful lives and the remaining components are depreciated over the useful life of the principal assets. The Company has used following estimated useful life to provide depreciation on its property, plant and equipment:

Particulars	Estimated Useful Life (Years)
Factory buildings	30
Other buildings	60
Plant and machinery [1]	15-20
Research and development equipment	1
Furniture and fixtures [2]	4
Vehicles [2]	4
Office equipment [2]	3
Computers	3

1. The management has estimated, supported by independent assessment, the useful life of certain plant and machinery as 20 years, which is higher than those indicated in schedule II of the Companies Act 2013.
2. The management has estimated, based on its internal assessment and past experience, the useful life of these blocks of assets as lower than the life indicated for respective block of assets in schedule II of the Companies Act 2013.

Residual value of plant and machinery is considered at 5%.

d) Intangible assets

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 statement of profit and loss in the year in which the expenditure is incurred.

The useful lives of the intangible assets are assessed as either finite or infinite.

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

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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 statement of profit and loss unless such expenditure forms part of carrying value of another assets.

Software is amortized on a straight-line basis over the period of five years.

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. Gains or losses arising from derecognition 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) 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's lease asset classes primarily comprise of lease for Land & Building. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

(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 underlying assets.

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 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 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.

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"Lease liabilities" and "Right of Use Assets" have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

f) Borrowing cost

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 respective asset. All other borrowing costs are expensed in the period they occur. Borrowing cost includes interest and other costs that an entity incurs in connection with the borrowing of funds and charged to Statement of Profit & Loss. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

g) Impairment of non-financial asset

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) 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 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 four to five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the forecast period. 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.

For assets excluding goodwill and intangible assets having indefinite life, 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.

Impairment losses on non-financial asset, including impairment on inventories, are recognized in the statement of profit and loss.

h) Investment

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

i) Inventories

Raw materials, components and stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on moving weighted average basis.

Stores and spares which do not meet the definition of Property, plant and equipment are accounted as inventories.

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Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labor and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on moving weighted average basis.

Traded goods are valued at cost.

Scrap is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Obsolete and non-moving inventory are determined on the basis of regular review and are valued at net realizable value or cost whichever is lower.

j) Revenue from Contract with customers

The Company manufactures and sells a range of automobile suspension products. 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.

The specific recognition criteria described below must also be met before revenue is recognized:

1) Sale of goods

Revenue from sale of goods is recognized at the point in time when control of the inventory is transferred to the customer, generally on delivery of the equipment. The normal credit term is 30 to 90 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. In determining the transaction price for the sale of goods, the Company allocated a portion of the transaction price to goods bases on its relative standalone prices and also considers the following:

(i) Warranty Obligations

The Company generally provides for warranties for general repair of defects. These warranties are assurance-type warranties under Ind AS 115, which are accounted for under Ind AS 37 (Provisions, Contingent Liabilities and Contingent Assets), consistent with its current practice. The Company adjust the transaction price for the time value of money where the period between the transfer of the promised goods or services to the customer and payment by customer exceed one year.

(ii) Significant Financing Components

In respect of short-term advances from its customers, using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be within normal operating cycle.

(iii) Schemes

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 program such as credit notes, tours, reimbursement etc. Revenue from contract with customer is presented deducting cost of all these schemes.

2) Interest income

For all debt instruments measured at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected estimated cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit loss. Interest income is included under the head “other income” in the statement of profit and loss.

Interest income on bank deposits and advances to vendors 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 “Finance income” in the statement of profit and loss.

3) Share of profit from LLP

Share of profit from LLP is recognized when the right to receive share of profit is established.

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4) Export incentives

Export incentives are accrued in the underlying period of export sales in accordance with the terms of the export benefit scheme, provided that there is no significant uncertainty regarding the entitlement to the credit and the amount thereof.

Contract balances

(i) 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 (x) Financial instruments – initial recognition and subsequent measurement.

(ii) Contract Assets

Contract assets relates to revenue accrued during the year but not billed to the customer at the period end.

(iii) Contract Liabilities

A contract liability is recognised 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 recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

k) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, 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 Company operates three defined benefit plans for its employees i.e. gratuity, long service award and benevolent fund. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for these plans using the projected unit credit method.

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 recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises 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 treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred.

l) Taxes

Tax expense for the year comprises of current tax and deferred tax.

Current Income Tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. 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 item recognized outside the statement of profit and loss is recognized outside profit or loss

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(either in other comprehensive income or equity). Current tax items are recognized in correlation to the underlying transactions 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 establishes provisions where appropriate.

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 timing differences. Deferred tax assets are recognized for all deductible timing 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.

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 profit or loss is recognized outside profit or 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.

m) Share based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments which are classified as equity-settled transactions.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised as an employee benefit expense with a corresponding increase in 'Share Based Payment Reserve' in other equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company best estimate of the number of equity instruments that will ultimately vest.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions.

Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through the Statement of Profit and Loss.

n) Segment reporting

Identification of segments - The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the geographical location of the customers.

Segment accounting policies - The Company prepares its segment information in conformity with the accounting policies

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adopted for preparing and presenting the financial statements of the Company as a whole.

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 profit or 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 favorable 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) Earnings per share

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

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

q) Provisions General

A provision is recognized when the Company 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. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. 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.

Warranty provision

Provision for warranty related costs are recognized when the product is sold. Provision is based on historical experience. The estimate of such warranty related costs is revised annually.

Provision for price difference

The Company recognizes the price difference payable to parties, where settlement is pending for final negotiation. It is provided on the basis of best estimates and management's assessment, considering the past trend and various other factors. These provisions are reviewed on a regular basis and adjusted with respective element with statement of profit and loss from the adequacy and reasonability point of view.

r) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

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

s) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

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For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

t) Dividend

The Company recognizes a liability to make the payment of dividend to owners of equity, when the distribution is authorized, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

u) Measurement of EBITDA

The Company has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Company measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Company does not include depreciation and amortization expense, interest income, finance costs and tax expense.

v) Suppliers' credit / vendor bill discounting

The Company enters into deferred payment arrangements (acceptances) whereby banks/financial institutions initially make payment to Company's suppliers for raw materials, goods and services directly, while the Company continues to recognize the liability till settlement with the bank/financial institution at a later date, which is normally effected within a period of 90 days. The arrangement provides working capital timing benefits and the economic substance of the transaction is determined to be operating in nature. These arrangements are in the nature of credit extended in normal operating cycle and these arrangements are recognized as 'Acceptances' under Trade Payables. Interest borne by the Company on such arrangements is accounted under the head 'Finance Cost'.

w) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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:

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

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, 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 Company 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.

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.

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- Disclosures for valuation methods, significant estimates and assumptions
- Financial guarantee
- Financial instruments (including those carried at amortized cost)

x) Financial instrument:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

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 the purpose of subsequent measurement, financial assets are only classified as debt instruments at amortized cost.

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

a) Business Model Test: The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Cash Flow Characteristics Test: 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 EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the balance sheet) when:

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

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.

Impairment of financial assets:

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables or contract revenue receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. The credit risk of the Company has not increased significantly, 12-month ECL is used to provide for impairment loss.

The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortized cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables. 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 and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss.
- Financial liabilities at amortised cost (loans and borrowings).

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

Financial liabilities at fair value through profit or loss

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

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to statement of profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised 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 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. This category generally applies to borrowings. For more information refer Note 17.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using effective interest method.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023
(All amounts in INR lakhs, unless otherwise stated)

Financial guarantee contracts

Financial guarantee contracts obtained by the Company are those contracts that require a payment to be made by the issuer to reimburse the holder for a loss it incurs because the Company fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the financial guarantee is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization in accordance with the principles of Ind AS 115.

Derecognition

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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

Offsetting of financial instruments

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

New and amended standards

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 01 April 2022. The Company has not early adopted any other standard or amendment that has been issued but is not yet effective:

Recent accounting pronouncements

Amended standards adopted by the Company

(i) Reference to the Conceptual Framework – Amendments to Ind AS 103

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date. The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

These amendments had no impact on the standalone financial statements of the company as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period."

(ii) Property, Plant and Equipment: Proceeds before Intended Use – amendments to Ind AS 16

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the statement of profit and loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after 1 April 2022. These amendments had no impact on the standalone financial statements of the company as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

(iii) Ind AS 109 financial instruments – fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no impact on the standalone financial statements of the Company as there were no modifications of the company's financial instruments which were covered by amendment.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

(iv) Onerous contracts – costs of fulfilling a contract – amendments to Ind AS 37

An onerous contract is a contract under which the unavoidable of meeting the obligations under the contract costs (i.e., the costs that the Company cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

Standards issued but not yet effective

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 from 01 April 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. The amendments are effective for annual reporting periods beginning on or after 1 April 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. The amendments are not expected to have a material impact on the Company`s standalone 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 to Ind AS 1 are applicable for annual periods beginning on or after 1 April 2023. Consequential amendments have been made in Ind AS 107. The Company is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

(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.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101. The amendments to Ind AS 12 are applicable for annual periods beginning on or after 1 April 2023. The Company is currently assessing the impact of these amendments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

3 Property, plant and equipment (PPE)

Particulars	Freehold land	Leasehold improvment	Building	Plant and machinery	Furniture and fixtures	Vehicles	Office equipment	Computer hardware	Total	Capital work in progress
Gross carrying amount										
As at April 01, 2021	3,586.91	20.81	10,266.30	28,789.24	350.37	384.87	259.51	174.10	43,832.11	12,798.41
Additions	-	102.70	1,654.23	8,494.91	20.08	148.00	77.52	95.58	10,593.02	1,395.79
Disposal/Capitalisation	-	-	-	40.09	12.04	17.07	11.23	15.28	95.71	10,348.00
As at March 31, 2022	**3,586.91**	**123.51**	**11,920.53**	**37,244.06**	**358.41**	**515.80**	**325.80**	**254.40**	**54,329.42**	**3,846.20**
Additions	-	17.24	897.21	494.16	23.96	271.99	148.04	58.62	1,911.22	2,065.00
Disposal/Capitalisation	**-**	**-**	**-**	**316.48**	**128.00**	**98.98**	**139.58**	**127.40**	**810.44**	**1,724.03**
As at March 31, 2023	3,586.91	140.75	12,817.74	37,421.74	254.37	688.81	334.26	185.62	55,430.20	4,187.17
Accumulated depreciation										
As at April 01, 2021	**-**	**6.53**	**1,693.56**	**14,270.66**	**240.21**	**171.67**	**205.45**	**136.64**	**16,724.72**	**-**
Add Charge for the year (refer note 33)	-	57.16	474.41	2,419.01	47.45	105.70	50.68	39.29	3,193.70	-
Less disposal	-	-	-	40.33	11.29	9.41	11.18	16.91	89.12	-
As at March 31, 2022	**-**	**63.69**	**2,167.97**	**16,649.34**	**276.37**	**267.96**	**244.95**	**159.02**	**19,829.30**	**-**
Charge for the year (refer note 33)	-	43.98	556.35	2,678.60	29.54	123.03	66.24	55.63	3,553.37	-
Less: disposal	**-**	**-**	**-**	**312.19**	**128.00**	**98.98**	**139.34**	**127.25**	**805.76**	**-**
As at March 31, 2023	**-**	**107.67**	**2,724.32**	**19,015.75**	**177.91**	**292.01**	**171.85**	**87.40**	**22,576.91**	**-**
Net carrying amount										
As at March 31, 2023	**3,586.91**	**33.08**	**10,093.42**	**18,405.99**	**76.46**	**396.80**	**162.41**	**98.22**	**32,853.29**	**4,187.17**
As at March 31, 2022	**3,586.91**	**59.82**	**9,752.56**	**20,594.72**	**82.04**	**247.84**	**80.85**	**95.38**	**34,500.12**	**3,846.20**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

3 Property, plant and equipment (PPE) (Contd.)

(a) Capital work in progress (CWIP) ageing schedule

i) For Capital - work - in progress, ageing 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	796.51	38.89	46.17	3,305.60	4,187.17
Total	**796.51**	**38.89**	**46.17**	**3,305.60**	**4,187.17**

ii) For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule as at March 31, 2023

CWIP	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Chennai Plant-Parabolic Line	1,183.14	-	-	-	1,183.14
Malanpur Plant-Parabolic Line	2,180.52	-	-	-	2,180.52
Total	**3,363.66**	**-**	**-**	**-**	**3,363.66**

Progress of these projects started in current year in full swing and is in advance stage of completion and expected to be capitalised in next few months.

iii) For Capital-work-in progress, ageing as at March 31, 2022

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	479.03	61.57	3,305.60	-	3,846.20
Total	**479.03**	**61.57**	**3,305.60**	**-**	**3,846.20**

iv) For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule as at March 31, 2022:

CWIP	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Jamshedpur Plant-Parabolic Line	1,183.14	-	-	-	1,183.14
Malanpur Plant-Parabolic Line	2,122.46	-	-	-	2,122.46
Total	**3,305.60**	**-**	**-**	**-**	**3,305.60**

Capitalisation was delayed due to restriction of travel under COVID-19 pandemic.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

4 Intangible assets

Particulars	Computer Software	Total
Gross carrying amount		
As at April 01, 2021	**455.04**	**455.04**
Additions	84.45	84.45
As at March 31, 2022	**539.49**	**539.49**
Additions	15.41	15.41
As at March 31, 2023	**554.90**	**554.90**
Accumulated Amortisation		
As at April 01, 2021	**271.90**	**271.90**
Amortisation (refer note 33)	91.08	91.08
As at March 31, 2022	**362.98**	**362.98**
Amortisation (refer note 33)	86.62	86.62
As at March 31, 2023	**449.60**	**449.60**
Net carrying amount		
As at March 31, 2023	**105.30**	**105.30**
As at March 31, 2022	**176.51**	**176.51**

5 Investment in subsidiaries (at cost)

Non Current	As at March 31, 2023	As at March 31, 2022
Investment in wholly owned subsidiary (Unquoted equity shares)		
Jai Suspension Systems Private Limited: 6,99,98,950 equity share of Rs. 1 each (March 31, 2022: 6,99,98,950 equity share of Rs. 1 each) (also refer Note no.48)	**699.98**	**699.98**
Jai Suspension Limited: 2,50,00,000 equity share of Rs. 10 each (March 31, 2022: 2,10,00,000 equity share of Rs. 10 each)	2,500.00	2,100.00
Jai Automotive Components Limited: 4,63,32,000 equity shares of Rs. 10 each (March 31, 2022: 4,63,32,000 equity shares of Rs. 10 each)	4,632.00	4,632.00
Total	**7,831.98**	**7,431.98**

6 Investments in others

Non Current	As at March 31, 2023	As at March 31, 2022
Fully paid up		
Unquoted equity shares		
TCP Limited 100 equity share of Rs. 655 each (March 31, 2022: 100 equity share of Rs. 655 each)	0.66	0.66
IND Bharath Powergencom Limited 466,263 equity share of Rs. 10 each (March 31, 2022: 466,263 equity share of Rs. 10 each)	46.63	46.63
Total	**47.29**	**47.29**
Less: Provision for impairment of investment in IND Bharath Powergencom Limited	(46.63)	-
Total	**0.66**	**47.29**

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for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

7 Financial assets - Loans (Unsecured considered good unless otherwise stated)

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Loan to related party (refer note 38)				
Loan to subsidiaries at amortised cost	6,333.98	100.00	-	550.00
Loan to others				
Loan to employees	-	-	158.19	153.08
Total	**6,333.98**	100.00	**158.19**	**703.08**

The Company has given a loan of Rs. 3,350 lakhs (March 31, 2022 Rs. 100 lakhs) to Jai Suspensions Limited which is repayable on demand, 2 years after the commencement of commercial production at an interest rate of 9% p.a. or 1 year MCLR + 0.65% spread p.a. whichever is higher and Rs. 2,983.98 lakhs (March 31, 2022 Rs. 550 lakhs) to Jai Automotive Components Limited which is repayable on demand, 2 years after the commencement of the commercial production at an interest rate of 9% p.a. or 1 year MCLR + 0.65% spread p.a. whichever is higher. Interest payment shall start quarterly after 12 months from start of commercial production, till such time interest will be accrued.

The details of loans repayable on demand are as follows:	As at March 31, 2023		As at March 31, 2022	
Type of borrower	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	% of total loans and advances in the nature of loans
Related Parties	-	-	550.00	69.49%

8 Other financial assets - at amortised cost

(Unsecured considered good, unless otherwise stated)	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security deposits	518.54	348.18	16.38	5.13
Bank balances (Refer note no 14.1)	10.22	3.80	-	-
Balance with sales tax, excise and custom authorities	-	-	33.57	21.80
Government grant receivable				
- Considered good	-	-	456.03	666.33
- Considered doubtful	-	-	-	485.63
Interest accrued but not due	160.16	-	2.79	8.20
Total	**688.92**	**351.98**	**508.77**	**1,187.09**
Less: Provision for Government grant*	-	-	-	(485.63)
Total	**688.92**	**351.98**	**508.77**	**701.46**

*During the year, the Company has received the amount of second tranche of Jharkhand subsidy and accordingly, the provision recorded in earlier periods has been reversed.

9 Tax assets

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance income tax (net)	120.11	373.22	-	-
Total	**120.11**	**373.22**	**-**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

10 Other assets

(Unsecured considered good, unless otherwise stated)	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Capital advances				
Unsecured considered good	1,196.59	432.57	-	-
Unsecured considered doubtful	44.23	21.23	-	-
	1,240.82	453.80	-	-
Less: Provision for doubtful advances	(44.23)	(21.23)	-	-
Total (A)	**1,196.59**	**432.57**	**-**	**-**
Advance to suppliers				
- considered good	-	-	732.49	478.49
- considered doubtful	41.52	41.52	33.00	-
Prepaid expenses	502.68	476.76	312.37	307.51
Balance with government authorities	-	-	808.37	769.93
Duty paid under protest*	191.95	227.39	-	-
Other recoverable in cash or kind				
- considered good	87.41	62.75	2.31	79.80
- considered doubtful	-	-	12.43	12.43
	823.56	808.42	1,900.97	1,648.16
Less :- Provision for doubtful advances	**(41.52)**	**(41.52)**	**(45.43)**	**(12.43)**
Total (B)	782.04	766.90	1,855.54	1,635.73
Total (A+B)	**1,978.63**	**1,199.47**	**1,855.54**	**1,635.73**

* includes Rs.141.27 lakhs (March 31, 2022: Rs. 141.27 lakhs) for which case has been decided in favour of the Company. Also refer note 19 (b).

11 Deferred tax assets (net)

	As at March 31, 2023	As at March 31, 2022
Provision for bad and doubtful debts, advance etc.	98.82	63.54
Provision for contingencies	9.16	55.01
Provision for price difference	450.49	645.39
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis (refer note 46)	963.22	1,058.99
Total deferred tax asset	**1,521.69**	**1,822.93**
Less :- Deferred tax liability		
Excess of depreciation/ amortisation on fixed assets under income tax law over depreciation/ amortisation provided in accounts	(875.63)	(802.69)
Impact of government grant deferred	**(114.76)**	**(289.92)**
Total deferred tax liability	**(990.39)**	**(1,092.61)**
Deferred tax assets (net)	**531.30**	**730.32**

Also refer note 46 for the movement in deferred tax during the year.

12 Inventories

(at lower of cost and net realisable value)	As at March 31, 2023	As at March 31, 2022
Raw material (includes goods in transit: Rs.540.03 lakhs (March 31, 2022: Rs. 229.59 lakhs))	6,515.56	9,963.39
Components	1,572.84	1,464.64
Work-in-progress	3,878.39	3,214.50
Finished goods (includes goods in transit: Rs. 1,787.60 lakhs (March 31, 2022: Rs. 1,463.57 Lakhs))	15,450.75	12,284.14
Traded goods	595.33	439.84
Stores and spares	2,415.93	1,964.29
Scrap	227.02	391.80
Total	**30,655.82**	**29,722.60**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

13 Trade receivables and contract assets

13.1 Trade receivables

	As at March 31, 2023	As at March 31, 2022
Trade receivables	7,244.93	24,473.75
Receivables from related party (refer note 38)	-	2,569.16
Total Trade receivables	**7,244.93**	**27,042.91**
There are no security against the trade receivable. The breakup is as follow:-		
Unsecured, considered good	7,244.93	27,042.91
Unsecured, considered doubtful	392.63	252.48
Total	**7,637.56**	**27,295.39**
Less: Allowance for unsecured, considered doubtful	(392.63)	(252.48)
Total	**7,244.93**	**27,042.91**

Trade receivable includes receivable amounting to Rs. 1,778.30 lakhs (March 22: Rs. 16,665.40 lakhs) from a customer, which are subject to bill discounting arrangement under the tripartite agreement between the Company, Bank and the customer, where the obligation to pay may arise due to unforeseen event of default by the Company's customer. The Company therefore continues to recognise the transferred assets and liability in its standalone financial statements. Also refer note 17.

No trade receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

For terms and conditions relating to related party receivables, refer note 38.

13.2 Trade receivables Ageing Schedule

As at 31 March 2023

	Curent but 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	
Undisputed Trade Receivables – considered good	5,668.54	1,576.39	-	-	-	-	7,244.93
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	1.11	138.55	120.98	25.11	106.88	392.63
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**5,668.54**	**1,577.50**	**138.55**	**120.98**	**25.11**	**106.88**	**7,637.56**
Less: Allowance for credit loss	-	-	-	-	-	-	392.63
Net trade receivables	**5,668.54**	**1,577.50**	**138.55**	**120.98**	**25.11**	**106.88**	**7,244.93**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

13 Trade receivables and contract assets (Contd.)

13.3 Trade receivables Ageing Schedule

As at 31 March 2022

	Curent but 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	
Undisputed Trade Receivables – considered good	21,893.06	5,085.83	64.02	-	-	-	27,042.91
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	120.98	25.11	72.23	34.15	252.48
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**21,893.06**	**5,085.83**	**185.00**	**25.11**	**72.23**	**34.15**	**27,295.39**
Less: Allowance for credit loss	-	-	-	-	-	-	252.48
Net Trade Receivables	**21,893.06**	**5,085.83**	**185.00**	**25.11**	**72.23**	**34.15**	**27,042.91**

13.4 Contract assets

Particulars	As at March 31, 2023	As at March 31, 2022
Unbilled revenue	235.18	1,056.50
Total	**235.18**	**1,056.50**

14 Cash and bank balances

Cash and cash equivalents	As at March 31, 2023	As at March 31, 2022
Balance with banks		
On current account	2,491.66	1,975.97
Deposits with original maturity of less than three months	2,000.00	-
Cash in hand	10.54	17.75
Total	**4,502.20**	**1,993.72**

14A Changes in liabilities arising from financing activities

Particulars	April 01,2022	Cash Flows	Other	March 31, 2023
Current borrowings	16,665.40	(14,887.10)	-	1,778.30
Current lease liabilities	180.56	(98.94)	14.36	95.98
Non-current lease liabilities	599.12	(144.59)	47.66	502.19
Total liabilities arising from financing activities	**17,445.08**	**(15,130.63)**	**62.02**	**2,376.47**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

14 14A Changes in liabilities arising from financing activities (Contd.)

