JNK India Limited
(Formerly known as JNK India Private Limited)
CIN: L29268MH2010PLC204223
203 to 206, Centrum, Plot No. C-3, S.G. Barve Road, Wagle Estate,
Thane (W) – 400604, Maharashtra, INDIA Tel : 91-22-68858000
Email: admin@jnkindia.com Website: www.jnkindia.com

Date: October 06, 2024

To, **BSE Limited,** **The General Manager, Listing Department** Department of Listing Operations, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	**To,** **National Stock Exchange of India Limited,** **The Manager, Listing Department** Exchange Plaza, C-1, Block – G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
Scrip Code **: 544167**	Security Symbol **: JNKINDIA**

Dear Sir/Madam,

Sub: Annual Report of the Company for the Financial Year 2023-2024 alongwith Notice of 14th Annual General Meeting

With reference to above captioned subject and pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby enclose the Annual Report of the Company for the Financial year 2023-2024 alongwith Notice of the 14th Annual General Meeting (AGM) of the shareholders of the Company to be held on Monday, October 28, 2024 at 2:00 PM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Annual Report is also uploaded on the website of the Company at https://jnkindia.com/

Kindly take the above on record and oblige.

Thanking you,

For JNK India Limited

ASHIS H SONI Digitally signed by ASHISH SONI Date: 2024.10.06 17:52:59 +05'30'

Ashish Soni
Company Secretary & Compliance Officer

Enclosure: As above

ANNUAL REPORT

2023 - 2024

JNK

JNK India Limited

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JNK

JNK India Limited

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Arvind Kamath : Chairperson & Whole Time Director

Mr. Goutam Rampelli : Whole Time Director

Mr. Dipak Bharuka : Whole Time Director & CEO

Mr. Bang Hee Kim : Non-Executive Director

Mr. Mohammad Habibulla : Independent Director

Mr. Balraj Kishor Namdeo : Independent Director

Mr. Raman Govind Rajan : Independent Director

Mrs. Sudha Bhushan : Independent Director

CHIEF FINANCIAL OFFICER

Mr. Pravin Sathe

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Ashish Soni

AUDITORS

M/s. CVK & Associates, Chartered Accountants, Mumbai

BANKERS

State Bank of India
HDFC Bank Limited
ICICI Bank Limited

REGISTERED / CORPORATE OFFICE

Unit No. 203, 204, 205 & 206, Opp. TMC Office,
Centrum IT Park, Near Satkar Hotel, Thane-West,
Thane 400604, Maharashtra, India.
Tel : + 91-22 6885 8000
Email Id: compliance@jnkindia.com
Website: www.jnkindia.com
CIN: L29268MH2010PLC204223

Chairperson's Desk

"With additional qualification support from JNK Global, we will be able to explore new and extensive export opportunities"

Dear Stakeholders,

I am pleased to present the inaugural annual report of our Company following our recent listing on Stock Exchanges. FY 2023-24 has been a milestone year for us, marked by successful execution of complex projects, our entry into the steel sector, and enhancements in our capabilities in waste gas handling and renewable energy. We have successfully transitioned from a Private Limited Company to a Public Company, achieving a remarkable 17.9% year-over-year revenue growth and an EBITDA margin of 21.5% for FY 2024. We commenced FY 2025 on a strong note with a successful Initial Public Offering (IPO) that raised Rs. 640 crores, of which Rs. 300 crores were a primary issue.

Company Focus

We have expanded our presence in various countries, including Nigeria, Mexico, Algeria and Lithunia. JNK India is successfully handling many fired heater projects across diverse locations in India such as Paradip, Numaligarh, Barauni, Panipat, and Vadodara. This being our core expertise, has qualified us for larger projects. Our ongoing collaboration with JNK Korea has been invaluable in these endeavours.

Dividend to the Shareholders

I am pleased to inform you that the Company has proposed a dividend of Rs. 0.30 per fully paid-up equity share (15%) of face value of Rs. 2/- of the Company for the financial year ended March 31, 2024, reflecting our operational efficiency and gratitude to all our shareholders.

New Initiatives

Our capabilities now extend to waste gas handling solutions and the renewable sector, including green hydrogen. During the year, we successfully installed a Hydrogen Refueling Station (HRS) at the Indian Oil R&D Centre, Faridabad, Haryana. Given JNK Global's expertise in HRS, we plan to leverage their technical knowledge to capitalise on future growth opportunities in the hydrogen refuelling systems in India.