Particulars	April 01,2021	Cash Flows	Other	As at March 31, 2022
Current borrowings	11,468.13	5,197.27	-	16,665.40
Current lease liabilities	155.12	(155.12)	180.56	180.56
Non-current lease liabilities	600.06	(67.82)	66.88	599.12
Total liabilities arising from financing activities	**12,223.31**	**4,974.33**	**247.44**	**17,445.08**

14.1 Other bank balances

Particulars	As at March 31, 2023	As at March 31, 2022
Balance with banks		
On unpaid dividend account	498.92	349.70
Deposits with bank with maturity more than 12 months (margin money)	10.22	3.80
Deposits with bank with maturity more than 3 months and less than 12 months	55.74	55.74
Total	564.88	409.24
Amount disclosed under non current assets (Refer note 8)	(10.22)	(3.80)
Total	554.66	405.44

Includes fixed deposit kept as margin money Rs. 10.22 lakhs (March 31, 2022: Rs. 3.80 lakhs)

15 Share capital

	As at March 31, 2023	As at March 31, 2022
Authorised shares (amount per share in absolute rupees)		
638,865,000 (March 31, 2022: 638,865,000) equity shares of Rs. 1 each	6,388.65	6,388.65
350,000 (March 31, 2022: 350,000) 12.50% optionally convertible cumulative preference shares of Rs. 100 each	350.00	350.00
Total	**6,738.65**	**6,738.65**
Issued, subscribed and paid up equity shares (amount per share in absolute rupees)		
Subscribed and fully paid (398,554,585 (March 31, 2022: 398,345,585) equity shares of Rs. 1 each)	3,985.55	3,983.46
Subscribed but not fully paid 277,300 (March 31, 2022: 277,300) equity shares of Rs. 1 each, amount called up Rs. 1 each)	2.77	2.77
Less: Call in arrears (held by other than directors)	(1.39)	(1.39)
	3,986.93	**3,984.84**

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity Share	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount	No. of shares	Amount
Equity Share - Subscribed and fully paid up				
At the beginning of the year	39,83,45,585	3,983.46	39,81,86,585	3,981.87
Add : Allotment of share (under ESOP scheme) (refer note no 45)	2,09,000	2.09	1,59,000	1.59
At the end of the year	**39,85,54,585**	**3,985.55**	**39,83,45,585**	**3,983.46**
Equity Share - Subscribed but not fully paid up				
At the beginning of the year	**2,77,300**	**2.77**	**2,77,300**	**2.77**
At the end of the year	**2,77,300**	**2.77**	**2,77,300**	**2.77**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

15 Share capital (Contd.)

b. Term and rights attached to equity shares

Each shareholder is entitled to one vote per share. The Company pays and declares dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c. Details of shareholders holding more than 5% shares in the Company :

	March 31, 2023		March 31, 2022	
	No of shares	% holding in the class	No of shares	% holding in the class
MAP Auto Limited	13,50,05,021	33.87%	13,50,05,021	33.87%
Pradeep Singh Jauhar	2,58,44,323	6.48%	2,58,44,323	6.48%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares..

d. Shares reserved for issue under options

For details of shares reserved for issue under the share based payment plan of the Company, please refer note no 45.

e. Forfeited shares (amount originally paid up, included in capital reserve)

Equity Shares	March 31, 2023		March 31, 2022	
	No of shares	Amount	No of shares	Amount
Equity share capital (281,900 equity shares (March 31, 2022: 281,900) of Rs. 1 (absolute amount) each, amount called up Rs. 1 (absolute amount) each.	2,81,900	1.45	2,81,900	1.45
	2,81,900	1.45	2,81,900	1.45

There are no equity shares issued as bonus, or for consideration other than cash, or shares bought back during the period of five years immediately preceding the reporting date.

Details of shares held by promoters

As at 31 March 2023

Name of Promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
1) Pradeep Singh Jauhar	2,58,44,323	-	2,58,44,323	6.48%	-
2) Randeep Singh Jauhar	1,75,16,360	-	1,75,16,360	4.39%	-
3) Bhupinder Singh Jauhar	71,03,240	-	71,03,240	1.78%	-
4) Sonia Jauhar	2,31,860	-	2,31,860	0.06%	-
5) Kirandeep Chadha	23,000	-	23,000	0.01%	-
6) Map Auto Limited	13,50,05,021	-	13,50,05,021	33.87%	-
7) S.W. Farms Private Limited	1,24,89,630	-	1,24,89,630	3.13%	-
8) Jamna Agro Implements Private Limited	10,22,000	-	10,22,000	0.26%	-
Total	**19,92,35,434**		**19,92,35,434**	**49.98%**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

15 Share capital (Contd.)

Details of shares held by promoters

As at 31 March 2022

Name of Promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
1) Pradeep Singh Jauhar	2,28,44,323	30,00,000	2,58,44,323	6.48%	0.75%
2) Randeep Singh Jauhar	1,75,16,360	-	1,75,16,360	4.39%	-
3) Bhupinder Singh Jauhar	71,03,240	-	71,03,240	1.78%	-
4) Sonia Jauhar	32,31,860	(30,00,000)	2,31,860	0.06%	(0.75%)
5) Kirandeep Chadha	23,000	-	23,000	0.01%	-
6) Map Auto Limited	13,50,05,021	-	13,50,05,021	33.87%	-
7) SW Farms Private Limited	1,24,89,630	-	1,24,89,630	3.13%	-
8) Jamna Agro Implements Private Limited	10,22,000	-	10,22,000	0.26%	-
Total	**19,92,35,434**	**-**	**19,92,35,434**	**49.98%**	**-**

16 Other equity

Particulars	As at March 31, 2023	As at March 31, 2022
Securities premium		
Balance at the beginning of the year	15,195.51	15,117.60
Add : Premium on issue of shares under options (Refer note no 45)	102.41	77.91
Closing balance	**15,297.92**	**15,195.51**
Surplus in the Statement of profit and loss		
Balance at the beginning of the year	42,555.12	33,429.86
Add: Profit for the year	15,776.38	13,045.77
Less: final dividend paid (refer note no 1 below)	(3,984.84)	(1,991.63)
Less: interim dividend paid (refer note no 2 below)	(3,187.88)	(1,991.63)
Add: Remeasurement of post employment benefit obligation, net of tax	18.43	62.75
Net surplus in the statement of profit and loss	**51,177.21**	**42,555.12**
Share based payment reserve (refer note no 5 below)		
Balance at the beginning of the year	248.36	66.18
Add : Stock option granted during the year	162.37	231.63
Less : Transfer to general reserve	(65.00)	(49.45)
Balance at the end of the year	**345.73**	**248.36**
Other reserves		
Capital reserve (refer note no 3 below)	315.71	315.71
Capital redemption reserve (refer note no 4 below)	400.00	400.00
Amalgamation reserve (refer note 8 below)	**1,481.46**	**1,481.46**
General reserve (refer note 6 below)	**4,192.07**	**4,127.07**
Total	**6,389.24**	**6,324.24**
Total other equity	**73,210.10**	**64,323.23**

(1) The Company has paid a final dividend of Rs. 1 (absolute amount) for every equity share of Rs. 1 (absolute amount) per equity share of Rs. 1 (absolute amount) for the financial year ended March 31, 2022.

(2) The Company has paid an interim dividend of Rs. 0.80 for every equity share of Rs. 1 (absolute amount) (March 31, 2022 Rs. 0.50) (absolute amount) per equity share of Rs. 1 (absolute amount).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

16 Other equity (Contd.)

(3) Includes Rs. 247 lakhs (March 31, 2022 Rs. 247 lakhs) amount forfeited against warrants and application money received in earlier years.

(4) Represents reserve created on account of redemption of preference shares during earlier years.

(5) The Company formulated an ESOP Scheme (referred as Company's Employee Stock Option Scheme, 2017) in accordance with SEBI (Share Based Employee Benefits) Regulation, 2014, which was duly approved in the Annual General Meeting of the Shareholders of the Company on August 01, 2017 and the Company also got in-principle approval from both NSE and BSE dated March 20, 2018 and March 27, 2018 respectively in respect of the said Scheme. During the earlier years, pursuant to the approval by the Compensation Committee of the Board of Directors on December 26, 2020, the Company granted options to certain eligible employees under the said approved Scheme. (Also, refer note 45).

(6) Movement in General Reserve includes amount transferred from share based payment reserve. The amount transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

(7) The Board of Directors of the Company at their meeting held on May 29, 2023 recommended a final dividend of Rs.1.10 (absolute amount) per equity share of Rs.1 (absolute amount) each of the Company. Final dividend is subject to the approval of shareholders

(8) Amalgamation reserve is on account of merger done by the Company in earlier years. This reserve can be utilised as per the provisions of Companies Act, 2013.

17 Financial liabilities - Borrowings

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Short term borrowing				
Unsecured				
Borrowings on account of sales bill discounting	-	-	1,778.30	16,665.40
Total current borrowing	**-**	**-**	**1,778.30**	**16,665.40**
The above include				
Aggregate Secured loans	-	-	-	-
Aggregate Unsecured loans	-	-	1,778.30	16,665.40

The Company has a cash credit account facility from banks and amount outstanding as at year end is Rs. Nil (March 31, 2022: Rs. Nil) carrying rate of interest ranging from 7.30% to 8.95% and 7.20% to 8.05% respectively and facility of working capital loans from Banks and amount outstanding as at year end is Rs. Nil (March 31, 2022 : Rs. Nil) carrying rate of interest 4.50% to 7.75% and 4.50% to 7.50% respectively. The security against these facilities are as follows:

(a) First pari passu charge on entire current assets of the Company

(b) Second pari passu charge to be shared with other lenders on all existing and future movable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai.

(c) Second pari passu charge on all immovable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai to be shared with other secured working capital lenders

(d) Bills Discounting from bank (Unsecured) have no interest cost to the Company.

(e) The Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

18 Other financial liabilities

	Non-current	
	As at March 31, 2023	As at March 31, 2022
Security deposits at amortised cost	168.23	152.55
	168.23	152.55

19 Provisions

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employees benefits				
Provision for leave encashment	521.28	489.84	129.13	114.87
Provision for long service award	24.79	27.11	10.82	10.12
Provision for benevolent fund	49.97	52.43	11.86	11.18
Provision for gratuity (Refer note no. 35)	1,220.55	1,150.46	277.49	227.28
Total	**1,816.59**	**1,719.84**	**429.30**	**363.45**
Other provisions				
Provision for warranties (Refer 19(a) below)	-	-	61.15	61.15
Provision for contingencies (Refer 19(b) below)	-	-	-	140.00
Provision for price differences (Refer 19(c) below)	-	-	1,789.91	2,564.32
	-	**-**	**1,851.06**	**2,765.47**
Total	**1,816.59**	**1,719.84**	**2,280.36**	**3,128.92**

19 (a) Provision for warranties

A provision is recognized for expected warranty claims on products sold during the last one year, based on past experience of the level of repairs and returns. It is expected that significant portion of these costs will be incurred in the next financial year. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the one-year warranty period for all products sold. The table below gives information about movement in warranty provisions.

	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	61.15	96.63
Arising during the year	235.76	19.50
Utilized during the year	(235.76)	(54.98)
At the end of the year	**61.15**	**61.15**
Current portion	61.15	61.15
Non-current portion	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

19 Provisions (Contd.)

19 (b) Provision for contingencies

Provision for contingencies represents provision made against possible tax losses based on the tax assessments and other possible losses based on best estimate of the management.

	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	140.00	140.00
Arising during the year	-	-
Reversed during the year	(140.00)	-
At the end of the year	-	140.00
Current portion	-	140.00
Non-current portion	-	-

During the year, the Company has received favourable order on the tax matter. Pursuant to such favorable order the provision in the books has been reversed.

19 (c) Provision for price differences (also refer note 49)

	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	2,564.32	1,701.25
Arising during the year	1,789.91	899.27
Reversed during the year	(2,062.18)	(36.20)
Utilised during the year	(502.14)	-
At the end of the year	**1,789.91**	**2,564.32**
Current portion	1,789.91	2,564.32
Non-current portion	-	-

20 Deferred government grant

	March 31, 2023	March 31, 2022
As at the beginning of the year	**1,363.79**	**1,553.12**
(Reversed)/Recognised during the year	(89.41)	-
Released to the statement of profit and loss (refer note no 26)	(193.22)	(189.33)
At the end of the year	**1,081.16**	**1,363.79**
Current	**88.90**	**98.89**
Non Current	**992.26**	**1,264.89**

Notes:

1 Government grants have been received for the purchase of certain items of property, plant and equipment.

2 The Company has opted the Export Promotion Credit Guarantee scheme, to avail the benefit of saving of custom duty by committing export of goods worth six times, of the value of duty saved, over a period of six years from the date of utilisation of benefit. Duty so saved has been recognised as Government grant and being released to profit & loss on the basis of export obligation fulfilled.

3 At the year end, the Company has an outstanding export obligation of Rs. 11,581.73 lakhs (March 31, 2022: Rs. 15,915.57 lakhs)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

21 Financial liabilities -Trade payables

21.1 Trade payables

	As at March 31, 2023	As at March 31, 2022
- Total outstanding due to micro and small enterprises	761.77	42.77
- Total outstanding due of creditor other than micro and small enterprises	12,726.94	19,041.03
- Trade payables to related parties (refer note 38)	-	5.61
	13,488.71	**19,089.41**

Terms and condition of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on 30-90 day terms.

For terms and conditions with related parties, refer note 38.

*Trade payable includes acceptances of Rs. 7,369.90 lakhs (March 31, 2022 Rs. 10,323.50 Lakhs). Acceptances represent credit availed by the Company from banks for payment to suppliers of materials purchased by the Company and are payable within 90 days. Acceptances are secured under short term borrowing facilities obtained from banks and are interest bearing.

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, 2023 and March 31, 2022 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.

Particulars	As at March 31, 2023	As at March 31, 2022
i) Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
Principal amount due to micro and small enterprises	761.77	42.77
Interest due on above		
ii) 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.	-	-
iii) 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 MSMED Act.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

21 Financial liabilities -Trade payables (Contd.)

Trade payables ageing schedule

As at 31 March 2023

	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	
Total outstanding dues of micro enterprises and small enterprises	476.46	284.20	1.11	-	-	761.77
Total outstanding dues of creditors other than micro enterprises and small enterprises	11,149.58	1,506.03	62.03	2.72	6.58	12,726.94
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**11,626.04**	**1,790.23**	**63.14**	**2.72**	**6.58**	**13,488.71**

As at 31 March 2022

	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	
Total outstanding dues of micro enterprises and small enterprises	36.43	5.38	0.96	-	-	42.77
Total outstanding dues of creditors other than micro enterprises and small enterprises	17,223.05	1,663.46	145.21	7.29	7.63	19,046.64
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**17,259.48**	**1,668.84**	**146.17**	**7.29**	**7.63**	**19,089.41**

21.2 Contract liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Advance from customers (also refer note 38)	2,642.74	1,967.87
Total contract liabilities	**2,642.74**	**1,967.87**
Current	2,642.74	1,967.87
Non-Current	-	-

22 Other financial liabilities

	As at March 31, 2023	As at March 31, 2022
Investor education and protection fund - unpaid dividends	498.92	349.70
Creditors for purchase of property, plant and equipment	364.12	840.32
Total	**863.04**	**1,190.02**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

23 Provision for current tax

	As at March 31, 2023	As at March 31, 2022
Provision for current tax	127.02	-
Total	**127.02**	**-**

24 Other current liabilities

	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	**1,283.72**	**338.70**
Deferred revenue	52.78	542.90
	1,336.50	**881.60**

25 Revenue from operations

Revenue from contract with customers	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of products		
Sale of finished goods (automobile suspension products) (also refer note 49)*	2,17,718.04	1,61,378.31
Other operating revenue		
Royalty income (refer note 38)	213.86	-
Scrap sale	5,251.05	3,525.90
Revenue from operations	**2,23,182.95**	**1,64,904.21**

*includes Rs. 1,059.00 lakhs sale of traded goods (March 31, 2022: Rs. 1,233.00 lakhs)

25 (a) Contract Balances

	For the year ended March 31, 2023	For the year ended March 31, 2022
Trade receivables	7,244.93	27,042.91
Contract assets	235.18	1,056.50
Contract liabilities	2,642.74	1,967.87
Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.		
Contract assets relates to revenue accrued during the year but not billed to the customer till the year end.		
Contract liabilities include short-term advances received from customers to deliver automobile suspension products.		

26 Other income

	For the year ended March 31, 2023	For the year ended March 31, 2022
Other non-operating income		
Share in profit of limited liability partnership (refer note no 48)	-	117.44
Gain on disposal of property, plant and equipment (net)	13.89	12.31
Provision no longer required written back	46.63	2.98
Provision for government grant written back (refer note 8)	485.63	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

26 Other income (Contd.)

	For the year ended March 31, 2023	For the year ended March 31, 2022
Exchange fluctuation gain (net)	51.76	76.42
Export Incentive	47.24	19.74
Government grants (refer note no 20)	193.22	189.33
Provision for contingency written back [refer note 19(b)]	140.00	-
Miscellaneous income	178.93	124.20
	1,157.30	**542.42**

27 Finance income

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income		
- From banks	13.68	17.91
- From loans to subsidiaries	220.88	71.34
- From others	0.97	0.28
	235.53	**89.53**

28 Raw materials and components consumed

	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventory at the beginning of the year	11,428.03	5,917.25
Add : Purchases	1,48,867.87	1,17,675.58
Total	**1,60,295.90**	**1,23,592.83**
Less : Inventory at the end of the year	8,088.40	11,428.03
Cost of raw material and components consumed	**1,52,207.50**	**1,12,164.80**

28 (b) Purchase of traded goods

	For the year ended March 31, 2023	For the year ended March 31, 2022
Purchases during the year	931.54	921.49
Total	**931.54**	**921.49**

29 Increase in inventories of finished goods, work in progress and traded goods

	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the end of year		
- Finished goods	15,450.75	12,284.14
- Work in progress	3,878.39	3,214.50
- Traded goods	595.33	439.84
- Scrap	227.02	391.80
Total	**20,151.49**	**16,330.28**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

29 Increase in inventories of finished goods, work in progress and traded goods (Contd.)

	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the beginning of year		
- Finished goods	12,284.14	9,270.30
- Work in progress	3,214.50	2,114.29
- Traded goods	439.84	240.19
- Scrap	391.80	221.14
Total	**16,330.28**	**118,845.92**
Increase in inventories of finished goods, work in progress and traded goods	**(3,821.21)**	**(4,484.36)**

30 Employee benefits expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	**12,302.90**	**10,437.01**
Gratuity expense (refer note no 35)	209.16	206.76
Employee stock option scheme (refer note 45)	162.37	231.63
Contribution to provident and other funds	443.57	425.78
Staff welfare expenses	758.91	640.98
Total	**13,876.91**	**11,942.16**

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the Company believes the impact of the change will not be significant.

31 Other expenses

	For the year ended March 31, 2023	For the year ended March 31, 2022
Consumption of stores and spare parts	5,000.79	3,610.52
Power and fuel	16,964.70	11,012.62
Job charges	2,235.97	1,544.32
Rent	237.69	167.47
Repair and maintenance		
- buildings	197.73	193.48
- plant and machinery	830.86	541.37
- others	219.41	147.21
Rates and taxes	1,976.16	131.78
Travelling and conveyance	744.43	367.31
Legal and professional (Refer note no 31(a) for payment made to auditors)	772.98	559.80
Impairment allowance for government grant considered doubtful (refer note 8)	-	88.92
Provision for doubtful advances	56.63	-
Impairment allowance for trade receivables considered doubtful	139.72	-
Freight, forwarding and packing	4,300.72	3,270.22
Sales promotion and advertisement	412.53	489.89
Selling expenses	275.61	242.52
Commission on sales	12.36	8.33

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

31 Other expenses (Contd.)

	For the year ended March 31, 2023	For the year ended March 31, 2022
Warranty claims	235.76	19.50
Security charges	136.00	115.65
Corporate Social Responsibility expenses (refer note no 31(b))	316.79	320.97
Donation	5.56	31.73
Directors sitting fees	16.20	15.30
Insurance	196.38	173.27
Printing stationery and communication	106.15	110.99
Bank charges	67.28	97.71
Provision for impairment of investment	46.63	-
Miscellaneous expenses	538.14	490.69
Total	**36,043.18**	**23,751.57**

31 (a) Payment to Auditors (excluding taxes)

	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditor :		
- Audit fee	27.50	27.50
- Limited review	25.62	22.50
- Other services	1.75	2.50
Reimbursement of expenses	1.66	4.06
Total	**56.53**	**56.56**

31 (b) CSR expenditure

As per provisions of section 135 of the Companies Act, 2013, the Company has to incur at least 2% of average net profits of the preceding three financial years towards Corporate Social Responsibility ("CSR"). Accordingly, a CSR committee has been formed for carrying out CSR activities as per the Schedule VII of the Companies Act, 2013. The Company has contributed a sum of Rs. 316.79 Lakhs (March 31, 2022: Rs. 320.97 Lakhs) towards this cause and charged the same to the Statement of profit and loss.

Details of CSR expenditure	For the year ended March 31, 2023	For the year ended March 31, 2022
a) Gross amount required to be spent by the Company during the year	236.00	255.39
b) Amount approved by the Board to be spent during the year	236.00	255.39
c) Amount spent during the year ending March 31, 2023	**In cash**	**Total**
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	316.79	316.79
d) Amount spent during the year ending March 31, 2022	**In cash**	**Total**
(i) Construction/acquisition of any asset	-	-
(ii) On purpose other than (i) above	320.97	320.97
e) Details related to spent / unspent obligations:	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
i) Contribution to public trust	-	-
ii) Contribution to charitable trust	-	-
iii) Unspent amount in relation to:		
- Ongoing project	-	-
- Other than ongoing project	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

31 Other expenses (Contd.)

Note for other than ongoing project:	In case of Section 135(5) (Other than ongoing project)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening balance		
With Company	-	-
In separate CSR unspent account	-	-
Amount deposited in specified fund of Schedule VII within 6 months	-	-
Amount required to be spent during the year	236.00	255.39
Amount spent during the year		
From Company's bank A/c	316.79	320.97
From separate CSR unspent a/c	-	-
Closing balance		
With Company	-	-
In separate CSR unspent account	-	-

There are no ongoing projects for the year ended March 31, 2023 and March 31, 2022.

32 Finance costs

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on borrowings and others	157.66	168.13
Interest on lease liabilities {refer note 36}	62.02	111.44
Total	**219.68**	**279.57**

33 Depreciation and amortisation expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on Property, plant and equipment (Refer note no 3)	3,553.37	3,193.70
Depreciation on right-of-use assets (refer note 36)	197.39	222.95
Amortisation on intangible assets (Refer note no. 4)	86.62	91.08
Total	**3,837.38**	**3,507.73**

34 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.

The following reflects the income & share data used in basic & diluted EPS computation.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit for the year	15,776.38	13,045.77
Weighted average number of equity shares during the period in calculating Basic EPS	39,84,88,008	39,83,25,235
Effect of dilution:		
Add: Stock options granted under ESOP but yet to be exercised	13,11,894	11,87,306
Weighted average number of equity shares during the period in calculating diluted EPS	39,97,99,902	39,95,12,541
Basic EPS (in Rs.)	3.96	3.28
Diluted EPS (in Rs.)	3.95	3.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

35 Gratuity and other employment benefit plans

The Company operates three plans viz gratuity, long term service awards and benevolent fund for its employees. Under the gratuity plan every employee who has completed at least five years of service gets Gratuity on departure @15 days of last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The scheme is funded with an Insurance Company in the form of a qualifying insurance policy.

Under long term service award the employee is entitled to a fixed amount on completion of ten years and fifteen years of service. The scheme of long term service award is unfunded..

(a) The following table summarize the funded status of the gratuity plans and the amount recognized in the Company's financial statements as at March 31, 2023 ::

Particulars	As at March 31, 2023	As at March 31, 2022
Change in benefit obligation		
Opening defined benefit obligation	1,632.32	1,526.50
Service cost	121.24	118.57
Interest expenses	106.62	105.66
Benefits paid	(90.94)	(59.78)
Remeasurements - Actuarial (gains)	(38.97)	(58.63)
Closing defined benefit obligation (A)	**1,730.27**	**1,632.32**

Particulars	As at March 31, 2023	As at March 31, 2022
Change in plan assets		
Opening fair value of plan assets	254.58	251.24
Expected return on plan assets	18.65	17.47
Contributions by employer	15.01	-
Benefits paid	(41.67)	(39.31)
Remeasurements - Actuarial (loss)/gains	(14.34)	25.22
Closing fair value of plan assets (B)	**232.23**	**254.58**

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at the end of the year (A)	1,730.27	1,632.32
Fair value of plan assets at the end of the year (B)	232.23	254.58
Net liability recognized in the balance sheet (A-B)	**1,498.04**	**1,377.74**
Current portion	**277.49**	**227.28**
Non- Current portion	**1,220.55**	**1,150.46**

(b) Major categories of plan assets

Particulars	As at March 31, 2023	As at March 31, 2022
Funds managed by insurer	100%	100%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

35 Gratuity and other employment benefit plans (Contd.)

(c) Amount for the year ended on March 31, 2023 recognized in the statement of profit and loss under employee benefit expenses:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Service cost	121.24	118.57
Net interest on the net defined benefit liability/ (asset)	87.95	88.19
Net gratuity cost	**209.19**	**206.76**

(d) Amount for the year ended on March 31, 2023 recognized in the statement of other comprehensive income::

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurements of the net defined benefit liability/ (assets)		
Actuarial (gains)/ losses	(38.97)	(58.63)
(Return)/ loss on plan assets excluding amounts included in the net interest on the net defined benefit liability/ (assets)	14.34	(25.22)
Total	**(24.63)**	**(83.85)**

(e) Amounts recognised in the statement of other comprehensive income as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss on arising from change in demographic assumption		
Actuarial loss/(gain) on arising from change in financial assumption	(23.02)	(55.62)
Actuarial loss on arising from experience adjustment	(15.95)	(3.00)
Actuarial loss on asset for the year	14.34	(25.22)
Total	**(24.63)**	**(83.85)**

Particulars	As at March 31, 2023	As at March 31, 2022
Discount rate	7.51%	7.34%
Average rate of increase in compensations level	9.00%	9.00%
Retirement age (years)	58	58
Mortality rate inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
Employees turnover (age)	**Withdrawal rate in (%)**	
Upto 30 years	13.00	13.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00

One of the principal assumptions is the discount rate, which should be based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

35 Gratuity and other employment benefit plans (Contd.)

(f) The Company expects to contribute Rs. 287.72 Lakhs (March 31, 2022: Rs. 235.47 Lakhs) towards gratuity during the year 2022-23.

Gratuity

The following payments are expected contribution to the defined benefit plan in future years:

Particulars	March 31, 2023	March 31, 2022
Within the next 12 months (next annual reporting period)	287.72	235.47
Between 2 and 5 years	321.58	406.00
Between 5 and 10 years	755.99	748.00
Beyond 10 years	2,293.63	2,154.14
Total	**3,658.92**	**3,543.61**

The average duration of the defined benefit plan obligation at the end of the reporting period is 10.23 years (March 31, 2022: 11.70 years)

(g) Quantitative sensitivity analysis for significant assumption as at March 31, 2023 is as shown below:

Gratuity Plan

Particulars	As at March 31, 2023			
Assumptions	Discount rate		Future salary increases	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(125.19)	143.60	103.36	(103.04)

Particulars	As at March 31, 2022			
Assumptions	Discount rate		Future salary increases	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(126.14)	145.28	104.55	(103.88)

The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the Actuary.

Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

36 Leases

The Company's lease asset primarily consist of leases for plants,warehouses and offices having the various lease terms at the incremental borrowing rate.

Following is carrying value of right of use assets and movements thereof during the year ended March 31, 2023:

Particulars	Leasehold land and building As at March 31, 2023	Leasehold land and building As at March 31, 2022
Gross carrying amount		
Balance at the beginning of the year	3,780.68	3,796.88
Add: Additions	-	159.99
Less: Disposals	(233.60)	(176.19)
Balance at the end of the year (A)	**3,547.08**	**3,780.68**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

36 Leases (Contd.)

Particulars	Leasehold land and building As at March 31, 2023	Leasehold land and building As at March 31, 2022
Accumulated depreciation		
Balance at the beginning of the year	552.07	480.14
Add: Additions	197.39	222.95
Less: Disposals	(233.60)	(151.02)
Balance at the end of the year (B)	**515.86**	**552.07**
Net carrying amount		
Balance at the end of the year (A-B)	**3,031.22**	**3,228.61**

The following is the carrying value of lease liability as at the year end movement thereof during the period.

Particulars	March 31, 2023	March 31, 2022
Balance at the beginning of the year	779.68	755.18
Addition	-	159.99
Finance cost accrued during the year	62.02	111.44
Payment of lease liabilities	243.53	219.01
Deletions	-	27.92
Balance at the end of the year	**598.17**	**779.68**
Current liabilities	**95.98**	**180.56**
Non- current liabilities	**502.19**	**599.12**

"The future cash outflows relating to leases are disclosed in note 44(d).

The Company had total cash outflows for leases of Rs. 243.53 lakhs in March 31, 2023 (Rs. 219.01 lakhs in March 31, 2022). The Company had additions to right-of-use assets and lease liabilities of Rs. Nil in March 31, 2023 (Rs. 159.99 lakhs in March 31, 2022).

The weighted average incremental borrowing rate applied to lease liabilities is 9% .

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.

The following are the amounts recognised in statement of profit or loss:

Particulars	March 31, 2023	March 31, 2022
Depreciation expense of right-of-use assets (Refer note 33)	197.39	222.95
Interest expense on lease liabilities (Refer note 32)	62.02	111.44
Rent expense (Refer note 31)	237.69	167.47
Total amount recognised in statement of profit and loss	**497.10**	**501.86**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

37 Commitments and contingencies

(a) Capital commitments and other commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows: -

Particulars	March 31, 2023	March 31, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for relating to plant expansion and revaming of machinery projects (Net of advances of Rs. 1,196.59 lakhs; March 31, 2022: Rs. 453.80 lakhs)	1,504.43	1,131.24
Total	**1,504.43**	**1,131.24**

(b) Contingent liabilities (to the extent not provided for)

Particulars	March 31, 2023	March 31, 2022
(i) Income tax	482.27	482.27
(ii) Claims against company not acknowledged as debts (civil cases)	142.81	143.47
(iii) Custom and excise duty / service tax / GST	5,613.56	38.76
(iv) Sales tax and entry tax	61.18	87.28
Total	**6,299.82**	**751.78**

In relation to income tax matters disclosed in (i) above:

1 With respect to assessment year 2012-13 and 2013-14, the assessing officer has increased the taxable income of the Company by Rs 1,418.45 lakhs contending that the parent Company has sold material to its subsidiary firm (Jai Suspension System LLP (JSSLLP) at lower margin in order to divert its profits to JSSLLP as JSSLLP was enjoying tax exemption during that period. Tax impact of the same is Rs. 482.27 lakhs (March 31, 2022: Rs. 482.27 lakhs). The Company has preferred an appeal with CIT(A).

In relation to (ii) above claims against company contested by the Company majorly comprises of:

1) Matter pending with Tamil Nadu Generation and Distribution Corporation Limited (TANGEDCO) pertaining to Financial year 2012 to 2014 for non payment of cross subsidy charges which were introduced subsequently with retrospective effect whereas the scheme mentioned no such charges. The matter is pending adjudication before Supreme Court in a Special leave petition (SLP) and the Hon'ble Court has directed to maintain the status quo till further order. Thereafter, TANGEDCO has kept the demand in abeyance till the disposal of SLP. The amount involved is Rs. 54.62 lakhs (March 31, 2022: Rs. 54.62 lakhs).

2) Matter pending with the Employee Provident Fund (EPF) Appellate Tribunal pertaining to Provident Fund (PF) liability on BPO consultants hired. The amount involved is Rs. 6.71 lakhs (March 31, 2022: Rs. 6.71 lakhs).

3) Matter is pending with EPF. Department in proceedings under section 7A of the PF Act for the peiod from February 2005 to March 2009, has confirmed the demand of Rs. 39.29 lakhs, which the Company has deposited. Thereafter the department has issued notice and has confirmed the demand for paying interest of to Rs. 42.19 lakhs on demand confirmed earlier. Against the said demand, the Company has filed instant writ.

In relation to (iii) above customs and excise duty/service tax and GST contested by the Company majorly comprises of:

1) During the earlier years, the Company applied under Sabka Vishwas Legacy Dispute Resolution Scheme (SVLDRS) for the resolution of part of the matters pending with Assistant Commissioner in respect of Cenvat Credit availed by the Company on service tax paid on charges of Canteen, outdoor catering and security services. Pursuant to the application made, the Company also received the discharge certificate for the same in the previous years and accordingly these cases were closed. One matter of same nature is pending with Assistant Commissioner, Kurukshetra for which the Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 15.43 lakhs (March 31, 2022 15.43 lakhs).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

37 Commitments and contingencies (Contd.)

2) Matter pending before Director General of Foreign Trade, New Delhi in respect of EPCG licence obtained by the Company, however, the same was lost without being used in 2008. The Company is under an obligation to surrender the licence in case of non utilisation and has received a letter from the office of ADGFT for the same. The Company has appeared before the authority and submitted the facts of losing the licence without utilisation. The amount involved is Rs. 32.67 lakhs (March 31, 2022: Rs. 8.25 lakhs).

3) Matters pending before appellate authority pertaining to imposition of penalty due to missing details in e-way bill on dispatch of goods. The Company has filed the present appeal before the appellate authority. The amount involved is Rs. 2.63 lakhs (March 31, 2022: Rs. 2.63 lakhs). The Company has made a payment of Rs. 2.63 lakhs (March 31, 2022: Rs. 2.63 lakhs) under protest in this regard.

4) Matters pending before Asisstant Commissioner pertaining to input tax credit availed against which the Company had not produced the supporting documents for amount aggregating to Rs.12.44 lakhs (March 31, 2022:Rs.12.44 lakhs). The department has issued show cause notice regarding the balance amount to the Company.

5) Matter pending before Commissioner, CGST, Gwalior in regard to show cause notice, where it has been alleged that the Company has wrongly carried forward credit in TRAN-1 return under GST. The amount involved is Rs. 36.11 lakhs (March 31, 2022 Rs. Nil).

6) The Rajasthan sales tax department has raised the demand on basis of discrepancies observed after scrutiny of returns filed by the Company for the financial year 2018-19. The Company is in process of filling its reply. The amount involved is Rs. 61.57 lakhs (March 31, 2022: Rs. Nil).

7) During the current year, the Company has received Show Cause Notice (SCN) for the years 2017-18 to 2019-20 from Office of the Commissioner of GST and Central Excise mainly in regard to the excess availment of ITC due to difference between GSTR 3B & GSTR 2A and other certain other matters. The amount involved is Rs. 5,452.71 lakhs (March 31, 2022: Nil). The management has filed its reply to the SCN and basis their evaluation and as per legal opinion, is confident that no outflow of resources is probable in the said case.

In relation to (iv) above sale tax and entry tax matters contested by the Company majorly comprises of

1) Matter pending before Assistant Commissioner (ST), Chengalpattu Assessment Circle in respect of F.Y. 2015-2016 wherein the department has claimed that the Industrial Input Certificate in respect of goods sold to the Industrial units was not issued and in the absence of the said certificate the concessional tax rates were applied. The department raised a demand for Rs. 1,363.59 lakhs and asked the Company to file its objection against the said demand. The Company filed a reply along with the Industrial Input certificates but has not yet submitted the balance certificates. The amount involved is Rs. 30.92 lakhs (March 31, 2022: Rs. 30.92 lakhs) for the balance part of certificates pending to be submitted.

2) Matter pending before Assistant Commissioner (ST), Maraimalai Nagar assessment circle, Poonamallee, where it has been alleged/ directed that:

- exemption of stock transfer was allowed without movement of goods- amount involved is Rs. 6.01 lakhs (March 31, 2022 Rs. Nil)
- interstate sale was not supported with Form C- amount involved is Rs. 1.83 lakhs (March 31, 2022 Rs. Nil)
- reversal of input tax credit under Section 19 of Tamil Nadu Vat act be made- amount involved is Rs. 22.42 lakhs (March 31, 2022 Rs. Nil)."

In regard to all of the above matters, the management, in consultation with its legal experts, wherever required, has assessed that it is only possible, but not probable, that outflow of economic resources will be required. Accordingly, the above matters have been disclosed as a contingent liability in the standalone financial statements for the year ended March 31, 2023.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

37 Commitments and contingencies (Contd.)

c) Other contingent liabilities

Particulars	March 31, 2023	March 31, 2022
(i) Guarantee given by the Company to lender of its subsidiary	-	10,000.00
(ii) Bank guarantees*	1,286.43	2,285.54
Total	**1,286.43**	**12,285.54**

*Includes an amount of INR 128.24 lakhs (March 31, 2022: Nil) being the bank guarantee given by the Company to State Industries Promotion Corportation of Tamil Nadu Limited (SIPCOT), for the unutilised portion of land in its plant at Chennai AS. The SIPCOT has granted time till December 31, 2023 for utilisation of the unutilised portion of land, failing which such Bank guarantee will be invoked by SIPCOT.

38 Related party transactions

A) Related parties under IND AS-24 with whom transactions have taken place during the year

I. Subsidiaries

Jai Suspension Systems LLP (till 27 May 2021) (refer note 48)

Jai Suspension Systems Private Ltd (w.e.f. 28 May 2021)

Jai Suspension Limited

Jai Automotive Components Limited

II. Key managerial personnel and their relatives

Mr. R.S. Jauhar	Chairman
Mr. P.S. Jauhar	Managing Director & CEO
Mr. H S Gujral	Director
Mr. S.P.S. Kohli	Executive Director
Mrs. Sonia Jauhar	Wife of Chairman
Mrs. Kirandeep Chadha	Sister of Chairman

III. Companies/Concerns controlled by KMP & their relatives

Jamna Agro Implements Private Limited

S.W. Farms Private Limited

Map Auto Limited (also having significant influence over the Company)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

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(All amounts in INR lakhs, unless otherwise stated)

38 (B) Transactions with related parties

Nature of Transaction	Subsidiaries		Companies/Concerns controlled by KMP & their relatives		Key management personnel and their relatives		Total	
Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Transactions during the year								
Purchase of raw materials and components								
Jai Suspension Systems LLP	-	164.12	-	-	-	-	-	164.12
Jai Suspension Systems Private Limited	1,251.02	113.09	-	-	-	-	1,251.02	113.09
Purchase of plant property and equipement								-
Jai Suspension Systems Private Limited	0.52	17.45	-	-	-	-	0.52	17.45
Jai Suspensions Limited	217.97	-	-	-	-	-	217.97	-
Job work charges								-
MAP Auto Limited	-	-	572.18	507.64	-	-	572.18	507.64
Royalty Received								
Jai Suspension Systems Private Limited	213.86	-	-	-	-	-	213.86	-
Rent expense								-
Jamna Agro Implements Private Limited	-	-	40.14	38.23		-	40.14	38.23
Mrs Sonia Jauhar	-	-	-	-	11.89	11.89	11.89	11.89
Jai Suspensions Limited	8.50	-	-	-	-	-	8.50	-
Sale of goods								-
Jai Suspension Systems LLP	-	2,519.04	-	-	-	-	-	2,519.04
Jai Suspension Systems Private Limited	28,131.72	19,093.45	-	-	-	-	28,131.72	19,093.45
Sale of Services (Bussiness Suport Service/ reimbursement of expenses)								-
Jai Suspension Systems Private Limited	20.70	16.05	-	-	-	-	20.70	16.05
Jai Suspension Limited	31.62	-	-	-	-	-	31.62	-
Jai Automotive Components Limited	31.27	21.87	-	-	-	-	31.27	21.87
Sale of plant property and equipement								-
Jai Automotive Components Limited	0.83	-	-	-	-	-	0.83	-
Share of profits								-
Jai Suspension Systems LLP	-	117.44	-	-	-	-	-	117.44
Interest income								-
Jai Suspension Systems Private Limited	0.77	0.31	-	-	-	-	0.77	0.31

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(All amounts in INR lakhs, unless otherwise stated)

38 (B) Transactions with related parties (Contd.)

Nature of Transaction	Subsidiaries		Companies/Concerns controlled by KMP & their relatives		Key management personnel and their relatives		Total	
Particulars	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
Jai Suspensions Limited	49.42	62.56	-	-	-	-	49.42	62.56
Jai Automotive Components Limited	170.03	8.78	-	-	-	-	170.03	8.78
								-
Expense incurred on behalf of related party								-
Jai Suspensions Limited	43.61	44.28	-	-	-	-	43.61	44.28
Jai Automotive Components Limited	6.34	63.16	-	-	-	-	6.34	63.16
Remuneration								
Mr. P S Jauhar	-	-	-	-	286.89	308.53	286.89	308.53
Mr. R S Jauhar	-	-	-	-	254.39	232.22	254.39	232.22
Mr. SPS Kohli	-	-	-	-	42.80	38.57	42.80	38.57
Mrs. Kirandeep Chadha	-	-	-	-	22.05	19.15	22.05	19.15
Loan given								-
Jai Suspensions Limited	3,450.00	100.00	-	-	-	-	3,450.00	100.00
Jai Automotive Components Limited	2,433.98	550.00	-	-	-	-	2,433.98	550.00
Jai Suspension Systems Private Limited		214.00	-	-	-	-	-	214.00
Repayment of loan received								-
Jai Suspensions Limited	200.00	1,651.35	-	-	-	-	200.00	1,651.35
Jai Suspension Systems Private Limited	-	214.00	-	-	-	-	-	214.00
Investment in subsidiaries made during the year								-
Jai Automotive Components Limited	-	1,700.00	-	-	-	-	-	1,700.00
Jai Suspension Limited	400.00	2,000.00	-	-	-	-	400.00	2,000.00
Jai Suspension Systems Private Limited	-	699.99	-	-	-	-	-	699.99
Guarantee and collaterals (Guarantee given by Company for borrowing of related party)								-
Jai Suspension Systems Private Limited	-	7,500.00	-	-	-	-	-	7,500.00
Jai Automotive Components Limited	-	2,500.00	-	-	-	-	-	2,500.00
Revocation of guarantee given by Company for borrowing of related party	10,000.00	13,500.00	-	-	-	-	10,000.00	13,500.00

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(All amounts in INR lakhs, unless otherwise stated)

38 (C) Balance outstanding

Balance Outstanding	Subsidiaries		Companies/Concerns controlled by KMP & their relatives		Key management personnel and their relatives		Total	
Particulars	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**
Balances as at the year end								
Trade payable	-	-	5.19	5.61	-	-	5.19	5.61
Trade receivable	-	2,569.16	-	-	-	-	-	2,569.16
Advance from related party	568.62	-	-	-	-	-	568.62	
Other receivable	10.60	10.60	-	-	-	-	10.60	10.60
Interest receivable	178.70	7.90	-	-	-	-	178.70	7.90
Loan receivable	6,333.98	650.00	-	-	-	-	6,333.98	650.00
Investments	7,831.99	7,431.98	-	-	-	-	7,831.99	7,431.98
Guarantee given by Company for borrowings of the related party	-	10,000.00	-	-	-	-	-	10,000.00

(a) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(b) All the liabilities for post retirement benefits being 'Gratuity' are provided on actuarial basis for the Company as a whole, the amount pertaining to Key management personnel are not included above.

(c) Transactions have been reported gross of Goods and Service Tax.

(d) Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

(e) For the year ended March 31, 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2022: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Loan to subsidiary

For the terms on loan to subsidiary refer note 7.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

39 Segment Reporting

Ind AS 108 establishes standards for the way the Company report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Company is engaged in the business of manufacturing of Automotive suspension which includes Parabolic/ Tapered leaf spring and Lift axle which constitute single reporting business segment. The entire operations are governed by the same set of risk and returns. Based on the “management approach” as defined in Ind AS 108, the management also reviews and measures the operating results taking the whole business as one segment and accordingly make decision about the resource allocation. In view of the same, separate segment information is not required to be given as per the requirements of Ind AS 108 on “Operating Segments”. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the significant accounting policies.

The analysis of geographical segment is based on the geographical location of the customers. The Company operates primarily in India and has presence in international markets as well. Its business is accordingly aligned geographically, catering to two markets i.e. India and Outside India. For customers located outside India, the Company has assessed that they carry same risk and rewards. The Company has considered domestic and exports markets as geographical segments and accordingly disclosed these as separate segments. The geographical segments considered for disclosure are as follows:

- Sales within India include sales to customers located within India.

- Sales outside India include sales to customers located outside India.

The following is the distribution of the Company revenue of operations by geographical market, regardless of where the goods were produced:

Revenue from external customers

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within India	2,20,489.22	1,62,431.96
Outside India	2,693.73	2,472.25
Total	**2,23,182.95**	**1,64,904.21**

Sales to customers generating more than 10% of total revenue aggregates to Rs. 1,11,967.47 lakhs (March 31, 2022 Rs.59,932.29 lakhs)

Trade receivables from customers generating more than 10% of total revenue aggregates to Rs. 2,582.53 lakhs (March 31, 2022: Rs. 5,644.62 lakhs).

Trade receivable as per geographical locations

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within India	7,094.08	**26,684.60**
Outside India	**150.85**	**358.31**
Total	**7,244.93**	**27,042.91**

The trade receivable information above is based on the location of the customers.

All other assets (other than trade receivable) used in the Company business are located in India and are used to cater both the customers (within India and outside India), accordingly the total cost incurred during the period to acquire the property, plant and equipment and intangible assets has not been disclosed

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

40 Significant accounting judgements, estimates and assumptions

The preparation of the Company 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.

Judgements

In the process of applying the Company accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Recording of price adjustments and their impact on revenue recognition

Revenue is measured by the Company at the transaction price i.e. amount of consideration received/receivable from its customers. In determining the transaction price for the sale of products, the Company considers the effects of various factors such as volume-based discounts, price adjustments to be passed on to the customers based on various parameters like negotiations based on savings on materials/ share of business, rebates etc provided to the customers. The Company's business also requires passing on these credits related to price adjustments and others to the customers for the sales made by the Company. The Company, at the year end, has provided for such price adjustments to be passed on to the customers based on agreed terms, negotiations undertaken, commercial considerations and other factors. This requires significant judgement and estimate in calculating the price adjustments to be recorded as at the year end.

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.

Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses a Black Scholes Option pricing model for ESOP scheme .The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 45

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation 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. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 35.

Taxation

"In preparing financial statements, there are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. The uncertain tax positions are measured at the amount expected to be paid to taxation authorities when the Company determines that the probable outflow of economic resources will occur. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

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40 Significant accounting judgements, estimates and assumptions (Contd.)

differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Provisions and contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable Ind AS.

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Where the effect of time value of money is material, provisions are determined by discounting the expected future cash flows.

Impairment of financial assets, expected credit loss for loans and investments

The impairment provisions of financial assets, expected credit loss for loans are based on assumptions about risk of default and expected loss rates. the Company uses judgment 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. The Company evaluates expected credit loss in regard to loans given.

41 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Group financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Method of Fair Value	Carrying value		Fair value	
		As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial assets					
Security deposits (refer note 8)	Amortised Cost	534.92	353.31	534.92	353.31
Investment (refer note 6)	Fair value	0.66	47.29	0.66	47.29
Loan (refer note 7)	Amortised Cost	6,492.17	803.08	6,492.17	803.08
Government grant receivable (refer note 8)	Amortised Cost	456.03	666.33	456.03	666.33
Other financial assets (refer note 8)	Amortised Cost	206.74	33.80	206.74	33.80
Total		**7,690.52**	**1,903.81**	**7,690.52**	**1,903.81**
Financial liabilities					
Borrowings (refer note 17)	Amortised Cost	1,778.30	16,665.40	1,778.30	16,665.40
Lease liabilities (refer note 36)	Amortised Cost	598.17	779.68	598.17	779.68
Other financial liabilities					-
Security deposits received (refer note 18)	Amortised Cost	168.23	152.55	168.23	152.55
Total		**2,544.70**	**17,597.63**	**2,544.70**	**17,597.63**

The management assessed that cash and cash equivalents, short-term borrowings, interest accrued but not due, trade receivables, trade payables and creditor for fixed asset, investor education and protection fund 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.The following methods and assumptions were used to estimate the fair values:

The security deposits (paid/received) are evaluated by the Company based on parameters such as interest rate, risk factors, risk characteristics, and individual credit worthiness of the counterparty. Based on this evaluation allowances are taken into account for the expected losses of the security deposits.

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for the year ended March 31, 2023

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41 Fair values (Contd.)

Borrowing are evaluated by the Company based on parameters such as interest rates, specific country risk factors and prepayment.

The fair value of unquoted instruments, other non-current financial assets and non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

Long-term receivables/payables are evaluated by the Company based on parameters such as interest rates, risk factors, individual credit-worthiness of the counterparty and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

Lease obligations are evaluated by the Company based on parameters such as interest rates, lease period and other lease terms.

42 Fair Value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2023 and as at March 31, 2022:

Particulars	Date of valuation	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets					
Security deposits	**March 31, 2023**	**534.92**	**-**	**-**	**534.92**
Security deposits	March 31, 2022	353.31	-	-	353.31
Investments	**March 31, 2023**	**0.66**	**-**	**-**	**0.66**
Investments	March 31, 2022	47.29	-	-	47.29
Loan	**March 31, 2023**	**6,492.17**	**-**	**-**	**6,492.17**
Loan	March 31, 2022	803.08	-	-	803.08
Government grant receivable	**March 31, 2023**	**456.03**	**-**	**-**	**456.03**
Government grant receivable	March 31, 2022	666.33	-	-	666.33
Other financial assets	**March 31, 2023**	**206.74**	**-**	**-**	**206.74**
Other financial assets	March 31, 2022	33.80	-	-	33.80

There have been no transfers between Level 1, Level 2 and Level 3 during the period.