In the oil-to-chemical sector, numerous projects have been announced, primarily in the Middle East, Eastern Europe, and Africa, in addition to India. We are actively exploring these new markets. Being based in India gives us a distinct advantage in terms of material costs for manufacturing and custom engineering at JNK India. To capitalise on this advantage, we have significantly strengthened our team, increasing our workforce by nearly 50% across all areas to prepare for new upcoming opportunities. Additionally, we are exploring mid-sized, technology-based engineering, procurement, and construction opportunities in similar and related fields.

Strategic Partnerships

We are pursuing strategic investments and acquisitions that align with our growth strategy. Since our inception, we have maintained an independent and collaborative relationship with JNK Global, a KOSDAQ listed company. For certain heating equipment projects, our Company participates independently, while for others we jointly partner with JNK Global for engineering and implementation. We have entered into a co-operation agreement with JNK Global, which governs our relationship in areas such as marketing and the geography of operations. This makes our penetration into global markets possible, which otherwise would have been difficult.

Looking Ahead

The successful completion of our IPO in April 2024 provides us with the necessary working capital to undertake larger contracts. With additional qualification support from JNK Global, we will be able to explore new and extensive export opportunities. I extend my sincere gratitude to all our shareholders, customers, vendor partners, and colleagues for contributing to a remarkable year. Your trust in us has increased our responsibility immensely to continuously improve our processes and systems.

Thank you for your continued support,

Arvind Kamath

Chairperson and Whole-time Director

CEO's Message

We continue to streamline our processes, with an objective of building efficiencies, enhancing productivities, and reducing costs. Our focus continues to be 'Quality and Safety First.'

Dear Stakeholders,

At the outset, it is a privilege to share the journey of JNK India through the introductory Annual Report of the Company following our recent initial public offering (IPO). The Company got listed at NSE and BSE on April 30, 2024. I thank all the subscribers to the issue for their overwhelming response and faith in the Company. The IPO marks a strategic step forward, thus positioning the Company for its next phase of growth and value creation.

Over the past ten plus years, JNK India has evolved into a global player recognised for its expertise in refinery and petrochemical projects. This successful transition is marked with significant strides that we have made over these years, driven by consistent pursuit of excellence and innovation.

Indian economy

The economy has steadily outperformed growth forecasts, maintaining an average annual growth rate of 8.3%. This has been driven by strong domestic demand and sustained government efforts in reforms and capital investment, despite ongoing global challenges.

India's GDP grew by 8.2% in FY 2023-24, surpassing the 8% threshold in three of the four quarters during the year. For FY 2024-25, GDP growth is projected to range between 6.5% and 7%.

Oil & Gas Sector

Global refining capacity is projected to expand by 3.3 million barrels per day between 2023 and

2030, supported by a simultaneous increase in the supply of non-refined fuels such as biofuels and natural gas liquids (NGLs). This combination of slowing demand growth and rising supply is likely to lead to a substantial surplus in global oil markets over the next decade.

In 2024, oil and gas companies are expected to significantly intensify their focus on emission reduction and decarbonisation strategies. The sector has advanced its future business prospects and decarbonisation objectives by expanding into carbon capture, hydrogen, and other carbon-efficient technologies.

On January 4, 2023, the Government of India launched the National Green Hydrogen Mission, aiming to establish the country as a key center for the production, export, and manufacturing of this natural resource. Given these developments, India has the potential to become a major exporter of green hydrogen derivatives. Unlike many developed nations, India benefits from ample land for renewable energy expansion, a skilled workforce, and relatively low-cost renewable energy sources.

The shift from conventional to non-conventional energy sources will demand substantial new investments in low-carbon solutions, alongside the continued use of traditional hydrocarbons to meet the growing energy needs of the global economy.

The Company is well placed and poised to take advantage of the opportunities in the sector with its well-balanced product and services portfolio.

Financial performance

Despite our presence in the industry for more than a decade, it is only post 2021 that we have truly transformed and strengthened our financial landscape.

Just within a period of four years, the Company quadrupled its order book size, reaching an impressive Rs. 6,241 million as of March 31, 2024. This robust performance is an attribute of our strategic vision. We achieved remarkable compound annual growth rates (CAGR) over the past four years, with revenue growing at 51.6%, EBITDA at 59.0%, and PAT at 56.1%. These figures reflect our unwavering dedication to building a strong and resilient organisation.