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42 Fair Value hierarchy (Contd.)

Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2023 and as at March 31, 2022:

			Fair value measurement using		
Particulars	**Date of valuation**	**Total**	**Quoted prices in active markets (Level 1)**	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**
Financial liabilities					
Borrowings	**March 31, 2023**	**1,778.30**	**-**	**-**	**1,778.30**
Borrowings	March 31, 2022	16,665.40	-	-	16,665.40
Lease liabilities	**March 31, 2023**	**598.17**	**-**	**-**	**598.17**
Lease liabilities	March 31, 2022	779.68	-	-	779.68
Other financial liabilities					
Security deposits received	**March 31, 2023**	**168.23**	**-**	**-**	**168.23**
Security deposits received	March 31, 2022	152.55	-	-	152.55

There have been no transfers between Level 1, Level 2 and Level 3 during the period.

43 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.The Company monitors capital using a gearing ratio, which is long term debts plus amount payable for purchase of fixed assets divided by total equity.

Particulars	March 31, 2023	March 31, 2022
Borrowings including current maturities of long term borrowing (refer note 17)	1,778.30	16,665.40
Payable for purchase of property plant and equipement (refer note 22)	364.12	840.32
Net Debts	**2,142.42**	**17,505.72**
Capital components		
Share capital	3,986.93	3,984.84
Other equity	73,210.10	64,323.23
Total equity	77,197.03	68,308.07
Capital and net debt	**79,339.45**	**85,813.79**
Gearing ratio (%)	**2.70%**	**20.40%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period and in the previous year.

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44 Financial risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

"The Company's financial risk management is an integral part of how to plan and execute its business strategies. 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 a finance department that advises on financial risks and the appropriate financial risk governance framework for the Company. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors . This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective. In the event of crisis caused due to external factors such as caused by the pandemic ""COVID-19"", the management assesses the recoverability of its assets, maturity of its liabilities to factor it in cash flow forecast to ensure there is enough liquidity in these situations through internal and external source of funds. These forecast and assumptions are reviewed by Board of Directors.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized as 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 commodity risk. Financial instruments affected by market risk include loans and borrowings and deposits.

(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 exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

(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.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO 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. The Company's exposure to foreign currency changes for all other currencies is not material.

For the year ended March 31, 2023

Particulars	Change in currency rate (+/-)	Trade Receivables	Creditors for property, plant & equipment	Trade Payables
EURO	1.00%	0.42	(2.26)	(0.36)
USD	1.00%	1.73	-	-
EURO	(1.00%)	(0.42)	2.26	0.36
USD	(1.00%)	(1.73)	-	-

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44 Financial risk management objectives and policies (Contd.)

For the year ended March 31, 2022

Particulars	Change in currency rate (+/-)	Trade Receivables	Creditors for property, plant & equipment	Trade Payables
EURO	**1.00%**	**0.09**	**(1.26)**	**-**
USD	**1.00%**	**-**	**-**	**(0.01)**
EURO	(1.00%)	(0.09)	1.26	-
USD	**(1.00%)**	**-**	**-**	**0.01**

(b) Legal, taxation and accounting risk:

The Company is exposed to few legal and administrative proceedings arising during the course of business. The management makes an assessment of these pending cases and in case where it believes that loss arising from a proceeding is probable and can reasonably be estimated, the amount is recorded in the books of account. To mitigate these risks arising from the proceedings, the Company employs third party tax and legal experts to assist in structuring significant transactions and contracts.

(c) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. The major customers of the Company are original equipment manufacturers (OEM's) which have a defined period for payment of receivables and from related party, hence the Company evaluates the concentration of risk with respect to trade receivables as low. At March 31, 2023, approximately 98% (March 31, 2022: 98%) of all the receivables outstanding were from OEMs and related party.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, all the 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 each class of financial assets disclosed in note 13. The Company does not hold collateral as security except in case of dealer's securities deposit in after market.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Company's treasury department in accordance with the Company's policy. Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with the banks with high credit ratings. The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2023 and March 31, 2022 is the carrying amounts as illustrated in Note 14.

(d) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities. The Company monitors its risk of a shortage of funds by doing liquidity planning. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, cash credits and advance payment terms.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

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(All amounts in INR lakhs, unless otherwise stated)

44 Financial risk management objectives and policies (Contd.)

Maturity profile of financial liabilities :

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	More than 5 years	Total
March 31, 2023						
Borrowings	1,778.30	-	-	-	-	1,778.30
Trade payables	-	13,488.71	-	-	-	13,488.71
Lease liabilities	-	44.27	101.11	457.24	866.38	1,469.00
Other financial liabilities	498.92	-	364.12	168.23	-	1,031.27
Total	**2,277.22**	**13,532.98**	**465.23**	**625.47**	**866.38**	**17,767.28**
March 31, 2022						
Borrowings	16,665.40	-	-	-	-	16,665.40
Trade payables	-	19,089.41	-	-	-	19,089.41
Lease liabilities	-	66.12	173.51	487.12	971.55	1,698.30
Other financial liabilities	349.70	-	840.32	152.55	-	1,342.57
Total	**17,015.10**	**19,155.53**	**1,013.83**	**639.67**	**971.55**	**38,795.68**

(e) Commodity price risk

The Company is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel which is a volatile products and is major component of end product. The prices in these purchase contracts are linked to the price of raw steel 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 steel which mitigate the risk of price volatility.

45 Share based payments

(A) The Company formulated an ESOP Scheme (referred as Company's Employee Stock Option Scheme, 2017) in accordance with SEBI (Share Based Employee Benefits) Regulation, 2014, which was duly approved in the Annual General Meeting of the Shareholders of the Company on August 1, 2017 and the Company also got in-principle approval from both NSE and BSE dated March 20, 2018 and March 27, 2018 respectively in respect of the said Scheme. Under the ESOP Scheme, the eligible employees shall be granted employee Stock Options which will be exercisable into equal number of equity shares of INR 1/- each of the Company. The fair value of the share options is estimated at the grant date using a Black Scholes option pricing model, taking into account the terms and conditions upon which the share options were granted..

Details of the ESOP Scheme:

Particulars	March 31, 2023				
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4	Vesting period-5
Outstanding Stock Options (number) at the beginning of the year	25,55,000	23,96,000	-	-	-
Options granted during the year	-	-	-	-	-
Options lapsed during the year	-	-	-	-	-
Options vested during the year	2,55,500	2,55,500	-	-	-
Options exercised during the year	1,59,000	2,09,000	-	-	-
Options outstanding at the end of the year	23,96,000	21,87,000	-	-	-
Exercise price	50	50	50	-	50
Vesting date	27 December 2021	27 December 2022	27 December 2023	27 December 2024	27 December 2025

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

45 Share based payments (Contd.)

Weighted average remaining life as at 31 March 2023	-	-	0.74	1.74	2.75

Particulars	March 31, 2022				
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4	Vesting period-5
Outstanding Stock Options (number) at the beginning of the year	**25,55,000**	**-**	**-**	**-**	**-**
Options granted during the year	**-**	**-**	**-**	**-**	**-**
Options lapsed during the year	-	-	-	-	-
Options vested during the year	2,55,500	-	-	-	-
Options exercised during the year	1,59,000	-	-	-	-
Options outstanding at the end of the year	23,96,000	-	-	-	-
Exercise price	50	50	50	-	50
Vesting date	27 December 2021	27 December 2022	27 December 2023	27 December 2024	27 December 2025
Weighted average remaining life as at 31 March 2022	-	0.74	1.74	2.75	3.75

The ESOP expense recognised for employee services received during the year is shown in the following table:

Particulars	March 31, 2023	March 31, 2022
Expense for the year (refer note 30)	162.37	231.63
Total	**162.37**	**231.63**

Movements during the year

The following table gives the number and weighted average exercise prices (WAEP) of, and movements in share options during the year: :

Particulars	March 31, 2023		March 31, 2022	
	Number	WAEP	Number	WAEP
Outstanding at the beginning of the year	23,96,000	31.10	25,55,000	31.10
Exercised during the year	2,09,000	50.00	1,59,000	50.00
Outstanding at the end of the year	21,87,000	50.00	23,96,000	29.85
Exercisable at the end of the year	1,43,000	50.00	96500	50.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

46 Deferred tax assets (net)

Particulars	March 31, 2023	March 31, 2022
Deferred tax assets (net)	531.30	730.32
Total	**531.30**	**730.32**

Income tax expenses reported in the statement of profit and loss comprises:

Particulars	March 31, 2023	March 31, 2022
Current Income tax :		
Current Income tax charge	5,311.60	4,674.16
Deferred tax :		
Relating to origination and reversal of temporary differences	192.82	(266.73)
Income tax expenses reported in statement of profit and loss	**5,504.42**	**4,407.43**

Statement of other comprehensive income/(loss)

Particulars	March 31, 2023	March 31, 2022
Net gain/(loss) on remeasurements of defined benefit plan	24.63	83.85
Deferred tax asset charged on above	(6.20)	(21.10)
Other comprehensive income/(loss) for the year net of tax	**18.43**	**62.75**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022:

Particulars	March 31, 2023	March 31, 2022
Profit before tax	21,280.80	17,453.20
Statutory income tax rate	25.17%	25.17%
Computed tax expenses	**5,355.95**	**4,392.62**
Adjustments in respect of current income tax of previous years	**14.10**	**-**
Income not considered for tax purpose i.e.income from subsidiary (Jai Suspension Systems LLP)	-	(29.56)
Expenses/(Income) not considered for tax purpose.		
CSR expenses	79.73	44.37
Penalty and fees	**39.02**	**-**
Others	**15.62**	**-**
At the effective income tax rate of 25.87% (March 31, 2022: 25.25%)	5,504.42	4,407.43

Deferred tax asset comprises the following:

Deferred tax assets/ (liabilities)	Balance Sheet		During the Year	
	As at March 31, 2023	As at March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Property, plant and equipment - Impact of difference between tax depreciation and depreciation charged to financial statements	(875.63)	(802.69)	(72.94)	(109.73)
Adjustments in respect of deferred tax of previous years	-	-	-	9.76
Impact of Government grant	(114.76)	(289.92)	175.16	-
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis				
Allowance for doubtful debts	98.82	63.54	35.28	-
Provision for contingencies	9.16	55.02	(45.86)	19.79
Provision for price difference	450.49	645.39	(194.90)	217.22
Others	963.22	1,058.99	(95.76)	108.59
Total	**531.30**	**730.32**	**(199.02)**	**245.63**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

46 Deferred tax assets (net) (Contd.)

Reconciliation of deferred tax assets (net)	March 31, 2023	March 31, 2022
Balance at the beginning of the year	730.32	494.45
Tax expenses recognised in statement of profit and loss	(199.02)	245.63
Tax expenses related to earlier years	-	(9.76)
Balance at the end of the year	**531.30**	**730.32**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Effective tax rate has been calculated on profit before tax.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

47 Ratio analysis and its elements

Ratio	Numerator	Denominator	March 31, 2023	March 31, 2022	% change	Remarks for variance (in case of variance more than 25%)
Current ratio	Current assets	Current liabilities	2.01	1.46	37.52%	Improvement in current ratio on account of better realisation from OEM customers.
Debt- Equity Ratio	Total debt (including lease liability)	Shareholder's equity	0.03	0.26	(87.95%)	Reduced mainly due to early settlement of bill discounted by customer with the bank.
Debt Service Coverage ratio	Earnings for debt service = Net Profit after Taxes + Non-Cash Operating Expenses	Debt service = Interest & Lease Payments + Principal Repayments	48.72	43.61	11.71%	NA
Return on Equity ratio	Profit for the year	Average Shareholder's Equity	21.68%	20.52%	5.70%	NA
Inventory Turnover ratio	Cost of Goods Sold= Cost of raw materials and components consumed + Purchase of traded goods + Increase in inventories of finished goods and work in progress	Average Inventory	4.95	4.43	11.74%	NA
Trade Receivable Turnover Ratio	Net Sales = Sale of finished goods - Sales Return	Average Trade Receivable	12.70	7.00	81.44%	Improvement in ratio on account of better realisation from OEM customers.
Trade Payable Turnover Ratio	Net Purchases = Purchases of raw materials and components + Purchase of traded goods - Purchase Return	Average Trade Payables	10.87	7.76	39.99%	Improvement in ratio on account of better realisation from OEM customers and accordingly early payment to vendors
Net Capital Turnover Ratio	Net Sales = Sale of finished goods - Sales Return	Working Capital = Current Assets – Current Liabilities	9.46	8.05	17.59%	NA
Net Profit ratio	Net Profit	Net Sales = Sale of finished goods - Sales Return	7.25%	8.08%	(10.36%)	NA
Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed = Tangible Net Worth (Total equity) + Total Debt - Deferred Tax Asset	26.90%	20.75%	29.65%	The Company generated higher profitability due to increase in sale volume.
Return on Investment	Since there is no return on the Company's investments, hence the ratio has not been computed.					

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

48 During the previous year, Jai Suspension Systems LLP (hereinafter referred to as "LLP") was converted into a private limited company namely "Jai Suspension Systems Private Limited" by virtue of provisions of section 366 to 369 of the Companies Act, 2013 w.e.f 28 May 2021 vide Certification of Incorporation dated June 01, 2021 issued by the Registrar of Companies, NCT of Delhi & Haryana. . Further, till the date of conversion, LLP earned profits for the period April 01, 2021 to May 27, 2021 and accordingly Rs. 117.44 Lakhs (share of profits) was credited to the respective current accounts of the partners.

49 Revenue is measured by the Company at the fair value of consideration received/receivable from its customers and in determining the transaction price for the sale of finished goods, the Company considers the effect of various factors such as price differences and volume based discounts, rebates and other promotion incentive schemes ("trade schemes") provided to the customers. Adequate provisions have been made for such price differences, and trade schemes, with a corresponding impact on the revenue. Accordingly, revenue for the current year is net of price differences, trade schemes, rebates, discounts, etc.

50 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.

(ii) The Company has transactions with companies struck off, which are listed below:

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding at 31st March, 2023	Balance outstanding at 31st March, 2022	Relationship with the Struck off company, if any, to be disclosed
Maxin Hydro Dynamic India Private Limited	Payables	-	0.75	None
Fanuc India Private Limited	Payables	-	0.08	None
Star Wire India Limited	Payables	0.01	0.02	None
Inox India Private Limited	Advance to supplier	0.30	-	None
Metz Lab Private Limited	Advance to supplier	0.01	0.02	None
Schwing Stetter(India) Private Limited	Receivables	-	4.66	None

(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 persons or entities, 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 persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vii) 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

NOTES TO THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

51 Previous year figures have been regrouped /reclassified wherever necessary to conform to current year's classification.

52 Amounts appearing as zero "0" in the standalone financial statements are below the rounding off norm adopted by the Company.

For **S. R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha

Partner

Membership No.: 091813

Place: Gurugram

Date: May 29, 2023

For and on behalf of the Board of Directors of

Jamna Auto Industries Limited

R.S. Jauhar

Chairman & Executive Director

DIN : 00746186

P.S. Jauhar

Managing Director & CEO

DIN : 00744518

Praveen Lakhera

Company Secretary

Membership No: A12507

Shakti Goyal

Chief Financial Officer

Place : New Delhi

Date : May 29,2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Jamna Auto Industries Limited

Report on the audit of the consolidated financial statements Opinion

We have audited the accompanying consolidated financial statements of Jamna Auto Industries 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, 2023, the consolidated statement of profit and loss, including 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 significant 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, 2023, 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 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 matters

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, 2023. 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 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 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 matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
Recording of price adjustments and their impact on revenue recognition (as described in Note 48 of the consolidated financial statements)	
Revenue is measured by the Group at the transaction price i.e. amount of consideration received/receivable from its customers. In determining the transaction price for the sale of products, the Group considers the effects of various factors such as volume-based discounts, price adjustments to be passed on to the customers based on various parameters like negotiations based on savings on materials/ share of business, rebates etc. provided to the customers.	The procedures performed by us in respect of the entity audited by us and by other component auditors in respect of entities where we are not the auditors included as follows: • Assessed the Group's accounting policy for revenue recognition including the policy for recording price adjustments in terms of Ind AS 115;

Key audit matters	How our audit addressed the key audit matter
The Group's business also requires passing on these credits related to price adjustments and others to the customers for the sales made by the Group. The Group, at the year end, has provided for such price adjustments to be passed on to the customers based on agreed terms, negotiations undertaken, commercial considerations and other factors. The estimated liabilities on this account at the year-end is shown under note 18 to the consolidated financial statements and the same consequentially impacts the revenue appearing in note 24 to the consolidated financial statements. We have considered this as a key audit matter on account of the significant judgement and estimate involved in calculation of price adjustments to be recorded as at the year end.	• Obtained understanding of the revenue process, and the assumptions used by the management in the process of calculation of price adjustments as per understanding with the customers, including design and implementation of controls, testing of management review controls and tested the operating effectiveness of these controls; • Evaluated management's methodology and assumptions used in the calculations of price adjustments as per arrangements with customers; • Tested completeness, arithmetical accuracy and validity of the data used in the computation of price adjustments as per arrangement with customers; • Tested, on sample basis, credit notes issued and payment made as per customer contracts / agreed price negotiations; • Performed analytical procedures to identify any unusual trends and identify any unusual items for further testing. Compared ratio of these price adjustments as a percentage of sales for both current year and previous year and tested the specific exception, if any.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report, Management Discussion and 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 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 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.

Those 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, 2023 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 three subsidiaries, whose financial statements include total assets of Rs. 17,813.62 lakhs as at March 31, 2023, and total revenues of Rs. 31,906.46 lakhs and net cash inflows of Rs. 339.27 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. 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-sections

(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;

   (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, 2023 taken on record by the Board of 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, 2023 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 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 based on the consideration of reports of other statutory auditors of the subsidiaries, incorporated in India, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company, its subsidiaries, incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us 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 36 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, 2023;

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, incorporated in India during the year ended March 31, 2023.

      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, as disclosed in note 49 to the consolidated financial statements, 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 entities, 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 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, as disclosed in note 49 to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiaries from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, 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 the payment of dividend.

The interim dividend declared and paid by the Holding Company during the year is in accordance with Section 123 of the Act.

As stated in note 15 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 the declaration of dividend.

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable only w.e.f. April 01, 2023, for the Holding Company, its subsidiary companies incorporated in India, hence reporting under this clause is not applicable.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Pankaj Chadha**
Partner
Membership Number: 091813
UDIN: 23091813BGQOYF8890
Place of Signature: Gurugram
Date: May 29, 2023

Annexure 1 referred to in paragraph 1 of "Report on Other Legal and Regulatory Requirements" of our report of even date

Re: **Jamna Auto Industries Limited** (the "Holding Company")

According to the information and explanations given to us and procedures performed by us, there are no 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 except for following where the respective auditors have reported qualifications or adverse remarks in their audit report:

S. No	Name	CIN	Holding company/ subsidiary/ associate/ joint venture	Clause number of the CARO report which is qualified or is adverse
1	Jai Automotive Components Limited	U34102MP2019PLC05 0243	Subsidiary	Clause (xvii)
2	Jai Suspension Limited	U35990HR2016PLC065 589	Subsidiary	Clause (xvii)
3	Jai Suspension Systems Private Limited	U35999DL2021PTC381 588	Subsidiary	Clause (i)(c)

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Pankaj Chadha**
Partner
UDIN: 23091813BGQOYF8890
Membership Number: 091813
Place of Signature: Gurugram
Date: May 29, 2023

Annexure 2 to the Independent auditor's report of even date on the consolidated financial statements of Jamna Auto Industries 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 Jamna Auto Industries Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2023, 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, 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 has maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, 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 the subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Pankaj Chadha**
Partner
UDIN: 23091813BGQOYF8890
Membership Number: 091813
Place of Signature: Gurugram
Date: May 29, 2023

CONSOLIDATED BALANCE SHEET

as at March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
A Assets			
1 Non-current assets			
Property, plant and equipment	3	35,996.61	35,885.07
Capital work in progress	3	5,613.95	5,343.29
Intangible assets	4	110.40	182.82
Right-of-use assets	35	7,291.86	7,539.00
Financial assets			
Investments	5	0.66	47.29
Other financial assets	7	560.42	383.63
Non current tax assets	8	278.28	373.22
Other non-current assets	9	5,959.90	1,825.55
Deferred tax assets (net)	10	652.60	877.38
		56,464.68	**52,457.25**
2 Current assets			
Inventories	11	32,516.75	31,324.40
Contract assets	12.2	274.05	1,056.50
Financial assets			
Trade receivables	12.1	7,854.66	28,856.80
Cash and cash equivalents	13A	5,101.48	2,253.42
Loans	6	287.44	264.24
Other bank balances	13.1	554.72	405.50
Other financial assets	7	526.75	698.42
Other current assets	9	2,451.99	2,003.11
		49,567.84	**66,862.39**
Total assets		**1,06,032.52**	**1,19,319.64**
B Equity and liabilities			
1 Equity			
Equity share capital	14	3,986.93	3,984.84
Other equity	15	74,440.41	64,483.23
Equity attributable to owners of the Company		**78,427.34**	**68,468.07**
Non-controlling interest	15	0.16	0.16
Total equity		**78,427.50**	**68,468.23**
2 Non-current liabilities			
Financial liabilities			
Lease liabilities	35	921.03	1,089.44
Other financial liabilities	17	184.03	162.85
Provisions	18	1,967.85	1,853.17
Deferred government grant	19	992.26	1,264.89
		4,065.17	4,370.35
3 Current liabilities			
Contract liabilities	20.2	2,074.60	1,967.87
Financial liabilities			
Borrowings	16	1,921.52	17,787.93
Lease liabilities	35	177.38	244.94
Trade payables			
- Total outstanding dues of micro and small enterprises	20.1	1,233.57	458.25
- Total outstanding dues of creditors other than micro and small enterprises	20.1	13,042.21	19,795.09
Other financial liabilities	21	918.85	1,267.45
Deferred government grant	19	88.90	98.89
Provision for current tax	22	127.02	32.31
Provisions	18	2,483.61	3,590.86
Other current liabilities	23	1,472.19	1,237.47
		23,539.85	46,481.06
Total equity and liabilities		**1,06,032.52**	**1,19,319.64**
Summary of significant accounting policies	2.1		
The accompanying notes form an integral part of the consolidated financial statements			

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place : Gurugram
Date : May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	24	2,32,531.77	1,71,787.53
Other income	25	1,148.59	451.56
Total income		**2,33,680.36**	**1,72,239.09**
Expenses			
Cost of raw materials and components consumed	27(a)	1,57,876.84	1,15,977.74
Purchase of traded goods	27(b)	931.54	921.49
(Increase)/Decrease in inventories of finished goods, work in progress and traded goods	28	(3,807.82)	(4,540.61)
Employee benefit expense	29	14,509.17	12,456.61
Other expenses	30	36,882.00	24,343.60
Total expenses		**2,06,391.73**	**1,49,158.83**
Profit before finance costs/income, depreciation/amortisation expense and tax		27,288.63	23,080.26
Finance cost/income			
Finance costs	31	277.37	318.96
Finance income	26	28.13	39.53
Net finance cost		**249.24**	**279.43**
Depreciation and amortisation expense	32	4,101.39	3,673.49
Profit before tax		**22,938.00**	**19,127.34**
Tax expenses	44		
Current tax		5,883.45	5,318.59
Deferred tax expense / (credit)		217.76	(271.68)
Total tax expense		**6,101.21**	**5,046.91**
Profit for the year		**16,836.79**	**14,080.43**
Less: Share of minority in profits		0.01	0.01
Profit for the year		**16,836.78**	**14,080.42**
Other Comprehensive Income/(loss)			
Other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods :			
- Re-measurement gains / (losses) on defined benefit plans		35.36	79.16
- Deferred tax on above		(7.02)	(20.06)
Other comprehensive income/(loss) for the year, net of tax		**28.34**	**59.10**
Total Comprehensive income for the year		**16,865.13**	**14,139.53**
Total comprehensive income/(loss) for the year attributable to:			
Equity holders of the parent		**16,865.12**	**14,139.52**
Non-controlling interests		0.01	0.01
Earnings per equity share (par value Rs. 1 per share) (absolute amount)	33		
- Basic		4.23	3.53
- Diluted		4.21	3.52
Significant accounting policies The accompanying notes form an integral part of the consolidated financial statements	2.1		

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place : Gurugram
Date : May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

(a) Equity share capital :

Particulars	No. of shares*	Amount
Equity shares of Rs. 1 each issued, subscribed and paid (refer note no 14)		
Balance as at April 1, 2021	39,81,86,585	3,983.25
Add Allotment of share (under ESOP scheme) (refer note no.43)	1,59,000	1.59
Closing balance as at March 31, 2022	**39,83,45,585**	**3,984.84**
Add : Allotment of share (under ESOP scheme) (refer note no 44)	2,09,000	2.09
Closing balance as at March 31, 2023	**39,85,54,585**	**3,986.93**

No. of shares issued, subscribed and fully paid only.