During FY 2023-24, revenue from operations increased to Rs. 4,802 million, reflecting growth of 17.9% year-over-year driven by strong demand in key sectors such as petrochemicals and refining, as we continued to capitalise on expanding the order book. With EBITDA at Rs.1,045 million, it resulted in a margin of 21.5% demonstrating efficient cost management and our ability to enhance operational efficiencies. The Company achieved Profit After Tax of Rs. 626 million, yielding in PAT margin of 13.1% underlining our effectiveness to improve bottom-line performance.

For FY 2024, Return on Equity was 39.4% and Return on Capital Employed was 44.1%

We are confident of maintaining the growth path during the current fiscal year and beyond.

Operational efficiency

Our expertise in refinery technologies, such as fired heaters, reformers, and cracking furnaces, has solidified our reputation as an industry leader. While specialising in this area, we have continued to leverage our core strengths expanding into new and promising areas including incinerators, flare systems, hydrogen fuel generation, and process units. This strategic diversification is aimed at aligning with global trends and meeting emerging market demands.

Some of the key major projects successfully executed during our journey include:

- Successful Commissioning of Crude Heaters and CCR Heaters for Dangote Refinery Heaters (Nigeria).
- Commissioning of Methanol Reformer for Assam Petrochemical.
- Crude Heaters and Atmospheric Residue Heaters for Pemex, Mexico.
- Hydrogen generation and dispensing station at IOCL R&D centre, Faridabad.

Engineering and Design has been at the heart of JNK's journey, influencing every aspect of our operations and growth. Our design thinking philosophy is based on innovation and differentiation and operational efficiency with client-centric solutions in mind. We have also successfully integrated various advanced engineering tools across disciplines within our organisation including E3D, SP3D, S3D, PDMS, Caesar II, Plant 3D, et cetera.

JNK India has demonstrated its expertise in modularisation by leveraging some of the most renowned modularisation facilities globally. Notably, we utilised these facilities to supply modularised heaters to Nigeria for the largest single-train refinery. This project involved designing and delivering some of the biggest heaters ever constructed, showcasing our ability to manage complex, large-scale modularisation tasks with precision and efficiency.

Capacity and Capability Building

We are continuously reviewing our product and services portfolio and adopting relevant diversification and expansion strategies to have a balanced portfolio and reduce dependence on heaters alone. We continue to focus on domestic and international markets. Our presence in the international markets have grown significantly.

We continue to streamline our processes, with an objective of building efficiencies, enhancing productivities, and reducing costs. This is enabled through the adaptation of appropriate technologies to reap the benefits of automation. Our focus continues to be 'Quality and Safety First.'

We stand committed to CSR and ESG initiatives in line with our philosophy of 'Vasudhaiva Kutumbakam'. Our design philosophy integrates sustainability and environmental considerations. From energy-efficient systems to environment-friendly technologies, our design innovations contribute to reducing environmental impact and supporting global sustainability goals.

Research and Technology

We continue to focus on building core design strengths within the Company with a strong focus on research and development. We are collaborating with IIT, Mumbai for advanced burner technology, reflecting our commitment to environmental sustainability and innovation.

In response to the growing emphasis on sustainable energy, we have invested in hydrogen fuel generation technology. These systems are designed to support the production and distribution of hydrogen as a clean energy source.

Governance

Being a young private limited company, Governance is one of the most critical aspects for the company and we are leaving no stones unturned to adopt the best practices in the space to ensure proper code of conduct, statutory and regulatory compliances and appropriate risk management.

Employees

Our employees remain our key assets, and we have added 103 new employees during the year in various functions thereby increasing our team strength to 253 staff members as at end of FY 2024. Meanwhile, we are investing heavily in training and development with focus on skilling and purpose-driven re-skilling. We continue to identify relevant development programs, both in India and abroad, for our senior and middle management teams. For the operational teams, we have an elaborate internal training program, managed by our internal teams and supported by external faculties.

While all the employees are evaluated basis an elaborate performance evaluation process, we have implemented an additional two-way appraisal process for the Senior Management (including me) and the middle management teams. We all are evaluated through a top-down and bottom-up process.

We strongly believe that our employees play a critical role in our success, and we are committed to engaging them in the opportunities and challenges with an objective of their overall development.

Way Forward

Firstly, I would like to thank the Board of Directors, with a special acknowledgement to the independent directors for their guidance and contributions. Next, to our dedicated employees, as their passion and perseverance is the backbone of our success.

Our focus remains on customer-centric project execution and nurturing long-term relationships with our vendors who have stood by us through thick and thin. I want to extend my gratitude to our valued clients, who's trust in us inspires us to continually innovate and improve, ensuring that we meet and exceed their expectations. Thank investors.

I firmly believe we are well positioned to reap the benefits of the opportunities and be a strong leader in our industry, while optimising and streamlining our business to accelerate organic growth.

With profound gratitude

Dipak Bharuka
Whole-time Director & CEO

MANAGEMENT DISCUSSION AND ANALYSIS

Global Economy

In 2023, the global economy grew by 3.2%, demonstrating resilience despite multiple challenges. Advanced economies saw inflation drop to 2.3% by the end of the year, down from a peak of 9.5% in 2022. Growth was improved by increased labour force participation and easing supply chain disruptions. Emerging markets recorded inflation rates of 9.9% by year-end, primarily driven by energy prices and domestic pressures. U.S. growth outperformed with stronger private consumption, while China's economic momentum was hampered by ongoing property sector issues. Global trade remained strong, however, growth disparities remained, with advanced economies performing better than many low-income and emerging markets.

Indian Economy

India continues to emerge as one of the fastest-growing major economies, with an estimated GDP growth of 8.2% for 2023-24, up from 7.0% in the previous year. The manufacturing sector has rebounded with a growth rate of 9.9%, benefiting from reduced input prices and stable domestic demand, a significant recovery from -2.2% in FY 2023. The strength of this sector is further supported by consistent performance in the HSBC India Purchasing Managers' Index, which remains well above the threshold value of 50, indicating sustained expansion.

India's consumer price inflation declined from 5.7% in 2023 to 4.8% in 2024, benefiting from the Reserve Bank of India's stable monetary policies and easing international commodity prices. The manufacturing sector surged to a 16-year high in 2024, supported by increased orders and employment opportunities. With strong foreign exchange reserves providing a buffer against external economic pressures, key indicators such as improved credit quality and rising foreign investments continue to bolster India's economic trajectory, even in the face of global uncertainties.

Economic Overview

Capital expenditure for FY 2024 increased by 28.2% year-over-year. The Union Budget for 2024-25 allocates Rs. 11.11 trillion for capital expenditure, reflecting a 16.9% increase from the Rs. 9.5 trillion spent in FY 2024.

Sector Developments

Refining capacity in India, which is the world's third largest consumer and fourth largest refiner of crude oil, is projected to increase to 309.5 MMTPA by the year 2028.

In terms of energy output, India produced 29.4 MMTPA of crude oil in FY 2024, similar to the levels in FY 2023 at 29.2 MMTPA. Consumption of petroleum products rose to 234.3 MMTPA in 2023-24, an increase of 11.3 MMT, while production of petroleum products increased by 9.3 MMT, to 276.1 MMTPA in 2023-24. The initiative to decarbonise aviation fuel aims at an initial indicative blending target of 1% Sustainable Aviation Fuel (SAF) by 2027 for international flights.

In the petrochemical space, policy initiatives such as setting up of plastic parks, establishment of Centres of Excellence to improve existing petrochemical technology and development of new applications and the revision in the Petroleum, Chemical and Petrochemical Investment Regions (PCPIR) Policy pave the way for the sector's future growth and thus in becoming a significant contributor to various sectors of the economy such as agriculture, manufacturing, packaging, transport and construction.

Industry Overview

a. Heating Equipment

The heating equipment industry is critical for the operations of refineries, petrochemical plants and fertiliser manufacturing units. Key products include process fired heaters, steam reformers and cracking furnaces, which are essential for various high-temperature industrial processes such as crude distillation, catalytic reforming and ammonia production. Between FY2024 and FY2029, India's demand for heating equipment is projected to be approximately INR 2,70,890 million, with significant contributions from the petrochemical (61%) and refinery (37%) sector.