(b) Other equity (refer note 11)

Particulars	Capital reserve	Amalgamation reserve	Capital redemption reserve	Securities premium	General reserve	Retained Earnings	Share based payment reserve	Total other equity
As at April 01, 2021	315.71	1,481.46	400.00	15,117.60	4,077.62	32,558.84	66.18	54,017.41
Add: Profit for the year	-	-	-	-	-	14,080.43	-	14,080.43
Add: Exercise of share option	-	-	-	77.92	-	-	-	77.92
Less: Final dividend paid during the year	-	-	-	-	-	(1,991.63)	-	(1,991.63)
Less: Interim dividend paid during the year	-	-	-	-	-	(1,991.63)	-	(1,991.63)
Add: Employee stock option expense recognised during the year	-	-	-	-	-	-	231.63	231.63
Add: Non controling interest during the year	-	-	-	-	-	-	-	-
ESOP reserve transferred to General reserve	-	-	-	-	49.45		(49.45)	-
Add: Other comprehensive income	-	-	-	-	-	59.10	-	59.10
As at March 31, 2022	**315.71**	**1,481.46**	**400.00**	**15,195.52**	**4,127.07**	**42,715.11**	**248.36**	**64,483.23**
Add: Profit for the year	-	-	-	-	-	16,836.78	-	16,836.78
Add: Exercise of share option	-	-	-	102.41	-	-	-	102.41
Less: Final dividend paid during the year	-	-	-	-	-	(3,984.84)		(3,984.84)
Less: Interim dividend paid during the year	-	-	-	-	-	(3,187.88)		(3,187.88)
Add: Employee stock option expense recognised during the year	-	-	-	-	-		162.37	162.37
Add: Non controling interest during the year							-	-
ESOP reserve transferred to General reserve	-	-	-	-	65.00	-	(65.00)	-
Add: Other comprehensive income	-	-	-	-	-	28.34	-	28.34
As at March 31, 2023	**315.71**	**1,481.46**	**400.00**	**15,297.93**	**4,192.07**	**52,407.51**	**345.73**	**74,440.41**
Total other equity	**315.71**	**1,481.46**	**400.00**	**15,297.93**	**4,192.07**	**52,407.51**	**345.73**	**74,440.41**

Summary of significant accounting policies
The accompanying notes form an integral part of the consolidated financial statements 2.1

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

CONSOLIDATED STATEMENT OF CASH FLOW

for the year ended March 31, 2023

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flow from operating activities		
Profit before tax	22,938.00	19,127.34
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	4,101.39	3,673.49
Gain on disposal of property, plant and equipment	(2.51)	(26.66)
Finance costs	277.37	318.96
Finance income	(28.13)	(39.53)
Provision no longer required written back	(46.63)	(8.57)
Impairment allowance for advances/trade receivable considered doubtful	197.82	(2.30)
Government grant and export incentive income recognised	(193.22)	(189.33)
Provision for government grant recoverable	-	88.92
Provision for government grant written back	(485.63)	-
Provision for contingencies	(140.00)	-
Provision for impairment of investment	46.63	-
Employee stock option scheme	162.37	231.63
Unrealised foreign exchange loss (net)	(51.69)	(7.18)
Operating profit before working capital changes	**26,775.77**	**23,166.77**
Changes in operating assets and liabilities:		
(Decrease) / Increase in trade payable and other current liabilities	(5,589.48)	1,651.70
(Decrease) / Increase in provision (Non current & current)	(824.23)	1,232.02
Decrease/ (Increase) in trade receivables	20,912.64	(11,799.41)
Increase in inventories	(1,192.35)	(10,368.46)
(Increase) / decrease in employee loans (Non current & current)	(23.20)	1,067.11
Increase in financial liabilities (Non current & current)	21.18	14.73
Decrease in other assets & other financial assets	32.80	564.62
Cash generated from operations	**40,113.13**	**5,529.08**
Income tax paid (net of refunds)	(5,686.78)	(5,420.28)
Net cash flow generated from operating activities	**34,426.35**	**108.80**
B. Cash flow from investing activities		
Purchase of property, plant and equipment	(8,851.41)	(3,702.78)
Proceeds from sale of property, plant and equipment	21.67	38.16
Investment in fixed deposits	-	6.60
Interest received	17.27	41.92
Net cash used in investing activities	**(8,812.47)**	**(3,616.10)**

CONSOLIDATED STATEMENT OF CASH FLOW

for the year ended March 31, 2023

(Rs. in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
C. Cash flow from financing activities		
Proceeds from shares issued under ESOP scheme	104.50	79.50
Dividend paid and deposit to investor education & protection fund	(7,172.72)	(3,983.25)
Payment of principal portion of lease liabilities	(249.75)	(287.93)
(Repayment of)/ Proceeds from short term borrowings (net)	(15,866.41)	6,319.80
Interest paid	(277.37)	(169.51)
Government grant received	695.93	-
Net cash flow from/(used in) financing activities	**(22,765.82)**	**1,958.61**
Net (decrease)/increase in cash and cash equivalents (A+B+C)	2,848.06	(1,548.69)
Cash and cash equivalents at the beginning of the year	2,253.42	3,802.11
Cash and cash equivalents at the end of the year	**5,101.48**	**2,253.42**
Components of cash and cash equivalents:		
Cash in hand	10.76	17.98
Balances with scheduled banks		
- On current account	3,090.72	2,235.44
- Deposits with original maturity of less than three months	2,000.00	-
	5,101.48	**2,253.42**

The above cash flow statement has been prepared under the “ Indirect Method” as set out in Indian Accounting Standard-7 , “Statement of cash flow”.

As per our report of even date

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023
(All amounts in INR lakhs, unless otherwise stated)

1. Corporate information

The consolidated financial statements comprise financial statements of Jamna Auto Industries Limited (the Company) (CIN LL35911HR1965PLC004485) and its subsidiaries, Jai Suspension Systems Private Limited, Jai Suspensions Limited and Jai Automotive Components Limited (collectively, referred as the Group) for the year ended March 31, 2023. The Group is engaged in manufacturing and selling of tapered leaf, parabolic springs and lift axles. The Group has its manufacturing facilities at Malanpur, Chennai, Yamuna Nagar, Jamshedpur, Hosur, Pillaipakkam, Pune, Adityapur, Punjab, Rudrapur and Indore.

The Company is public company domiciled in India and is incorporated under the provisions of the Companies Act. Its shares are listed on two recognized stock exchanges in India. The registered office of the Company is located at Jai Spring Road, Yamuna Nagar, Haryana —135001

Information on other related party relationships of the Group is provided in Note 36.

The consolidated financial statements were approved for issue in accordance with a resolution of the board of directors on May 29, 2023.

2. 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.

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value as referred in the accounting policies:

(a) Certain financial assets and liabilities measured at fair value.

The consolidated financial Statements are presented in Indian Rupees (Rs.) and all values are rounded to the nearest lakhs (Rs. 00,000), except wherever otherwise stated.

2.1 Basis of Consolidation

The consolidated financial statements comprise of the financial statements of the Company and its subsidiaries as at March 31, 2023. 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.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The financial statements of all the entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31, 2023.

Consolidation procedure:

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 parent of the Group and to the non—controlling interests, even if this results in the non—controlling interests having a deficit balance.

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2.2 Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these Indian Accounting Standards (Ind-AS) consolidated financial statements. These policies have been consistently applied to all the years except where newly issued accounting standard is initially adopted.

a) Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current. A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

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.

b) Foreign currencies

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The financial statements are presented in Indian Rupee (INR), which is the Group's functional and presentation currency.

Transactions and balances

Foreign currency transactions are recorded, on initial recognition in the functional currency, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

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 profit or 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.

c) Property, plant and equipment (PPE)

Capital work in progress, plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price (net of Input Tax Credit) and any directly attributable cost to bring assets to working condition. When significant parts of property, plant and equipment are required to be replaced at intervals, 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 profit or loss as incurred.

- Gains or losses arising from de–recognition of tangible assets are measured as the difference between the net disposable proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.
- The Group identifies any particular component embedded in the main asset having significant value to total cost of asset and also a different life as compared to the main asset.

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

Machinery spares which are specific to a particular item of fixed asset and whose use is expected to be irregular are capitalized as fixed assets when they meet the definition of Property Plant Equipment, i.e., when the Group intends to use these during more than a period of 12 months.

Depreciation on property, plant and equipment

Cost of leasehold improvements on property, plant and equipment are amortized on a straight-line basis over the period of lease or their useful lives, whichever is shorter.

Depreciation on other property, plant and equipment is calculated on a straight-line basis using rates arrived at based on the useful lives estimated by the management. The Group identifies and determines cost of each component/part of the asset separately, if the Component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining components of the asset. These components are depreciated separately over their useful lives and the remaining components are depreciated over the useful life of the principal assets. The Group has used following estimated useful life to provide depreciation on its property, plant and equipment:

Particulars	Estimated Useful Life (Years)
Factory buildings	30
Other buildings	60
Plant and machinery [1]	15-20
Research and development equipment	1
Furniture and fixtures [2]	4
Vehicles [2]	4
Office equipment [2]	3
Computers	3

1. The management has estimated, supported by independent assessment, the useful life of certain plant and machinery as 20 years, which is higher than those indicated in schedule II of the Companies Act 2013.
2. The management has estimated, based on its internal assessment and past experience, the useful life of these blocks of assets as lower than the life indicated for respective block of assets in schedule II of the Companies Act 2013.

Residual value of plant and machinery is considered at 5%.

d) Intangible assets

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 statement of profit and loss in the year in which the expenditure is incurred.

The useful lives of the intangible assets are assessed as either finite or infinite.

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 statement of profit and loss unless such expenditure forms part of carrying value of another assets.

Software is amortized on a straight-line basis over the period of five years.

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. Gains or losses arising from derecognition 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) 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.

Group as a lessee

The Group's lease asset classes primarily comprise of lease for Land & Building. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a

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period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

(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 underlying assets.

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.

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 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, 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 purchas 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 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 (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 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.

"Lease liabilities" and "Right of Use Assets" have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

f) Borrowing cost

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 respective asset. All other borrowing costs are expensed in the period they occur. Borrowing cost includes interest and other costs that an entity incurs in connection with the borrowing of funds and charged to Statement of Profit & Loss. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

g) Impairment of non-financial asset

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

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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 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 four to five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the forecast period. 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.

For assets excluding goodwill and intangible assets having indefinite life, 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 losses on non-financial asset, including impairment on inventories, are recognized in the statement of profit and loss.

h) Investment

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

i) Inventories

Raw materials, components and stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components and stores and spares is determined on moving weighted average basis.

Stores and spares which do not meet the definition of Property, plant and equipment are accounted as inventories.

Work-in-progress and finished goods are valued at lower of cost and net realizable value. Cost includes direct materials and labor and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on moving weighted average basis.

Traded goods are valued at cost. Scrap is valued at net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Obsolete and non-moving inventory are determined on the basis of regular review and are valued at net realizable value or cost whichever is lower.

j) Revenue from Contract with customers

The Group manufactures and sells a range of automobile suspension products. 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

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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.

The specific recognition criteria described below must also be met before revenue is recognized:

1) Sale of goods

Revenue from sale of goods is recognized at the point in time when control of the inventory is transferred to the customer, generally on delivery of the equipment. The normal credit term is 30 to 90 days upon delivery.

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 standalone prices and also considers the following:

(i) Warranty Obligations

The Group generally provides for warranties for general repair of defects. These warranties are assurance-type warranties under Ind AS 115, which are accounted for under Ind AS 37 (Provisions, Contingent Liabilities and Contingent Assets), consistent with its current practice. The Group adjust the transaction price for the time value of money where the period between the transfer of the promised goods or services to the customer and payment by customer exceed one year.

(ii) Significant Financing Components

In respect of short-term advances from its customers, using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be within normal operating cycle.

(iii) Schemes

The Group 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 credit notes, tours, reimbursement etc. Revenue from contract with customer is presented deducting cost of all these schemes.

2) Interest income

For all debt instruments measured at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected estimated cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit loss. Interest income is included under the head “other income” in the statement of profit and loss.

Interest income on bank deposits and advances to vendors 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 “Finance income” in the statement of profit and loss.

3) Export incentives

Export incentives are accrued in the underlying period of export sales in accordance with the terms of the export benefit scheme, provided that there is no significant uncertainty regarding the entitlement to the credit and the amount thereof.

Contract balances (i)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 (x) Financial instruments – initial recognition and subsequent measurement.

(ii) Contract Assets

Contract assets relates to revenue accrued during the year but not billed to the customer at the period end.

(iii) Contract Liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier)

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from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

k) 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 expenditure, 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 three defined benefit plans for its employees i.e. gratuity, long service award and benevolent fund. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for these plans using the projected unit credit method.

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 recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises 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:

- 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 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.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/ losses are immediately taken to the statement of profit and loss and are not deferred.

l) Taxes

Tax expense for the year comprises of current tax and deferred tax.

Current Income Tax

Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. 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 item recognized outside the statement of profit and loss is recognized outside profit or loss (either in other comprehensive income or equity). Current tax items are recognized in correlation to the underlying transactions 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 establishes provisions where appropriate.

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 timing differences. Deferred tax assets are recognized for all deductible timing differences, the carry forward of

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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.

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 profit or loss is recognized outside profit or 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.

m) Share Based payments

Employees (including senior executives) of the Group receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments which are classified as equity-settled transactions.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised as an employee benefit expense with a corresponding increase in 'Share Based Payment Reserve' in other equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group best estimate of the number of equity instruments that will ultimately vest.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions.

Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms not been modified, if the original terms of the award are met.An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through the Statement of Profit and Loss.

n) Segment reporting

Identification of segments - The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the geographical location of the customers.

Segment accounting policies - The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

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,

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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 profit or 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 favorable 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) Earnings per share

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

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

q) Provisions 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. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. 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.

Warranty Provision

Provision for warranty related costs are recognized when the product is sold. Provision is based on historical experience. The estimate of such warranty related costs is revised annually.

Provision for Price Difference

The Group recognizes the price difference payable to parties, where settlement is pending for final negotiation. It is provided on the basis of best estimates and management's assessment, considering the past trend and various other factors. These provisions are reviewed on a regular basis and adjusted with respective element with statement of profit and loss from the adequacy and reasonability point of view.

r) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

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

s) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible

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to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

t) Dividend

The Group recognizes a liability to make the payment of dividend to owners of equity, when the distribution is authorized, and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

u) Measurement of EBITDA

The Group has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the statement of profit and loss. The Group measures EBITDA on the basis of profit/ (loss) from continuing operations. In its measurement, the Group does not include depreciation and amortization expense, interest income, finance costs and tax expense.

v) Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

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:

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

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.

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.

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
- Financial guarantee
- Financial instruments (including those carried at amortized cost)

w) Suppliers Credit / Vendor Bill Discounting

The Group enters into deferred payment arrangements (acceptances) whereby banks/financial institutions initially make payment to Group's suppliers for raw materials, goods and services directly, while the Group continues to recognize the liability till settlement with the bank/financial institution at a later date, which is normally effected within

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a period of 90 days. The arrangement provides working capital timing benefits and the economic substance of the transaction is determined to be operating in nature. These arrangements are in the nature of credit extended in normal operating cycle and these arrangements are recognized as 'Acceptances' under Trade Payables. Interest borne by the Group on such arrangements is accounted under the head 'Finance Cost'.

x) Financial instrument:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

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 Group commits to purchase or sell the asset.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are only classified as debt instruments at amortized cost.

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

a) Business Model Test: The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Cash Flow Characteristics Test: 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 EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group 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 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.

Impairment of financial assets:

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

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The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables or contract revenue receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. The credit risk of the Group has not increased significantly, 12-month ECL is used to provide for impairment loss.

The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured as at amortized cost and contractual revenue receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables.

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, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

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

Financial liabilities at fair value through profit or loss

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

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to statement of profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Group has not designated any financial liability as at fair value through profit and loss.

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Financial liabilities at amortised 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 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. This category generally applies to borrowings. For more information refer Note 16.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are generally unsecured. Trade and other payable are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using effective interest method.

Financial guarantee contracts

Financial guarantee contracts obtained by the Group are those contracts that require a payment to be made by the issuer to reimburse the holder for a loss it incurs because the Group fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the financial guarantee is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization in accordance with the principles of Ind AS 115.

Derecognition

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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit or loss.

Offsetting of financial instruments

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

New and amended standards

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2022. The Group has not early adopted any other standard or amendment that has been issued but is not yet effective:

Recent accounting pronouncements Amended standards adopted by the Group

(i) Reference to the Conceptual Framework – Amendments to Ind AS 103

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date. The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

These amendments had no impact on the financial statements of the Group as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

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(All amounts in INR lakhs, unless otherwise stated)

(ii) Property, Plant and Equipment: Proceeds before Intended Use – Amendments to Ind AS 16

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the statement of profit and loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after 1 April 2022. These amendments had no impact on the standalone financial statements of the Group as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

(iii) Ind AS 109 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no impact on the financial statements of the Group as there were no modifications of the Group's financial instruments which were covered by amendment.

(iv) Onerous Contracts – Costs of Fulfilling a Contract – Amendments to Ind AS 37

An onerous contract is a contract under which the unavoidable of meeting the obligations under the contract costs (i.e., the costs that the Group cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

Standards issued but not yet effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective from 01 April 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. The amendments are effective for annual reporting periods beginning on or after 1 April 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. The amendments are not expected to have a material 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 to Ind AS 1 are applicable for annual periods beginning on or after 1 April 2023. Consequential amendments have been made in Ind AS 107. The Group is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

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(All amounts in INR lakhs, unless otherwise stated)

(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.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101. The amendments to Ind AS 12 are applicable for annual periods beginning on or after 1 April 2023.

The Group is currently assessing the impact of the amendments.

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3 Property, plant and equipment (PPE)

Particulars	Freehold land	Leasehold improvment	Building	Plant and machinery	Furniture and fixtures	Vehicles	Office equipment	Computer hardware	Total	Capital work in progress
Gross carrying amount										
As at April 1, 2021	**3,586.91**	**20.81**	**11,585.17**	28,989.85	308.29	511.69	254.16	189.08	45,445.95	13,355.88
Add : Additions	-	111.26	1,656.32	8,524.03	23.97	182.48	80.46	102.71	10,681.23	1,581.71
Less :Disposals/Capitalisation	-	-	-	47.70	12.04	71.07	11.41	18.17	160.39	9,594.30
As at March 31, 2022	**3,586.91**	**132.07**	**13,241.49**	**37,466.18**	**320.22**	**623.10**	**323.21**	**273.62**	**55,966.79**	**5,343.29**
Add: Additions	-	27.46	897.21	2,308.40	34.95	293.15	154.99	73.43	3,789.59	5,114.51
Less :Disposals/Capitalisation	-	-	-	323.25	128.00	114.83	139.58	132.76	838.42	4,843.85
As at March 31, 2023	**3,586.91**	**159.53**	**14,138.70**	**39,451.33**	**227.17**	**801.42**	**338.62**	**214.29**	**58,917.96**	**5,613.95**
Accumulated depreciation										
As at April 1, 2021	**-**	**6.53**	**1,820.18**	**14,362.86**	**201.79**	**243.33**	**203.32**	**134.09**	**16,976.81**	**-**
Add : Depreciation (refer note 32)	-	57.38	499.21	2,442.59	51.28	111.60	51.06	40.69	3,253.81	-
Less: Disposal	-	-	-	47.56	11.29	60.71	11.36	17.97	148.89	-
As at March 31, 2022	**-**	**63.91**	**2,319.39**	**16,757.89**	**241.78**	**294.22**	**243.02**	**156.81**	**20,081.73**	**-**
Add : Depreciation (refer note 32)	-	51.30	585.76	2,721.00	35.13	135.37	68.69	61.64	3,658.89	-
Less: Disposal	-	-	-	317.21	128.00	102.11	139.34	132.60	819.26	-
As at March 31, 2023	**-**	**115.21**	**2,905.15**	**19,161.68**	**148.91**	**327.48**	**172.37**	**85.85**	**22,921.36**	**-**
Net carrying amount										
As at March 31, 2023	**3,586.91**	**44.32**	**11,233.55**	**20,289.65**	**78.26**	**473.94**	**166.25**	**128.44**	**35,996.61**	**5,613.95**
As at March 31, 2022	3,586.91	68.16	10,922.10	20,708.29	78.44	328.88	80.19	116.81	35,885.07	5,343.29

(i) Title deeds of Immovable Property not held in name of one of the subsidiary

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of Promoter/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Building	Flat	994.70	Erstwhile Entity Jai Suspension Systems LLP	Company formed on coversion of Jai Suspension Systems LLP	May 28, 2021	The Entity is converted into Company from the LLP for which necessary documentation with Authority is pending

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(All amounts in INR lakhs, unless otherwise stated)

3 (a) Capital work in progress (CWIP) ageing schedule

i) For Capital work in progress, ageing as at March 31, 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,626.31	89.22	134.71	3,763.71	5,613.95
Total	**1,626.31**	**89.22**	**134.71**	**3,763.71**	**5,613.95**

ii) For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule as at March 31, 2023

CWIP	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Chennai Plant-Parabolic Line	1,183.14	-	-	-	1,183.14
Malanpur Plant-Parabolic Line	2,180.52	-	-	-	2,180.52
Total	**3,363.66**	**-**	**-**	**-**	**3,363.66**

Progress of these project started in current year in full swing and is in advance stage of completion and expected to be capitalised in next few months.

iii) For Capital work in progress, ageing as at March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,429.47	150.11	3,746.61	17.10	5,343.29
Total	**1,429.47**	**150.11**	**3,746.61**	**17.10**	**5,343.29**

iv) For CWIP, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule as at March 31, 2022

CWIP	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Jamshedpur Plant-Parabolic Line	1,183.14	-	-	-	1,183.14
Malanpur Plant-Parabolic Line	2,122.46	-	-	-	2,122.46
Total	**3,305.60**	**-**	**-**	**-**	**3,305.60**

Capitalisation was delayed due to restriction of travel under COVID-19 pandemic.

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4 Intangible assets

Particulars	Computer Software	Total
Gross carrying amount		
As at April 1, 2021	**431.84**	**431.84**
Additions	105.95	105.95
As at March 31, 2022	**537.79**	**537.79**
Additions	15.41	15.41
As at March 31, 2023	**553.20**	**553.20**
Accumulated amortisation		
As at April 1, 2021	**263.71**	**263.71**
Amortisation for the year (refer note 32)	91.26	91.26
As at March 31, 2022	**354.97**	**354.97**
Amortisation for the year (refer note 32)	87.83	87.83
As at March 31, 2023	**442.80**	**442.80**
Net carrying amount		
As at March 31, 2023	**110.40**	**110.40**
As at March 31, 2022	**182.82**	**182.82**

5 Investments in others

Non Current	As at March 31, 2023	As at March 31, 2022
Fully paid up		
Unquoted equity shares		
TCP Limited 100 equity share of Rs. 655 each (March 31, 2022: 100 equity share of Rs. 655 each)	0.66	0.66
IND Bharath Powergencom Limited 466,263 equity share of Rs. 10 each (March 31, 2022: 466,263 equity share of Rs. 10 each)	46.63	46.63
Total	**47.29**	**47.29**
Less: Provision for impairment of investment in IND Bharath Powergencom Limited	(46.63)	-
Total	**0.66**	**47.29**

6 Financial assets - Loans (Unsecured considered good unless otherwise stated)

Non Current	Current	
	As at March 31, 2023	As at March 31, 2022
Loans	**122.91**	**105.00**
Loan to employees	164.53	159.24
Total	**287.44**	**264.24**

During the previous year, the subsidiary "Jai Suspension Systems Private Limited " has signed a Business Transfer Agreement (BTA) with M/s Kalka Steels, a partnership firm, to acquire their tractor parts business subject to fulfillment of conditions stated therein and has advanced Rs. 105.00 lakhs. In the current year, further loan has been given of Rs. 17.91 lakhs. Subsidiary has given this amount at an interest rate of 9% p.a which is payble on demand.