b. Waste Gas Handling

Waste gas handling systems, including flare and incinerator systems, are vital for managing industrial emissions in refineries, petrochemical plants and fertiliser units. Flare systems safely dispose of excess gases, while incinerators treat harmful effluents before their release into the atmosphere. Overall demand for waste gas handling systems from Indian refineries, petrochemicals and fertiliser (urea) segments is estimated at INR 21,540 million or around INR 3,600 million per year between FY2024 and FY2029. Refineries are expected to account for 62% of this demand, followed by petrochemicals at 34% and fertilisers at 4%. 88% of this demand would come from flaring systems and the remaining from incinerators. Demand for incinerators would come from refineries only. As regulatory scrutiny on emissions tightens, companies are increasingly investing in modern waste gas management solutions to comply with environmental standards and reduce their carbon footprint.

c **Refinery, Petrochemical and Fertilisers**

The refinery, petrochemical and fertiliser industries are major drivers of industrial growth, with expanding capacities creating a robust demand for heating equipment and waste gas handling systems. India's refining capacity is set to increase from 5.8 million barrels per day (mb/d) in 2023 to 6.8 mb/d by 2030. The expansion is driven by domestic demand for petroleum products, which is expected to grow at a CAGR of 3.2%, driven by rising vehicle ownership and industrial activity. The petrochemical sector, integral to this growth, is projected to see a rise in feedstock demand, with naphtha consumption expected to increase by 5.9% annually to support the expansion of steam crackers and aromatics production. In the fertiliser sector, India is on a strong growth trajectory with the market size expected to reach INR 1.38 lakh crore by 2032, growing at a CAGR of 4.2% from FY2024 to FY2032. These expansions, backed by strategic government initiatives and substantial capital investments, are expected to sustain the demand for heating equipment, reformers and cracking furnace.

d. **Renewable Energy System**

The renewable energy sector, particularly the engineering, procurement and construction (EPC) of hydrogen fuelling stations and solar photovoltaic (PV) plants, is rapidly expanding driven by national and global initiatives to transition towards clean energy. Solar power installed capacity in India has increased by more than 25 times, from 2.63 GW in March 2014 to almost 67 GW at the end of March 2023, making it a significant contributor to the country's renewable energy mix. The solar EPC market is expected to grow, supported by advancements in solar technology and government initiatives like the Production Linked Incentive scheme. Meanwhile, the hydrogen fuelling infrastructure, supported by the National Green Hydrogen Mission, aims to develop 5 MMT of green hydrogen capacity by 2030, attracting investments of over INR 8 trillion. These developments reflect the increasing role of renewable energy systems in reducing carbon emissions and achieving energy independence.

Company Overview

JNK India Limited is a leading player in the industrial heating equipment market, specialising in the design, manufacturing, and installation of process-fired heaters, reformers, and cracking furnaces. These products are integral to key sectors such as oil and gas refineries, petrochemical complexes, and the fertiliser industry. Since its incorporation in 2010, the company has grown its capabilities in thermal design, engineering, and the supply of these systems to both domestic and international markets.

Over the years, JNK India Limited has successfully diversified into flares, incinerator systems, and renewable energy technologies. The company has also established a presence in green hydrogen infrastructure, positioning itself at the forefront of sustainable energy solutions. The company operates across several Indian states, including Assam, Bihar, Kerala, and Maharashtra, and has completed projects in countries such as Nigeria and Mexico.

Recognised for its commitment to safety, JNK India Limited has received accolades from international clients, including a certificate of appreciation for four million safe man-hours during a major project in Nigeria. Additionally, the company holds multiple certifications, including ISO 9001:2015, 14001:2015, and 45001:2018, reflecting its focus on quality management, environmental responsibility, and occupational safety.

By leveraging its strong market presence, technological expertise, and commitment to innovation, JNK India Limited continues to expand its offerings in both traditional and renewable energy markets.

Opportunities and Threats

Current range of offerings

Core product lines

- **Fired Heaters:** Fired heaters are crucial in refining processes, providing reliable and efficient thermal energy. They are designed to handle high temperatures, high pressures and challenging operational conditions while ensuring minimal maintenance requirements.
- **Reformers:** A critical component that performs catalytic reforming process that convert a hydrocarbon feedstock into mainly hydrogen and other gases.
- **Cracking Furnaces:** These are pivotal in the production of ethylene, propylene etc. Designed for high performance and durability, they operate under demanding conditions to maximise throughput.