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7 Other financial assets - At amortised cost (Unsecured considered good, unless otherwise stated)

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Security deposits	549.90	379.53	21.64	5.63
Bank balances (refer note 13.1)	10.52	4.10	-	-
Balance with sales tax, excise and custom authorities	-	-	35.52	23.76
Government grant receivable				
- considered good	-	-	456.03	666.33
- considered doubtful	-	-	-	485.63
Interest accrued but not due	-	-	13.56	2.70
Total	**560.42**	**383.63**	**526.75**	**1,184.05**
Less: Provision for Government grant*	-	-	-	(485.63)
Grand Total	**560.42**	**383.63**	**526.75**	**698.42**

*During the year, the Company has received the amount of second tranche of Jharkhand subsidy and accordingly, the provision recorded in earlier periods has been reversed.

8 Tax assets

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Advance income tax (net)	278.28	373.22	-	-
Total	**278.28**	**373.22**	**-**	**-**

9 Other assets

(Unsecured considered good, unless otherwise stated)	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Capital advances				
Unsecured considered good	5,168.96	1,074.19	-	-
Unsecured considered doubtful	44.23	21.23	-	-
Sub Total	**5,213.19**	**1,095.42**	**-**	**-**
Less: Provision for doubtful advances	(44.23)	(21.23)	-	-
Total (A)	**5,168.96**	**1,074.19**	**-**	**-**
Advance to suppliers				
- considered good	-	-	732.91	479.04
- considered doubtful	41.52	41.52	33.00	-
Prepaid expenses	508.60	478.51	331.66	314.55
Balance with government authorities	-	-	1,387.42	1,109.82
Duty paid under protest*	195.37	231.15	-	-
Other recoverable in cash or kind				
- considered good	86.97	45.06	-	99.70
- considered doubtful	-	-	12.43	12.43
Total	**832.46**	**796.24**	**2,497.42**	**2,015.54**
Less :- Allowances for doubtful advances	(41.52)	(44.88)	(45.43)	(12.43)
Total (B)	**790.94**	**751.36**	**2,451.99**	**2,003.11**
Total (A+B)	**5,959.90**	**1,825.55**	**2,451.99**	**2,003.11**

* includes Rs. 141.27 lakhs (March 31, 2022: Rs. 141.27 lakhs) for which case has been decided in favour of the Company. Also refer note 18(b).

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10 Deferred tax assets (net)

	As at March 31, 2023	As at March 31, 2022
Provision for bad and doubtful debts, advance etc.	102.01	66.40
Provision for contingencies	9.16	55.01
Provision for price difference	450.49	645.39
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	1,083.57	1,200.56
Total deferred tax asset	**1,645.23**	**1,967.36**
Less :- Deferred tax liability		
Excess of depreciation/ amortisation on property, plant and equipment under income tax law over depreciation/ amortisation provided in accounts	(877.87)	(807.44)
Impact of government grant deferred	(114.76)	(282.53)
Total deferred tax (liabilities)	**(992.63)**	**(1,089.98)**
Deferred tax assets (net) (refer note 46)	**652.60**	**877.38**
Deferred tax assets (net)	**652.60**	**877.38**

11 Inventories

(At lower of cost and net realisable)	As at March 31, 2023	As at March 31, 2022
Raw material (includes goods in transit: Rs. 540.03 lakhs (March 31, 2022: Rs. 229.59 lakhs))	7,154.15	10,442.73
Components	1,725.86	1,522.36
Work-in-progress	4,124.00	3,348.52
Finished goods (includes goods in transit: Rs. 1,787.60 lakhs (March 31, 2022: Rs. 1,463.57 lakhs))	16,234.64	13,193.01
Traded goods	595.33	439.84
Stores and spares	2,455.74	1,986.13
Scrap	227.03	391.81
Total	**32,516.75**	**31,324.40**

12 Trade receivables and contract assets

12.1 Trade receivables

	As at March 31, 2023	As at March 31, 2022
Trade receivables	7,854.66	28,856.79
Total	**7,854.66**	**28,856.79**
There is no security against the trade receivables. The breakup is as follow:-		
Unsecured - considered good	7,854.66	28,856.80
Unsecured - credit impaired	405.30	263.84
Total	**8,259.96**	**29,120.64**
Less: Allowance for trade receivables-credit impaired	(405.30)	(263.84)
Total	**7,854.66**	**28,856.80**

Trade receivable includes receivable amounting to Rs. 1,921.52 lakhs (March 22: Rs. 17,787.91 lakhs) from a customer, which are subject to bill discounting arrangement under the tripartite agreements between the Group (Company/ subsidiary), Bank and the customer, where the obligation to pay may arise due to unforeseen event of default by the Group's customer. The Group therefore continues to recognise the transferred assets and liability in its consolidated financial statements. Also refer note 16.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Trade receivables Ageing Schedule

As at 31 March 2023

	Curent but 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	
Undisputed Trade Receivables – considered good	5,668.55	2,184.81	1.30	-	-	-	7,854.66
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	1.11	138.55	120.98	25.11	119.55	405.30
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**5,668.55**	**2,185.92**	**139.85**	**120.98**	**25.11**	**119.55**	**8,259.96**
Less: Allowance for credit loss	-	-	-	-	-	-	405.30
Net Trade Receivables	**5,668.55**	**2,185.92**	**139.85**	**120.98**	**25.11**	**119.55**	**7,854.66**

Trade receivables Ageing Schedule

As at 31 March 2022

	Curent but 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	
Undisputed Trade Receivables – considered good	21,893.06	6,899.72	64.02	-	-	-	28,856.80
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	-	-	120.99	25.11	72.23	45.51	263.84
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables – credit impaired	-	-	-	-	-	-	-
Total	**21,893.06**	**6,899.72**	**185.01**	**25.11**	**72.23**	**45.51**	**29,120.64**
Less: Allowance for credit loss	-	-	-	-	-	-	263.84
Net Trade Receivables	**21,893.06**	**6,899.72**	**185.01**	**25.11**	**72.23**	**45.51**	**28,856.80**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

12.2 Contract assets

	As at March 31, 2023	As at March 31, 2022
Unbilled revenue	274.05	1,056.50
Total	**274.05**	**1,056.50**

13 Cash and bank balances

13A Cash and cash equivalents	As at March 31, 2023	As at March 31, 2022
Balance with banks		
On current account	3,090.72	2,235.44
Deposits with original maturity of less than three months	2,000.00	-
Cash in hand	10.76	17.98
Total	**5,101.48**	**2,253.42**

13B Changes in liabilities arising from financing activities

Particulars	April 01,2022	Cash Flows	Other	March 31, 2023
Current borrowings	17,787.93	(15,866.41)	-	1,921.52
Current lease liabilities	244.94	(87.03)	19.47	177.38
Non-current lease liabilities	1,089.44	(255.12)	86.72	921.03
Total liabilities arising from financing activities	**19,122.31**	**(16,208.56)**	**106.19**	**3,019.93**

Particulars	April 01,2021	Cash Flows	Other	March 31, 2022
Current borrowings	11,468.13	6,319.80	-	17,787.93
Current lease liabilities	177.10	(287.93)	355.77	244.94
Non-current lease liabilities	1,881.67	-	(792.23)	1,089.44
Total liabilities arising from financing activities	**13,526.90**	**6,031.87**	**(436.47)**	**19,122.31**

13.1 Other bank balances

	As at March 31, 2023	As at March 31, 2022
Balance with banks		
On unpaid dividend account	498.92	349.70
Deposits with bank with more than 12 months (margin money)	10.52	4.10
Fixed deposits with original maturity of more than 3 months and less than 12 months	55.80	55.80
Total	565.24	409.60
Amount disclosed under non current assets (refer note 7)	(10.52)	(4.10)
Total	**554.72**	**405.50**
Includes fixed deposit kept as margin money Rs. 10.52 lakhs (March 31, 2022: Rs. 4.10 lakhs)		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

14 Share capital

	As at March 31, 2023	As at March 31, 2022
Authorised share capital (amount per share in absolute rupees)		
63,88,65,000 (March 31, 2022: 63,88,65,000) equity shares of Rs. 1 each	6,388.65	6,388.65
350,000 (March 31, 2022: 350,000) 12.50% optionally convertible cumulative preference shares of Rs. 100 each	350.00	350.00
Total	**6,738.65**	**6,738.65**
Issued, subscribed and paid up equity shares (amount per share in absolute rupees)		
Subscribed and fully paid (398,554,585 (March 31, 2022: 398,345,585) equity shares of Rs. 1 each)	3,985.55	3,983.46
Subscribed but not fully paid (2,77,300 (March 31, 2022: 2,77,300) equity shares of Rs. 1 each, amount called up Rs. 1 each)	2.77	2.77
Less: Call in arrears (held by other than directors)	(1.39)	(1.39)
Total	**3,986.93**	**3,984.84**

a. Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at March 31, 2023		As at March 31, 2022	
	No. of shares	Amount	No. of shares	Amount
Equity Share - Subscribed and fully paid up				
At the beginning of the year	39,83,45,585	3,983.46	39,81,86,585	3,981.87
Add : Allotment of share (under ESOP scheme) (refer note no 44)	2,09,000	2.09	1,59,000.00	1.59
At the end of the year	**39,85,54,585**	**3,985.55**	**39,83,45,585**	**3,983.46**
Equity Share - Subscribed but not fully paid up				
At the beginning of the year	**2,77,300**	**2.77**	**2,77,300**	**2.77**
At the end of the year	**2,77,300**	**2.77**	**2,77,300**	**2.77**

b. Term and Rights attached to equity shares

Each shareholder is entitled to one vote per share. The Company pays and declares dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c. Details of shareholders holding more than 5% shares in the Company :

Equity Shares	As at March 31, 2023		As at March 31, 2022	
	No of shares	% holding in the class	No of shares	% holding in the class
MAP Auto Limited	13,50,05,021	33.85%	13,50,05,021	33.87%
Pradeep Singh Jauhar	2,58,44,323	6.48%	2,58,44,323	6.48%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

d. Shares reserved for issue under options

For details of shares reserved for issue under the share based payment plan of the Company, please refer note no 44.

e. Forfeited shares (amount originally paid up, included in capital reserve)

Equity Shares	As at March 31, 2023		As at March 31, 2022	
	No of shares	Amount	No of shares	Amount
Equity share capital (2,81,900 equity shares (March 31, 2022: 2,81,900) of Rs. 1 (absolute amount) each, amount called up Rs. 1 (absolute amount) each.	2,81,900	1.45	2,81,900	1.45
	2,81,900	1.45	2,81,900	1.45

There are no equity shares issued as bonus, or for consideration other than cash, or shares bought back during the period of five years immediately preceding the reporting date.

Details of shares held by promoters

As at 31 March 2023

Name of Promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
1) Pradeep Singh Jauhar	2,58,44,323	-	2,58,44,323	6.48%	-
2) Randeep Singh Jauhar	1,75,16,360	-	1,75,16,360	4.39%	-
3) Bhupinder Singh Jauhar	71,03,240	-	71,03,240	1.78%	-
4) Sonia Jauhar	2,31,860	-	2,31,860	0.06%	-
5) Kirandeep Chadha	23,000	-	23,000	0.01%	-
6) Map Auto Limited	13,50,05,021	-	13,50,05,021	33.87%	-
7) SW Farms Private Limited	1,24,89,630	-	1,24,89,630	3.13%	-
8) Jamna Agro Implements Private Limited	10,22,000	-	10,22,000	0.26%	-
Total	**19,92,35,434**		**19,92,35,434**	**49.98%**	**-**

As at 31 March 2022

Name of Promoters	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
1) Pradeep Singh Jauhar	22,844,323	3,000,000	25,844,323	6.48%	0.75%
2) Randeep Singh Jauhar	17,516,360	-	17,516,360	4.39%	-
3) Bhupinder Singh Jauhar	7,103,240	-	7,103,240	1.78%	-
4) Sonia Jauhar	3,231,860	(3,000,000)	231,860	0.06%	(0.75%)
5) Kirandeep Chadha	23,000	-	23,000	0.01%	-
6) Map Auto Limited	135,005,021	-	135,005,021	33.87%	-
7) SW Farms Private Limited	12,489,630	-	12,489,630	3.13%	-
8) Jamna Agro Implements Private Limited	1,022,000	-	1,022,000	0.26%	-
Total	**199,235,434**	**-**	**199,235,434**	**49.98%**	**-**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

15 Other equity

Particulars	As at March 31, 2023	As at March 31, 2022
Securities premium		
Balance at the beginning of the year	15,195.51	15,117.60
Add : Premium on issue of shares under options (refer note no 44)	102.41	77.91
Balance at the end of the year	**15,297.92**	**15,195.51**
Surplus in the Statement of profit and loss		
Balance at the beginning of the year	42,715.12	32,558.84
Add: Profit for the year	16,836.78	14,080.43
Less:- Final dividend paid (refer note 1 below)	(3,984.84)	(1,991.63)
Less:- Interim dividend paid (refer note 2 below)	(3,187.88)	(1,991.63)
Add : Re-measurement gains on defined benefit plans, net of tax	28.34	59.10
Net surplus in the Statement of Profit and Loss	**52,407.52**	**42,715.12**
Share based payment reserve (refer note no 5 below)		
Balance at the beginning of the year	248.36	66.18
Add: Stock options granted during the year	162.37	231.63
Less: Transfer to General reserve	(65.00)	(49.45)
Balance at the end of the year	**345.73**	**248.36**
Other Reserves		
Capital reserve (refer note no 3 below)	315.71	315.71
Capital redemption reserve (refer note no 4 below)	400.00	400.00
Amalgamation reserve	**1,481.46**	**1,481.46**
General reserve	**4,192.07**	**4,127.07**
Total	**6,389.24**	**6,324.24**
Total other equity	**74,440.41**	**64,483.23**

(1) The Company has paid a final dividend of Rs. 1 (absolute amount) for every equity share of Rs. 1 (absolute amount) per equity share of Rs. 1 (absolute amount) for the financial year ended March 31, 2022.

(2) The Company has declared a interim dividend of Rs. 0.80 for every equity share of Rs. 1 (absolute amount) (March 31, 2022 Rs. 0.50) (absolute amount) per equity share of Rs. 1 (absolute amount).

(3) Includes Rs. 247 lakhs (March 31, 2022: Rs. 247 lakhs) amount forfeited against warrants and application money received in earlier years.

(4) Represents reserve created on account of redemption of preference shares during earlier years.

(5) The Company formulated an ESOP Scheme (referred as Company's Employee Stock Option Scheme, 2017) in accordance with SEBI (Share Based Employee Benefits) Regulation, 2014, which was duly approved in the Annual General Meeting of the Shareholders of the Parent Company on August 1, 2017 and the Company also got in-principle approval from both NSE and BSE dated March 20, 2018 and March 27, 2018 respectively in respect of the said Scheme. During the earlier years, pursuant to the approval by the Compensation Committee of the Board of Directors on December 26, 2020, the Company has granted options to certain eligible employees under the said approved Scheme. (Also, refer note 44).

(6) Movement in General Reserve includes amount transferred from share based payment reserve. The amount transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

(7) The Board of Directors at their meeting held on May 29, 2023 recommended a final dividend of Rs. 1.10 per equity share of Rs.1 each of the Company making a total dividend of Rs. 1.90 per equity share of Rs.1 each for the financial year ended March 31, 2023, including an interim dividend of Rs. 0.80 per equity share declared earlier during the current financial year. Final dividend is subject to the approval of shareholders.

(8) Amalgamation reserve is on account of merger done by the Company in earlier years.This reserve can be utilised as per the provisions of Companies Act, 2013.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

16 Financial liabilities - Borrowings

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Unsecured				
Borrowings on account of sales discounting	-	-	1,921.52	17,787.93
Total current borrowing	**-**	**-**	**1,921.52**	**17,787.93**
The above include	**-**			
Aggregate Secured loans	-	-	-	-
Aggregate Unsecured loans	-	-	1,921.52	17,787.93

The Company has a cash credit account facility from banks and amount outstanding as at year end is Rs. Nil (March 31, 2022: Rs. Nil) carrying rate of interest ranging from 7.30% to 8.95% and 7.20% to 8.05% respectively and facility of working capital loan from banks and amount outstanding as at year end is Rs. Nil (March 31, 2022 : Rs. Nil) carrying rate of interest 4.50% to 7.75% and 4.50% to 7.50% respectively. The security against these facilities are as follows:

(a) First pari passu charge on entire current assets of the Company and subsidiary.

(b) Second pari passu charge to be shared with other lenders on all existing and future movable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai; and Pantnagar of subsidiary.

(c) Second pari passu charge on all immovable fixed assets of the Company situated at Malanpur, Jamshedpur, Yamuna Nagar and Chennai to be shared with other secured working capital lenders.

(d) Bills discounting from bank (Unsecured) having no interest cost to the Group.

(e) The Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

17 Other financial liabilities

	Non-current	
	As at March 31, 2023	As at March 31, 2022
Security deposits at amortised cost	**184.03**	**162.85**
	184.03	**162.85**

18 Provisions

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits				
Provision for leave encashment	556.30	514.49	130.79	115.31
Provision for long service award	25.78	28.64	11.77	10.21
Provision for benevolent fund	54.29	57.41	12.52	11.60
Provision for gratuity (refer note 34)	1,331.48	1,252.63	278.97	228.30
Sub Total	**1,967.85**	**1,853.17**	**434.05**	**365.42**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

	Non-current		Current	
	As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Other provisions				
Provision for warranties (refer note 18(a))	-	-	61.15	61.15
Provision for contingencies (refer note 18(b))	-	-	-	140.00
Provision for price differences (refer note 18(c))	-	-	1,988.41	3,024.29
Sub Total	**-**	**-**	**2,049.56**	**3,225.44**
Total	**1,967.85**	**1,853.17**	**2,483.61**	**3,590.86**

18 (a) Provision for warranties

A provision is recognized for expected warranty claims on products sold during the last one year, based on past experience of the level of repairs and returns. It is expected that significant portion of these costs will be incurred in the next financial year. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the one-year warranty period for all products sold. The table below gives information about movement in warranty provisions.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	61.15	96.63
Arising during the year	235.76	19.50
Utilized during the year	(235.76)	(54.98)
At the end of the year	**61.15**	**61.15**
Current portion	61.15	61.15
Non-current portion	-	-

18 (b) Provision for contingencies (also refer note 36)

Provision for contingencies represents provision made against possible tax losses based on the tax assessments and other possible losses based on the best estimate of the management.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	140.00	140.00
Arising during the year	-	-
Reversed during the year	(140.00)	-
At the end of the year	**-**	**140.00**
Current portion	-	140.00
Non-current portion	-	-

During the year, the Company has received favourable order on the tax matter. Pursuant to such favorable order the provision in the books has been reversed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

18 (c) Provision for price differences (also refer note 48)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
At the beginning of the year	3,024.29	1,883.00
Arising during the year	1,988.41	1,177.48
Reversed during the year	(2,062.18)	
Utilised/written back during the year	(962.11)	(36.19)
At the end of the year	**1,988.41**	**3,024.29**
Current portion	1,988.41	3,024.29
Non-current portion	-	-

19 Deferred government grant

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
As at 1 April	**1,363.79**	**1,553.12**
(Reversed)/Recognised during the year	(89.41)	-
Released to the statement of profit and loss (refer note 25)	(193.22)	(189.33)
At the end of the year	**1,081.16**	**1,363.79**
Current	**88.90**	**98.89**
Non Current	**992.26**	**1,264.89**

Notes:

1 Government grants have been received for the purchase of certain items of property, plant and equipment.

2 The Company has opted the Export Promotion Credit Guarantee scheme, to avail the benefit of saving of custom duty by committing export of goods worth six times, of the value of duty saved, over a period of six years from the date of utilisation of benefit. Duty so saved has been recognised as Government grant and being released to profit & loss on the basis of export obligation fulfilled.

3 At the year end, the Company has an outstanding export obligation of Rs. 11,581.73 lakhs (March 31, 2022: Rs. 15,915.57 lakhs)

20 Financial liabilities -Trade payables

20.1 Trade payables

	As at March 31, 2023	As at March 31, 2022
- Total outstanding dues to micro and small enterprises	1,233.57	458.25
- Total outstanding dues to creditors other than micro and small enterprises	13,042.21	19,795.09
Total	**14,275.78**	**20,253.34**

Trade payables are non-interest bearing and are normally settled on 30-90 day terms.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

*Trade payable includes acceptances of Rs. 7,369.90 lakhs (March 31, 2022 Rs. 10,323.50 lakhs). Acceptances represent credit availed by the Company from banks for payment to suppliers of materials purchased by the Company and are payable within 90 days. Acceptances are secured under short term borrowing facilities obtained from banks and are interest bearing.

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, 2023 and March 31, 2022 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.

Particulars		As at March 31, 2023	As at March 31, 2022
i)	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	Principal amount due to micro and small enterprises	1,233.57	458.25
	Interest due on above	-	-
ii)	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.	-	-
iii)	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 MSMED Act.	-	-
iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	-	-

Trade payables ageing schedule

As at 31 March 2023

	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	
Total outstanding dues of micro enterprises and small enterprises	476.46	756.00	1.11	-	-	1,233.57
Total outstanding dues of creditors other than micro enterprises and small enterprises	11,127.19	1,843.69	62.03	2.72	6.58	13,042.21
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**11,603.65**	**2,599.69**	**63.14**	**2.72**	**6.58**	**14,275.78**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

Trade payables ageing schedule

As at 31 March 2022

	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	
Total outstanding dues of micro enterprises and small enterprises	36.43	420.86	0.96	-	-	458.25
Total outstanding dues of creditors other than micro enterprises and small enterprises	17,223.44	2,406.40	145.26	10.15	9.84	19,795.09
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**17,259.87**	**2,827.26**	**146.22**	**10.15**	**9.84**	**20,253.34**

20.2 Contract liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Advance from customers	2,074.60	1,967.87
Total contract liabilities	**2,074.60**	**1,967.87**
Current	2,074.60	1,967.87

21 Other financial liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Investor education and protection fund - unpaid dividends	498.92	349.70
Creditors for purchase of property, plant and equipment	419.93	917.75
Total	**918.85**	**1,267.45**

22 Provision for current tax

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for current tax	127.02	**32.31**
Total	**127.02**	**32.31**

23 Other current liabilities

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	**1,419.41**	**694.57**
Deferred revenue	52.78	542.90
Total	**1,472.19**	**1,237.47**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

24 Revenue from operations

Revenue from contract with customers

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of products		
Sale of finished goods (automobile suspension products) (also refer note 48)*	2,27,176.33	1,68,234.96
Sale of services	10.79	-
Other operating revenue		
- Scrap sales	5,344.65	3,552.57
Revenue from operations	**2,32,531.77**	**1,71,787.53**

*includes Rs. 1,059.00 lakhs sale of traded goods (March 31, 2022: Rs. 1,233.00 lakhs)

24 (a) Contract Balances

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Trade receivables	7,854.66	28,856.80
Contract assets	274.05	1,056.50
Contract liabilities	2,074.60	1,967.87
Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.		
Contract assets relates to revenue accrued during the year but not billed to the customer till the year end.		
Contract liabilities include short-term advances received from customers to deliver automobile suspension products.		

25 Other income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Other non-operating income		
Gain on disposal of property, plant and equipment (net)	2.51	26.66
Provision no longer required written back	46.63	8.57
Provision for government grant written back (refer note 7)	485.63	-
Exchange fluctuation gain (net)	51.76	76.42
Export incentives	47.24	19.74
Government grants (refer note 19)	193.22	189.33
Provision for contingency written back(refer note 18(b))	140.00	-
Miscellaneous income	181.60	130.84
Total	**1,148.59**	**451.56**

26 Finance income

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income		
- from banks	13.80	18.01
- from others	14.33	21.52
Total	**28.13**	**39.53**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

27 (a) Cost of raw materials and components consumed

	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventory at the beginning of the year	11,965.09	6,518.71
Add : Purchases during the year	1,54,791.76	1,21,423.81
Total	**1,66,756.85**	**1,27,942.52**
Less : Inventory at the end of the year	8,880.01	11,965.09
Cost of raw material and components consumed	**1,57,876.84**	**1,15,977.74**

27 (b) Purchase of traded goods

	For the year ended March 31, 2023	For the year ended March 31, 2022
Purchases during the year	931.54	921.49
Total	**931.54**	**921.49**

28 Increase in inventories of finished goods, work in progress and traded goods

	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the end of year		
- Finished goods	16,234.64	13,193.01
- Work in progress	4,124.00	3,348.52
- Traded goods	595.33	439.84
- Scrap	227.03	391.81
Total	**21,181.00**	**17,373.18**
Inventories at the beginning of year		
- Finished goods		
- Work in progress	13,193.01	10,117.02
- Traded goods	3,348.52	2,254.21
- Scrap	439.84	240.19
Total	391.81	221.15
	17,373.18	**12,832.57**
Increase in inventories of finished goods, work in progress and traded goods	**(3,807.82)**	**(4,540.61)**

29 Employee benefits expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	**12,865.90**	**10,906.95**
Gratuity expense (refer note 34)	230.53	216.19
Employee stock option scheme (refer note 44)	162.37	231.63
Contribution to provident and other funds	466.52	444.56
Staff welfare expenses	783.85	657.03
Total	**14,509.17**	**12,456.61**

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective. Based on a preliminary assessment, the Group believes the impact of the change will not be significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

30 Other expenses

	For the year ended March 31, 2023	For the year ended March 31, 2022
Consumption of stores and spare parts	5,259.86	3,810.33
Power and fuel	17,010.49	11,038.02
Job charges	2,399.48	1,652.34
Rent (refer note 35)	252.62	181.97
Repair and maintenance		
- buildings	200.14	196.61
- plant and machinery	855.78	557.11
- others	227.45	155.99
Rates and taxes	1,981.05	174.17
Travelling and conveyance	759.38	379.25
Legal and professional (refer note 30(a) below for payment made to auditors)	823.00	594.34
Sundry balances written off	0.43	-
Provision for contingencies (refer note 18 (b))	-	88.92
Provision for doubtful advances	56.63	-
Impairment allowance for trade receivables considered doubtful	141.19	-
Bad debts written off	0.07	-
Freight, forwarding and packing	4,384.61	3,328.18
Sales promotion and advertisement	413.78	489.96
Selling expenses	275.61	242.52
Commission on sales	12.36	8.33
Warranty expense	236.56	20.29
Security charges	167.86	123.11
Corporate social responsibility expenses	353.66	320.97
Donation	5.56	31.73
Director sitting fees	16.60	15.30
Insurance	201.53	178.84
Printing stationery and communication	110.96	112.49
Bank charges	67.81	98.22
Provision for impairment of investment	46.63	-
Miscellaneous expenses	620.90	544.61
Total	**36,882.00**	**24,343.60**

30 (a) Payment to Auditors (excluding taxes)

	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditor :		
- Audit fee	27.50	32.25
- Limited review	25.62	19.05
- Other services	1.75	5.29
Reimbursement of expenses	1.66	1.85
Total	**56.53**	**58.44**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

31 Finance costs

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on borrowings and others	160.70	170.82
Interest on lease liabilities (refer note 35)	116.67	148.14
Total	**277.37**	**318.96**

32 Depreciation and amortisation expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on property, plant and equipment (refer note 3)	3,658.89	3,253.81
Depreciation on right-of-use assets (refer note 35)	354.67	328.42
Amortisation of intangible assets (refer note 4)	87.83	91.26
Total	**4,101.39**	**3,673.49**

33 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of equity shares outstanding during the year.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit for the year	16,836.79	14,080.43
Weighted average number of equity shares during the period in calculating basic EPS	39,84,88,008	39,83,37,885
Effect of dilution:		
Add: Stock options granted under ESOP but yet to be exercised	13,11,894	11,87,306
Weighted average number of equity shares during the period in calculating diluted EPS	39,97,99,902	39,95,25,191
Basic EPS (in Rs.)	4.23	3.53
Diluted EPS (in Rs.)	4.21	3.52

34 Gratuity and other employment benefit plans

The group operates three plans viz gratuity, long term service awards and benevolent fund for its employees. Under the gratuity plan every employee who has completed at least five years of service gets Gratuity on departure @15 days of last drawn salary for each completed year of service, in terms of Payment of Gratuity Act, 1972. The scheme is funded with an Insurance Company in the form of a qualifying insurance policy. Under long term service award the employee is entitled to a fixed amount on completion of ten years and fifteen years of service. The scheme of long term service award is unfunded.

(a) The following table summarize the funded status of the gratuity plans and the amount recognized in the Group's financial statements :

Particulars	As at March 31, 2023	As at March 31, 2022
Change in benefit obligation		
Opening defined benefit obligation	1,735.47	1,599.79
Service cost	134.98	124.48
Interest expenses	114.23	109.14
Benefits paid	(92.32)	(44.00)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

34 Gratuity and other employment benefit plans (Contd.)

Particulars	As at March 31, 2023	As at March 31, 2022
Remeasurements - Actuarial (gains)	(49.70)	(53.94)
Closing defined benefit obligation (A)	**1,842.66**	**1,735.47**

Particulars	As at March 31, 2023	As at March 31, 2022
Change in plan assets		
Opening fair value of plan assets	254.54	251.24
Expected return on plan assets	18.68	17.43
Contributions by employer	15.00	
Benefits paid	(41.67)	(39.31)
Remeasurements - Actuarial gains/ (loss)	(14.34)	25.22
Closing fair value of plan assets (B)	**232.21**	**254.54**

Particulars	As at March 31, 2023	As at March 31, 2022
Present value of defined benefit obligations at the end of the year (A)	1,842.66	1,735.47
Fair value of plan assets at the end of the year (B)	232.21	254.54
Net liability recognized in the balance sheet (A-B)	**1,610.45**	**1,480.93**
Current portion	**278.97**	**228.30**
Non- Current portion	**1,331.48**	**1,252.63**

(b) Major categories of plan assets

Particulars	As at March 31, 2023	As at March 31, 2022
Funds managed by insurer	100%	100%

(c) Amount recognized in the statement of profit and loss under employee benefit expenses:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Service cost	134.98	124.48
Net interest on the net defined benefit liability/ (asset)	95.55	91.71
Net gratuity cost	**230.53**	**216.19**

34 Gratuity and other employment benefit plans (Contd.)

(d) Amount recognized in the statement of other comprehensive income:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurements of the net defined benefit liability/ (assets)		
Actuarial (gains)/ losses	(49.70)	(53.94)
(Return)/ loss on plan assets excluding amounts included in the net interest on the net defined benefit liability/ (assets)	14.34	(25.22)
Total	**(35.36)**	**(79.16)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

34 Gratuity and other employment benefit plans (Contd.)

(e) Amounts recognised in the statement of other comprehensive income as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Actuarial (gain)/loss on arising from change in demographic assumption	-	-
Actuarial loss/(gain) on arising from change in financial assumption	(23.02)	(55.62)
Actuarial loss on arising from experience adjustment	(26.68)	1.68
Actuarial loss on asset for the year	14.34	(25.22)
Total	**(35.36)**	**(79.16)**

(f) The principal assumptions used to determine benefit obligations are as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Discount rate	7.51%	7.34%
Discount rate (For Subsidiary)	7.45%	7.36%
Average rate of increase in compensations level	9.00%	9.00%
Average rate of increase in compensations level (For Subsidiary)	10.00%	10.00%
Retirement age (years)	58	58
Mortality rate inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
Employees turnover (age) -For Parent	Withdrawal rate in (%)	
Upto 30 years	13.00	13.00
From 31 to 44 years	2.00	2.00
Above 44 years	1.00	1.00
Employees turnover (age) -For Subsidiary	Withdrawal rate in (%)	
Upto 30 years	6.50	6.50
From 31 to 44 years	2.00	2.00
Above 44 years	0.90	0.90

One of the principal assumptions is the discount rate, which should be based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities

(g) The group expects to contribute Rs. 289.19 lakhs (March 31, 2022: Rs. 133.16 lakhs) towards gratuity during the year 2022-23.

The following payments are expected contribution to the defined benefit plan in future years.

Gratuity

Particulars	March 31, 2023	March 31, 2022
Within the next 12 months (next annual reporting period)	289.19	133.16
Between 2 and 5 years	343.87	528.82
Between 5 and 10 years	844.64	754.71
Beyond 10 years	2,293.63	1,778.54
Total	**3,771.33**	**3,195.23**

The average duration of the defined benefit Plan obligation at the end of the reporting period is 11.70 years (March, 31 2022: 11.70 years)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

34 Gratuity and other employment benefit plans (Contd.)

(h) Quantitative sensitivity analysis for significant assumption is as shown below:

Gratuity Plan

Particulars	As at March 31, 2023			
	Discount rate		Future salary increases	
Assumptions				
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(131.57)	150.54	109.39	(108.62)

Particulars	As at March 31, 2022			
	Discount rate		Future salary increases	
Assumptions				
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation	(133.34)	153.28	(127.70)	136.90

The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the Actuary.

Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

35 Leases

The Group's lease asset primarily consist of leases for plants,warehouses and offices having the various lease terms at the incremental borrowing rate.

Following is carrying value of right of use assets and movements thereof during the year ended :

Particulars	Leasehold land and building As at March 31, 2023	Leasehold land and building As at March 31, 2022
Gross carrying amount		
Balance at the beginning of the year	8,336.21	7,075.20
Add: Additions	111.35	1,448.28
Less: Disposals	(237.27)	(187.28)
Balance at the end of the year (A)	**8,210.29**	**8,336.21**

Particulars	Leasehold land and building As at March 31, 2023	Leasehold land and building As at March 31, 2022
Accumulated depreciation		
Balance at the beginning of the year	797.20	620.40
Add: Additions	354.67	328.42
Less: Disposals	(233.45)	(151.62)
Balance at the end of the year (B)	**918.42**	**797.20**
Net carrying amount		
Balance at the end of the year (A-B)	**7,291.87**	**7,539.00**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

35 Leases (Contd.)

The following is the carrying value of lease liability as at the year end movement thereof during the period.

Particulars	Leasehold land and building As at March 31, 2023	Leasehold land and building As at March 31, 2022
Balance at the beginning of the year	1,334.38	1,078.71
Addition	17.61	430.38
Finance cost accrued during the period	116.67	148.14
Payment of lease liabilities	366.58	284.00
Deletions	3.67	38.85
Balance at the end of the year	**1,098.41**	**1,334.38**
Current liabilities	**177.38**	**244.94**
Non- current liabilities	**921.03**	**1,089.44**

The future cash outflows relating to leases are disclosed in note 43(d)

The Group had total cash outflows for leases of Rs. 366.58 lakhs in March 31, 2023 (Rs. 284 lakhs in March 31, 2022). The Group had non-cash additions to right-of-use assets and lease liabilities of Rs. 111.35 lakhs in March 31, 2023 (Rs. 1,448.28 lakhs in March 31, 2022).

The weighted average incremental borrowing rate applied to lease liabilities is 9% .

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.

The following are the amounts recognised in statement of profit or loss:

Particulars	March 31, 2023	March 31, 2022
Depreciation expense of right-of-use assets (Refer note 32)	354.67	328.42
Interest expense on lease liabilities (Refer note 31)	116.67	148.14
Rent expense (refer note 30)	252.62	181.97
Total amount recognised in statement of profit and loss	**723.96**	**658.53**

(i) Title deeds of Immovable Property not held in name of one of the subsidiary

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of Promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Right-of-use Assets	Leasehold Land	78.30	Erstwhile Entity Jai Suspension Systems LLP	Company formed on coversion of Jai Suspension Systems LLP	May 28, 2021	The Entity is converted into Company from the LLP for which necessary documentation with Authority is pending

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

36 Commitments and contingencies

(a) Capital commitments and other commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows : -

Particulars	March 31, 2023	March 31, 2022
Estimated amount of contracts remaining to be executed on Capital Account and not provided for relating to plant expansion and revaming of machinery projects (Net of advances) (refer note 9)	14,595.32	2,263.32
Total	**14,595.32**	**2,263.32**

(b) Contingent liabilities (to the extent not provided for)

Particulars	March 31, 2023	March 31, 2022
(i) Income tax	1,038.74	1,038.74
(ii) Claims against company not acknowledged as debts (civil cases)	142.81	143.47
(iii) Custom and excise duty / service tax / GST	5,633.12	39.10
(iv) Sales tax and entry tax	149.58	195.24
Total	**6,964.25**	**1,416.55**

In relation to income tax matters disclosed in (i) above:

1 With respect to assessment year 2012-13 and 2013-14, the assessing officer has increased the taxable income of the Company by Rs 1,418.45 lakhs contending that the parent Company has sold material to its subsidiary firm (Jai Suspension System LLP (JSSLLP) at lower margin in order to divert its profits to JSSLLP as JSSLLP was enjoying tax exemption during that period. Tax impact of the same is Rs. 482.27 lakhs (March 31, 2022: Rs. 482.27 lakhs). The Company has preferred an appeal with CIT(A).

Subsidiaries

2) An order dated December 21, 2016 had been received from the Income Tax for the AY 2013-14, wherein disallowance of deduction u/s 80-IC had been made for Rs. 1800.89 lakhs for excess claim of deduction on account of interunit transfer as per provisions of section 80-IA (10). The tax effect of such additions made is Rs. 556.47 lakhs (March 31, 2022: Rs 556.47 lakhs). The LLP preferred an appeal before CIT (A) and based on internal assessment and discussion with its legal counsel, company is confident of a favorable outcome.

In relation to (ii) above claims against company contested by the Company majorly comprises of:

1) Matter pending with Tamil Nadu Generation and Distribution Corporation Limited (TANGEDCO) pertaining to Financial year 2012 to 2014 for non payment of cross subsidy charges which were introduced subsequently with retrospective effect whereas the scheme mentioned no such charges. The matter is pending adjudication before Supreme Court in a Special leave petition (SLP) and the Hon'ble Court has directed to maintain the status quo till further order. Thereafter, TANGEDCO has kept the demand in abeyance till the disposal of SLP. The amount involved is Rs. 54.62 lakhs (March 31, 2022: Rs. 54.62 lakhs).

2) Matter pending with the Employee Provident Fund (EPF) Appellate Tribunal pertaining to Provident Fund (PF) liability on BPO consultants hired. The amount involved is Rs. 6.71 lakhs (March 31, 2022: Rs. 6.71 lakhs).

3) Matter is pending with EPF. Department in proceedings under section 7A of the PF Act for the peiod from February 2005 to March 2009, has confirmed the demand of Rs. 39.29 lakhs, which the Company has deposited. Thereafter the department has issued notice and has confirmed the demand for paying interest of to Rs. 42.19 lakhs on demand confirmed earlier. Against the said demand, the Company has filed instant writ.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

36 Commitments and contingencies (Contd.)

In relation to (iii) above customs and excise duty/service tax and GST contested by the Company majorly comprises of:

1) During the earlier years, the Company applied under Sabka Vishwas Legacy Dispute Resolution Scheme (SVLDRS) for the resolution of part of the matters pending with Assistant Commissioner in respect of Cenvat Credit availed by the Company on service tax paid on charges of Canteen, outdoor catering and security services. Pursuant to the application made, the Company also received the discharge certificate for the same in the previous years and accordingly these cases were closed. One matter of same nature is pending with Assistant Commissioner, Kurukshetra for which the Company has done an analysis and is of the opinion that it has fair chance of favourable decision. The amount involved is Rs. 15.43 lakhs (March 31, 2022 Rs. 15.43 lakhs).

2) Matter pending before Director General of Foreign Trade, New Delhi in respect of EPCG licence obtained by the Company, however, the same was lost without being used in 2008. The Company is under an obligation to surrender the licence in case of non utilisation and has received a letter from the office of ADGFT for the same. The Company has appeared before the authority and submitted the facts of losing the licence without utilisation. The amount involved is Rs. 32.67 lakhs (March 31, 2022: Rs. 8.25 lakhs).

3) Matters pending before appellate authority pertaining to imposition of penalty due to missing details in e-way bill on dispatch of goods.The Company has filed the present appeal before the appellate authority. The amount involved is Rs. 2.63 lakhs (March 31, 2022: Rs. 2.63 lakhs). The Company has made a payment of Rs. 2.63 lakhs (March 31, 2022: Rs. 2.63 lakhs) under protest in this regard.

4) Matters pending before Asisstant Commissioner pertaining to input tax credit availed against which the Company had not produced the supporting documents for amount aggregating to Rs.12.44 lakhs (March 31, 2022: Rs.12.44 lakhs). The department has issued show cause notice regarding the balance amount to the Company.

5) Matter pending before Commissioner, CGST, Gwalior in regard to show cause notice, where it has been alleged that the Company has wrongly carried forward credit in TRAN-1 return under GST. The amount involved is Rs. 36.11 lakhs (March 31, 2022 Rs. Nil).

6) The Rajasthan sales tax department has raised the demand on basis of discrepancies observed after scrutiny of returns filed by the Company for the financial year 2018-19. The Company is in process of filling its reply. The amount involved is Rs. 61.57 lakhs (March 31, 2022: Rs. Nil).

7) During the current year, the Company has received Show Cause Notice (SCN) for the years 2017-18 to 2019-2020 from Office of the Commissioner of GST and Central Excise mainly in regard to the excess availment of ITC due to difference between GSTR 3B & GSTR 2A and other certain matters. The amount involved is Rs. 5,452.71 lakhs (March 31, 2022: Nil). The management has filed its reply to the SCN and basis their evaluation and as per legal opinion, is confident that no outflow of resources is probable in the said case.

Subsidiaries

8) The LLP received sales tax assessment orders under Uttrakhand VAT Act/CST Act for the financial years 2011-12 wherein assessing officer raised demand of Rs.3.07 lakhs (March 31, 2022: Rs. 3.07 lakhs). The LLP preferred appeals against such orders and based on legal advice and internal assessment company is confident that no liability is probable in the matter.

9) Under Central Sales Act, 1956, LLP received orders for financial years 2013-14 wherein demand of Rs. 5.70 lakhs (March 31, 2022: Rs. 5.70 lakhs) had been raised. The LLP preferred rectification against such orders and is confident that no liability is probable in the matter.

10) Under CST Act 1956 demand for Rs 10.78 lakhs (March 31, 2022: Rs. 10.78 lakhs) has been raised by CST department against LLP, after giving effect to the appeal order passed by JCIT. The LLP preferred appeals before ITAT against the order passed by JCIT and based on legal advice and internal assessment company is confident that no liability is probable in the matter.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(All amounts in INR lakhs, unless otherwise stated)

36 Commitments and contingencies (Contd.)

11) Under The Uttrakhand CGST Act, Nil demand (March 31, 2022: Rs. 0.34 lakhs), which has been raised by CGST department by imposing penalty. The LLP has paid said penalty during the year to avoid litigation cost.

In relation to (iv) above sale tax and entry tax matters contested by the Company majorly comprises of:

1) Matter pending before Assistant Commissioner (ST), Chengalpattu Assessment Circle in respect of F.Y. 2015-2016 wherein the department has claimed that the Industrial Input Certificate in respect of goods sold to the Industrial units was not issued and in the absence of the said certificate the concessional tax rates were applied. The department raised a demand for Rs. 1,363.59 lakhs and asked the Company to file its objection against the said demand. The Company filed a reply along with the Industrial Input certificates but has not yet submitted the balance certificates. The amount involved is Rs. 30.92 lakhs (March 31, 2022: Rs. 30.92 lakhs) for the balance part of certificates pending to be submitted.

2) Matter pending before Assistant Commissioner (ST), Maraimalai Nagar assessment circle, Poonamallee, where it has been alleged/ directed that:

   - exemption of stock transfer was allowed without movement of goods- amount involved is Rs. 6.01 lakhs (March 31, 2022 Rs. Nil)
   - interstate sale was not supported with Form C- amount involved is Rs. 1.83 lakhs (March 31, 2022 Rs. Nil)
   - reversal of input tax credit under Section 19 of Tamil Nadu Vat act be made- amount involved is Rs. 22.42 lakhs (March 31, 2022 Rs. Nil).

3) An order dated June 24, 2013 was passed by Hon'ble Calcutta High Court (Single Bench) holding that Entry Tax imposition was unconstitutional and quashed the same. After this, the matter was taken up by West Bengal Government for review by the larger bench of the High Court. The petition was admitted by the High Court. The High Court (Larger Bench) refused to grant refund of the entry tax already deposited and also directed to carry on assessment proceedings in the matter. Pursuant to the order, the LLP had stopped paying Entry Tax in West Bengal. As the matter is subjudice, the liability on account of entry tax is taken in the contingent liability for FY 2013-14 to FY 2017-18 till the disposal of appeal pending before larger bench of the High Court. The amount involved is Rs. 88.40 lakhs (March 31, 2022: Rs. 88.40 lakhs).

   In regard to all of the above matters, the management, in consultation with its legal experts, wherever required, has assessed that it is only possible, but not probable, that outflow of economic resources will be required. Accordingly, the above matters have been disclosed as a contingent liability in the consolidated financial statements for the year ended March 31, 2023.

c) Other contingent liabilities

Particulars	March 31, 2023	March 31, 2022
(i) Guarantee given by the Company to lender of its subsidiary	-	10,000.00
(ii) Bank guarantees*	1,286.43	2,285.54
Total	**1,286.43**	**12,285.54**

*Includes an amount of INR 128.24 lakhs (March 31, 2022: Nil) being the bank guarantee given by the Company to State Industries Promotion Corportation of Tamil Nadu Limited (SIPCOT), for the unutilised portion of land in its plant at Chennai AS. The SIPCOT has granted time till December 31, 2023 for utilisation of the unutilised portion of land, failing which such Bank guarantee will be invoked by SIPCOT.

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for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

37 Related party transactions

Subsidiaries

Jai Suspension Systems LLP (till 27 May 2021) (refer note 48)

Jai Suspension Systems Private Limited (w.e.f. 28 May 2021)

Jai Suspension Limited

Jai Automotive Components Limited

A) Related parties under IND AS-24 with whom transactions have taken place during the year

I. Key managerial personnel and their relatives

Mr. R.S. Jauhar	Chairman
Mr. P.S. Jauhar	Managing Director & CEO
Mr. H S Gujral	Director
Mr. S.P.S. Kohli	Executive Director
Mrs. Sonia Jauhar	Wife of Chairman
Mrs. Kirandeep Chadha	Sister of Chairman

II. Companies/Concerns controlled by KMP & their relatives

Jamna Agro Implements Private Limited

SW Farms Private Limited

Map Auto Limited (Also having significant influence over the Company)

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37 (Transactions with Related party)

Nature of Transaction	Subsidiaries		Companies/Concerns controlled by KMP & their relatives		Key management personnel and their relatives		Total	
Transactions during the year	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
Job work charges								
MAP Auto Limited	-	-	572.18	507.64	-	-	572.18	507.64
Rent expense								
Jamna Agro Implements Private Limited	-	-	40.14	38.23	-	-	40.14	38.23
Mrs Sonia Jauhar	-	-	-	-	14.02	14.01	14.02	14.01
Remuneration								
Mr. P S Jauhar	-	-	-	-	286.89	308.53	286.89	308.53
Mr. R S Jauhar	-	-	-	-	254.39	232.22	254.39	232.22
Mr. SPS Kohli	-	-	-	-	42.80	38.57	42.80	38.57
Mrs. Kirandeep Chadha	-	-	-	-	22.05	19.15	22.05	19.15

	As at March 31, 2023	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2023**	**As at March 31, 2022**
Trade payable - MAP Auto Limited	-	-	5.19	5.61	-	-	5.19	5.61

Notes

(a) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

(b) All the liabilities for post retirement benefits being 'Gratuity' are provided on actuarial basis for the Company as a whole, the amount pertaining to Key management personnel are not included above.

(c) Transactions have been reported gross off Goods and Service Tax.

(d) Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

38 Segment Reporting

Ind AS 108 establishes standards for the way the Group report information about operating segments and related disclosures about products and services, geographic areas, and major customers. The Group is engaged in the business of manufacturing of Automotive suspension which includes Parabolic/ Tapered leaf spring and Lift axle which constitute single reporting business segment. The entire operations are governed by the same set of risk and returns. Based on the "management approach" as defined in Ind AS 108, the management also reviews and measures the operating results taking the whole business as one segment and accordingly make decision about the resource allocation. In view of the same, separate segment information is not required to be given as per the requirements of Ind AS 108 on “Operating Segments”. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the significant accounting policies.

The analysis of geographical segment is based on the geographical location of the customers. The Group operates primarily in India and has presence in international markets as well. Its business is accordingly aligned geographically, catering to two markets i.e. India and Outside India. For customers located outside India, the Group has assessed that they carry same risk and rewards. The Group has considered domestic and exports markets as geographical segments and accordingly disclosed these as separate segments. The geographical segments considered for disclosure are as follows:

- Sales within India include sales to customers located within India.
- Sales outside India include sales to customers located outside India.

Revenue from external customers

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within India	2,29,838.04	1,69,315.28
Outside India	2,693.73	2,472.25
Total	**2,32,531.77**	**1,71,787.53**

Sales to customers generating more than 10% of total revenue aggregates to Rs. 1,42,835.40 lakhs (March 31, 2022 Rs.82,113.29 lakhs)

Trade receivables from customers generating more than 10% of total revenue aggregates to Rs. 3,038.24 lakhs (March 31, 2022: Rs. 6,335.99 lakhs)

Trade receivable as per geographical locations

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within India	7,703.81	**28,498.49**
Outside India	**150.85**	**358.31**
Total	**7,854.66**	**28,856.80**

The trade receivable information above is based on the location of the customers.

All other assets (other than trade receivable) used in the Group business are located in India and are used to cater both the customers (within India and outside India), accordingly the total cost incurred during the period to acquire the property, plant and equipment and intangible assets has not been disclosed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

39 Significant accounting judgements, estimates and assumptions

The preparation of the Group 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.

Judgements

In the process of applying the Group accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Recording of price adjustments and their impact on revenue recognition

Revenue is measured by the Group at the transaction price i.e. amount of consideration received/receivable from its customers. In determining the transaction price for the sale of products, the Group considers the effects of various factors such as volume-based discounts, price adjustments to be passed on to the customers based on various parameters like negotiations based on savings on materials/share of business, rebates etc provided to the customers. The Group's business also requires passing on these credits related to price adjustments and others to the customers for the sales made by the Group. The Group, at the year end, has provided for such price adjustments to be passed on to the customers based on agreed terms, negotiations undertaken, commercial considerations and other factors. This requires significant judgement and estimate in calculating the price adjustments to be recorded as at the year end.

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.

Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Group uses a Black Scholes Option pricing model for ESOP scheme .The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 44.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation 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. The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval. Future salary increases and gratuity increases are based on expected future inflation rates. Further details about gratuity obligations are given in Note 34.

Taxation

In preparing financial statements, there are many transactions and calculations for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. The uncertain tax

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

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39 Significant accounting judgements, estimates and assumptions (Contd.)

positions are measured at the amount expected to be paid to taxation authorities when the Group determines that the probable outflow of economic resources will occur. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the period in which such determination is made. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Provisions and contingencies

The assessments undertaken in recognising provisions and contingencies have been made in accordance with the applicable Ind AS. A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Where the effect of time value of money is material, provisions are determined by discounting the expected future cash flows."

Impairment of financial assets, expected credit loss for loans and investments

The impairment provisions of financial assets, expected credit loss for loans are based on assumptions about risk of default and expected loss rates. the Group uses judgment 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. The Group evaluates expected credit loss in regard to loans given.

40 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Group financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Method of Fair Value	Carrying value		Fair value	
		As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
Financial assets					
Security deposits paid (refer note 7)	Amortised Cost	571.54	385.46	571.54	385.46
Investment (refer note 5)	Fair Value	0.66	47.29	0.66	47.29
Loan (refer note 6)	Amortised Cost	287.44	914.24	287.44	914.24
Government grant receivable (refer note 7)	Amortised Cost	456.03	666.33	456.03	666.33
Other financial assets (refer note 7)	Amortised Cost	170.12	704.47	170.12	704.47
Total		**1,485.79**	**2,717.79**	**1,485.79**	**2,717.79**
Financial liabilities					
Borrowings (including current maturities) (refer note 16)	Amortised Cost	1,921.52	17,787.93	1,921.52	17,787.93
Lease liabilities (refer note 35)	Amortised Cost	1,098.41	2,456.91	1,098.41	2,456.91
Other financial liabilities					
Security deposits received (refer note 17)	Amortised Cost	184.03	157.98	184.03	157.98
Total		**3,203.96**	**20,402.82**	**3,203.96**	**20,402.82**

The management assessed that cash and cash equivalents, short-term borrowings, interest accrued but not due, trade receivables, trade payables and creditor for fixed asset, investor education and protection fund 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.

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

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40 Fair values (Contd.)

The security deposits (paid/received) are evaluated by the Group based on parameters such as interest rate, risk factors, risk characteristics, and individual credit worthiness of the counterparty. Based on this evaluation allowances are taken into account for the expected losses of the security deposits.

Borrowing are evaluated by the Group based on parameters such as interest rates, specific country risk factors and prepayment.

The fair value of unquoted instruments, other non-current financial assets and non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

Long-term receivables/payables are evaluated by the Group based on parameters such as interest rates, risk factors, individual credit-worthiness of the counterparty and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.

Lease obligations are evaluated by the Group based on parameters such as interest rates, lease period and other lease terms.

41 Fair Value hierarchy

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at March 31, 2023 and as at March 31, 2022:

Particulars	Date of valuation	Total	Fair value measurement using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial assets					
Security deposits paid	**March 31, 2023**	**571.54**	**-**	**-**	**571.54**
Security deposits paid	March 31, 2022	385.46	-	-	385.46
Investments	**March 31, 2023**	**0.66**	**-**	**-**	**0.66**
Investments	March 31, 2022	47.29	-	-	47.29
Loan	**March 31, 2023**	**287.44**	**-**	**-**	**287.44**
Loan	March 31, 2022	914.24	-	-	914.24
Government grant receivable	**March 31, 2023**	**456.03**	**-**	**-**	**456.03**
Government grant receivable	March 31, 2022	666.33	-	-	666.33
Contract Assets (unbilled revenue)	**March 31, 2023**	**274.05**	**-**	**-**	**274.05**
Contract Assets (unbilled revenue)	March 31, 2022	935.79	-	-	935.79
Other financial assets	**March 31, 2023**	**170.12**	**-**	**-**	**170.12**
Other financial assets	March 31, 2022	704.47	-	-	704.47

There have been no transfers between Level 1, Level 2 and Level 3 during the period.

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41 Fair Value hierarchy (Contd.)

Quantitative disclosures fair value measurement hierarchy for liabilities as at March 31, 2023 and as at March 31, 2022:

Particulars	Date of valuation	Total	Fair value measurement using: Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Financial liabilities					
Borrowings (including current maturities)	**March 31, 2023**	**1,921.52**	**-**	**-**	**1,921.52**
Borrowings (including current maturities)	March 31, 2022	17,787.93	-	-	17,787.93
Lease liabilities	**March 31, 2023**	**1,098.41**	**-**	**-**	**1,098.41**
Lease liabilities	March 31, 2022	2,456.91	-	-	2,456.91
Other financial liabilities					
Security deposits received	**March 31, 2023**	**184.03**	**-**	**-**	**184.03**
Security deposits received	March 31, 2022	157.98	-	-	157.98

There have been no transfers between Level 1, Level 2 and Level 3 during the period.

42 Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.The Group monitors capital using a gearing ratio, which is long term debts plus amount payable for purchase of fixed assets divided by total equity.

Particulars	March 31, 2023	March 31, 2022
Borrowings including current maturities of long term borrowing (refer note 16)	1,921.52	17,787.93
Payable for purchase of property plant and equipement (refer note 21)	419.93	840.32
Net debts	**2,341.45**	**18,628.25**
Capital components		
Share capital	3,986.93	3,984.97
Other equity	74,440.41	64,483.23
Total equity	**78,427.34**	**68,468.20**
Capital and net debt	**80,768.79**	**87,096.45**
Gearing ratio (%)	**2.90%**	**21.39%**

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period and in the previous year.

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43 Financial risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Group's financial risk management is an integral part of how to plan and execute its business strategies. 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 a finance department that advises on financial risks and the appropriate financial risk governance framework for the Group. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Group are accountable to the Board of Directors . This process provides assurance to Group's senior management that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Group policies and Group risk objective. In the event of crisis caused due to external factors such as caused by the pandemic ""COVID-19"", the management assesses the recoverability of its assets, maturity of its liabilities to factor it in cash flow forecast to ensure there is enough liquidity in these situations through internal and external source of funds. These forecast and assumptions are reviewed by Board of Directors. The Board of Directors reviews and agrees policies for managing each of these risks which are summarized as 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 commodity risk. Financial instruments affected by market risk include loans and borrowings and deposits.

(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 exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

(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).

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO 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. The Group's exposure to foreign currency changes for all other currencies is not material.

For the year ended March 31, 2023

Particulars	Change in currency rate (+/-)	Trade Receivables	Long Term Borrowings	Creditors for fixed assets	Trade Payables
EURO	1.00%	0.42	-	(2.26)	(0.36)
USD	1.00%	1.73	-	-	-
EURO	(1.00%)	(0.42)	-	2.26	0.36
USD	(1.00%)	(1.73)	-	-	-

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43 Financial risk management objectives and policies (Contd.)

For the year ended March 31, 2022

Particulars	Change in currency rate (+/-)	Trade Receivables	Long Term Borrowings	Creditors for fixed assets	Trade Payables
EURO	**1.00%**	**0.09**	**-**	**(1.26)**	**-**
USD	**1.00%**	**-**	**-**	**-**	**(0.01)**
EURO	(1.00%)	(0.09)	-	1.26	-
USD	**(1.00%)**	**-**	**-**	**-**	**0.01**

(b) Legal, taxation and accounting risk:

The Group is exposed to few legal and administrative proceedings arising during the course of business. The management makes an assessment of these pending cases and in case where it believes that loss arising from a proceeding is probable and can reasonably be estimated, the amount is recorded in the books of account. To mitigate these risks arising from the proceedings, the Group employs third party tax and legal experts to assist in structuring significant transactions and contracts.

(c) 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 financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Group's established policy, procedures and control relating to customer credit risk management. The major customers of the Group are original equipment manufacturers (OEM's) which have a defined period for payment of receivables and from related party, hence the Group evaluates the concentration of risk with respect to trade receivables as low. At March 31, 2023, approximately 98% (March 31, 2022: 98%) of all the receivables outstanding were from OEMs.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, all the 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 each class of financial assets disclosed in note 12.1. The Group does not hold collateral as security except in case of dealer's securities deposit in after market.

Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Group's treasury department in accordance with the Group's policy. Credit risk on cash and cash equivalents is limited as the Group generally invests in deposits with the banks with high credit ratings. The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2023 and March 31, 2022 is the carrying amounts as illustrated in Note 12.1.

(d) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities. The Group monitors its risk of a shortage of funds by doing liquidity planning. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, cash credits and advance payment terms.

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43 Financial risk management objectives and policies (Contd.)

Maturity profile of financial liabilities :

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	More than 5 years	Total
March 31, 2023						
Borrowings	1,778.30	143.22	-	-	-	1,921.52
Trade payables	-	14,275.78	-	-	-	14,275.78
Lease obligations	-	64.36	162.42	507.45	1,235.01	1,969.24
Other financial liabilities	498.92	-	419.93	184.03	-	1,102.88
Total	**2,277.22**	**14,483.36**	**582.35**	**691.48**	**1,235.01**	**19,269.42**
March 31, 2022						
Borrowings	17,787.93	-	-	-	-	17,787.93
Trade payables	-	20,253.34	-	-	-	20,253.34
Lease obligations	-	81.13	222.88	609.65	1,340.19	2,253.85
Other financial liabilities	432.00	-	840.32	157.98	-	1,430.30
Total	**18,219.93**	**20,334.47**	**1,063.20**	**767.63**	**1,340.19**	**41,725.42**

(e) Commodity price risk

The Group is affected by the price volatility of certain commodities. Its operating activities require the ongoing purchases of steel which is a volatile products and is major component of end product. The prices in these purchase contracts are linked to the price of raw steel 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 steel which mitigate the risk of price volatility.

44 Share based payments

The Company formulated an ESOP Scheme (referred as Group's Employee Stock Option Scheme, 2017) in accordance with SEBI (Share Based Employee Benefits) Regulation, 2014, which was duly approved in the Annual General Meeting of the Shareholders of the Group on August 1, 2017 and the Group also got in-principle approval from both NSE and BSE dated March 20, 2018 and March 27, 2018 respectively in respect of the said Scheme. Under the ESOP Scheme, the eligible employees shall be granted employee Stock Options which will be exercisable into equal number of equity shares of INR 1/- each of the Company. The fair value of the share options is estimated at the grant date using a Black Scholes option pricing model, taking into account the terms and conditions upon which the share options were granted.

Details of the ESOP Scheme:

Particulars	March 31, 2023				
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4	Vesting period-5
Outstanding Stock Options (number) at the beginning of the year	**25,55,000**	**23,96,000**	**-**	**-**	**-**
Options granted during the year	-	-	-	-	-
Options Lapsed during the year	-	-	-	-	-
Options vested during the year	2,55,500	2,55,500	-	-	-
Options exercised during the year	1,59,000	2,09,000	-	-	-
Options outstanding at the end of the year	23,96,000	21,87,000	-	-	-
Exercise Price	50	50	50	-	50
Vesting Date	27 December 2021	27 December 2022	27 December 2023	27 December 2024	27 December 2025
Weighted average remaining life as at 31 March 2023	-	-	0.74	1.74	2.75

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

44 Share based payments (Contd.)

Particulars	March 31, 2022				
	Vesting period-1	Vesting period-2	Vesting period-3	Vesting period-4	Vesting period-5
Outstanding Stock Options (number) at the beginning of the year	25,55,000	-	-	-	-
Options granted during the year	-	-	-	-	-
Options Lapsed during the year	-	-	-	-	-
Options vested during the year	2,55,500	-	-	-	-
Options exercised during the year	1,59,000	-	-	-	-
Options outstanding at the end of the year	23,96,000	-	-	-	-
Exercise Price	50	50	50	-	50
Vesting Date	27 December 2021	27 December 2022	27 December 2023	27 December 2024	27 December 2025
Weighted average remaining life as at 31 March 2022	-	0.74	1.74	2.75	3.75

The ESOP expense recognised for employee services received during the year is shown in the following table:

Particulars	March 31, 2023	March 31, 2022
Expense for the year (refer note 29)	162.37	231.63
Total	**162.37**	**231.63**

Movements during the year

The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year :

Particulars	March 31, 2023		March 31, 2022	
	Number	WAEP	Number	WAEP
Outstanding at the beginning of the year	23,96,000	31.10	25,55,000	31.10
Granted during the year	-	-	-	-
Exercised during the year	2,09,000	50	1,59,000	50.00
Expired during the year	-	-	-	-
Outstanding at the end of the year	21,87,000	50	23,96,000	29.85
Exercisable at the end of the year	1,43,000	50	96,500	50.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

45 Additional information pursuant to Schedule III of Companies Act 2013, "General instructions for the preparation of consolidated financial statements" for financial year ended March 31, 2023

Name of the Entity	As at March 31, 2023							
	Net Assets, i.e., total assets minus total liabilities		Share in total comprehensive income		Share in profit or loss		Share in other comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated total comprehensive income	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount
Parent Company	98.43%	77,197.03	93.65%	15,794.80	93.70%	15,776.38	65.02%	18.43
India Subsidiaries	11.78%	9,237.80	7.10%	1,196.92	7.05%	1,187.01	34.98%	9.91
Minority interests in the subsidiaries	0.00%	0.16	0.00%	0.01	0.00%	0.01	0.00%	-
Eliminations	(10.21%)	(8,007.49)	(0.75%)	(126.60)	(0.75%)	(126.62)	0.00%	-
Total-consolidated	**100.00%**	**78,427.50**	**100.00%**	**16,865.13**	**100.00%**	**16,836.78**	**100.00%**	**28.34**

Name of the Entity	As at March 31, 2022							
	Net Assets, i.e., total assets minus total liabilities		Share in total comprehensive income		Share in profit or loss		Share in other comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated total comprehensive income	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount
Parent Company	99.77%	68,308.07	92.71%	13,108.52	92.65%	13,045.77	106.16%	62.75
India Subsidiaries	11.16%	7,640.87	7.66%	1,082.73	7.72%	1086.37	(6.16%)	(3.64)
Minority interests in the subsidiaries	0.00%	0.16	0.00%	0.01	0.00%	0.01	0.00%	-
Eliminations	(10.93%)	(7,480.87)	(0.37%)	(51.72)	(0.37%)	(51.72)	0.00%	-
Total-consolidated	**100.00%**	**68,468.23**	**100.00%**	**14,139.53**	**100.00%**	**14,080.43**	**100.00%**	**59.11**

Note: Above figures for the net assets and share in total comprehensive income of entities are after elimination of all intra group transactions.

S. No.	Name of Company	Country of Incorporation	Ownership interest held by the group		Ownership interest held by the non-controlling interest		Reporting dates used for consolidation
			March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022	
1	Jai Suspension Systems LLP (JSSLLLP) (till 27 May 2021)*	India	-	-	-	-	-
2	Jai Suspension Systems Private Limited	India	99.9985%	99.9985%	0.0015%	0.0015%	March 31, 2023
3	Jai Suspension Limited (JSL)	India	100%	100%	-	-	March 31, 2023
4	Jai Automotive Components Limited (JACL)	India	100%	100%	-	-	March 31, 2023

*refer note 48

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

46 Deferred tax assets (net)

Particulars	March 31, 2023	March 31, 2022
Deferred tax assets (net)	652.60	877.38
Total	**652.60**	**877.38**

Income tax expenses reported in the statement of profit and loss comprises:

Particulars	March 31, 2023	March 31, 2022
Current Income tax :		
Current Income tax charge	5,883.45	5,318.59
Deferred tax :		
Relating to origination and reversal of temporary differences	217.76	(271.68)
Income tax expenses reported in statement of profit and loss	**6,101.21**	**5,046.91**

Statement of other comprehensive income/(loss)

Particulars	March 31, 2023	March 31, 2022
Net gain/(loss) on remeasurements of defined benefit plan	35.36	79.16
Deferred tax asset charged on above	(7.02)	(20.06)
Other comprehensive income/(loss) for the year net of tax	**28.34**	**59.10**

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2023 and March 31, 2022:

Particulars	March 31, 2023	March 31, 2022
Profit before tax	22,938.00	19,127.34
Statutory income tax rate	25.17%	25.17%
Computed tax expenses	**5,773.04**	**4,813.97**
Non-deductible expenses for tax purposes :		
Expenses/(Income)not considered for tax purpose (Permanent differences)	328.17	232.94
At the effective income tax rate of 26.60% (March 31, 2022: 26.39%)	**6,101.21**	**5,046.91**
Deferred tax asset comprises the following:		

Deferred tax asset comprises the following:

Deferred tax assets/ (liabilities)	Balance sheet		During the year	
	March 31, 2023	March 31, 2022	For the year ended March 31, 2023	For the year ended March 31, 2022
Property, plant and equipment - Impact of difference between tax depreciation and depreciation charged to financial statements	(877.87)	(807.44)	(70.43)	(110.60)
Impact of Government grant deferred	(114.76)	(282.53)	167.77	-
Deferred tax on profit elimination	42.30	7.39	34.91	(28.79)
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	-	-	-	-
Allowance for doubtful debts	102.01	66.40	35.61	(1.11)
Provision for contingencies	9.16	55.01	(45.85)	19.78
Provision for price difference	450.49	645.39	(194.90)	153.71
Others	1,041.27	1,193.16	(151.89)	218.63
Total	**652.60**	**877.38**	**(224.78)**	**251.62**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

46 Deferred tax assets (net) (Contd.)

Reconciliation of deferred tax assets (net)	March 31, 2023	March 31, 2022
Balance at the beginning of the year	877.38	539.01
Tax expenses recognised in statement of profit and loss	(224.78)	250.58
Tax expenses related to earlier years	-	87.79
Balance at the end of the year	**652.60**	**877.38**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Effective tax rate has been calculated on profit before tax.

47 During the previous year, Jai Suspension Systems LLP (hereinafter referred to as "LLP") was converted into a private limited company namely "Jai Suspension Systems Private Limited" by virtue of provisions of section 366 to 369 of the Companies Act, 2013 w.e.f 28 May 2021 vide Certification of Incorporation dated June 01, 2021 issued by the Registrar of Companies, NCT of Delhi & Haryana.

48 Revenue is measured by the Group at the fair value of consideration received/receivable from its customers and in determining the transaction price for the sale of finished goods, the Company considers the effect of various factors such as price differences and volume based discounts, rebates and other promotion incentive schemes (""trade schemes"") provided to the customers. Adequate provisions have been made for such price differences, and trade schemes, with a corresponding impact on the revenue. Accordingly, revenue for the current year is net of price differences, trade schemes, rebates, discounts, etc.

49 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.

(ii) The Company has transactions with companies struck off, which are listed below:

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding at 31st March, 2023	Balance outstanding at 31st March, 2022	Relationship with the Struck off company, if any, to be disclosed
Maxin Hydro Dynamic India Private Limited	Payables	-	0.75	None
Fanuc India Private Limited	Payables	-	0.08	None
Star Wire India Limited	Payables	0.01	0.02	None
Inox India Private Limited	Advance to supplier	0.30	-	None
Metz Lab Private Limited	Advance to supplier	0.01	0.02	None
Schwing Stetter(India) Private Limited	Receivables	-	4.66	None

(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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2023

(All amounts in INR lakhs, unless otherwise stated)

49 Other Statutory Information (Contd.)

(v) The Company has not advanced or loaned or invested funds to any other persons or entities, 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 persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vii) 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.

50 Previous year figures have been regrouped /reclassified wherever necessary to conform to current year's classification.

51 Amounts appearing as zero "0" in the consolidated financial statements are below the rounding off norm adopted by the Group.

For **S. R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 301003E/E300005

per Pankaj Chadha
Partner
Membership No.: 091813

Place: Gurugram
Date: May 29, 2023

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN : 00744518

R.S. Jauhar
Chairman & Executive Director
DIN : 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place : New Delhi
Date : May 29,2023

Form AOC- 1

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

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

Part "A": Subsidiaries

(Amount in Lakhs)

S. No.	Name of Subsidiary	Jai Suspensions Limited	Jai Automotive Components Limited	Jai Suspensions Systems Pvt. Ltd.
	Reporting Period	April 01, 2022 to March 31, 2023	April 01, 2022 to March 31, 2023	April 01, 2022 to March 31, 2023
1	The date since when subsidiary was acquired	31/08/2016	03/12/2019	28/05/2021
2	Reporting Currency	INR	INR	INR
3	Exchange Rate	-	-	-
4	Share Capital	2,300.00	4,632.00	700.00
5	Reserves and Surplus	200.00	-	-
6	Total Assets	5,190.61	7,351.46	5 ,271.55
7	Total Liabilities	5,190.61	7,351.46	5 ,271.55
8	Investments	-	-	-
9	Turnover	-	-	-
10	Profit before taxation	(48.98)	(585.71)	2,453.43
11	Provision for taxation	-	-	631.73
12	Profit after taxation	(48.98)	(585.71)	1,821.70
13	Proposed Dividend	-	-	-
14	% of shareholding	100.00%	100.00%	99.9985%

Notes:

1. Jai Suspensions Limited and Jai Automotive Components Limited are yet to commence their business operations.
2. There were no subsidiaries that have been liquidated or sold during the year.

For and on behalf of the Board of Directors of
Jamna Auto Industries Limited

P.S. Jauhar
Managing Director & CEO
DIN: 00744518

R.S. Jauhar
Chairman & Executive
Director DIN: 00746186

Praveen Lakhera
Company Secretary
Membership No: A12507

Shakti Goyal
Chief Financial Officer

Place: New Delhi
Date: May 29, 2023

NOTES

Jamna Auto Industries Ltd.

Registered Office
Jai Spring Road, Industrial Area
Yamuna Nagar - 135 001
Ph. & Fax No. 01732-251810/11/14