New growth opportunities

- **Incinerators:** We have initiated a strategic partnership to enter into Incinerator division that efficiently handle industrial waste while complying with stringent environmental regulations. These systems are designed to reduce emissions and enhance waste-to-energy conversion.
- **Flare Systems:** Flare systems are designed to safely burn relieved hydrocarbon, waste gases etc. from different systems which cannot be recovered or recycled.
- **Hydrogen Fuel Systems:** In response to the growing emphasis on sustainable energy, we have invested in hydrogen fuel generation technology. These systems are designed to support the production and distribution of hydrogen as a clean energy source.

  We are proud to have supplied India's first hydrogen fuel station to the IOCL R&D unit, marking a significant milestone in our commitment to advancing clean energy solutions.

Business strategy

Over the past years, JNK India Limited has evolved from a pioneering heating equipment firm into a global player recognised for its expertise in refinery and petrochemical systems. Our successful transition into various phases has marked significant milestones in our history, driven by consistent pursuit of excellence and innovation.

Our expertise in refinery technologies, such as fired heaters, reformers, and cracking furnaces, has solidified our reputation as an industry leader. While specialising in this area, we have continued to leverage our core strengths expanding into new and promising areas.

We are constantly undertaking efforts to broaden our horizons by diversifying into new sectors including incinerators, flare systems, hydrogen fuel generation, and process units. This strategic diversification is aimed at aligning with global trends and meeting emerging market demands.

The Role of Design Engineering in Our Journey

Design has been at the heart of JNK's journey, influencing every aspect of our operations and growth. Here's how design has played a pivotal role:

1. **Innovation and Differentiation**: Our commitment to innovative design has set us apart in a competitive industry. By continuously exploring new design methodologies and technologies, we have developed unique solutions that address complex challenges and meet evolving market needs. Our focus on design innovation while complying with industry as well as statutory norms has driven product excellence and differentiated us from competitors.

2. **Operational Efficiency**: Effective design is crucial for optimising operational efficiency. Our design approach emphasises not only functionality but also ease of maintenance and long-term reliability. By incorporating these principles into our projects, we have achieved superior performance and reduced operational costs for our clients.

3. **Client-Centric Solutions**: Design is central to our ability to deliver tailored solutions that meet the specific requirements of our clients. Our design team works closely with clients to understand their needs and develop customised solutions that exceed expectations. This client-centric approach has been key to building strong relationships and securing repeat business.

4. **Sustainability and Environmental Responsibility**: Our design philosophy integrates sustainability and environmental considerations. From energy-efficient systems to environment-friendly technologies, our design innovations contribute to reducing environmental impact and supporting global sustainability goals. This commitment aligns with our broader corporate responsibility and enhances our reputation as a forward-thinking company.

Financial performance

Strong financial performance was reported for FY 2024 across key metrics. Revenue from operations increased to Rs. 4,802 million, reflecting 17.9% YoY, driven by strong demand in key sectors such as petrochemicals and refining, which substantially increase in the order book and sales. Compared to FY 2023, EBITDA increased by 41.8% YoY to Rs. 1,045 million showcasing efficient cost management and improved operational efficiency. EBITDA margins increased to 21.5% in FY 2024 from 17.9% in FY 2023.

Profit after Tax increased to Rs. 626 million, showcasing a strong growth of 34.5% over FY 2023, reflecting the company's ability to improve bottom-line performance effectively. The unexecuted order book as of March 31, 2024 was Rs. 6,241 million, providing a strong basis for continued expansion in the following years.

Geographically, 81.7% of the order book in FY 2024 was driven by the domestic customers and with the remaining 18.3% orders came from the international markets. Product-wise, heating equipment formed major part of the order book at 98.6% and the balance from the waste gas handling equipment like flares and incinerators.

Although, the order inflow in FY 2024 was subdued at Rs. 2,280 million, domestic orders dominated by geography, accounting for nearly 80%, while heating equipment led by product category, contributing 98% of the new orders.

In FY2024, heating equipment contributed almost 95.9% of revenue and 4.1% came from the flares and incinerators. By end-user industries, the refining sector led with 66.0% of the revenue, followed by petrochemicals at 29.5 % and, steel and others at 4.5%.

1. **Summary of Consolidated Income Statement**

Rs.Mn

Particular	FY2023	FY2024	Change (%)
Revenue from Operations	4,073.02	4,802.41	*17.9%*
Total Income	42.43	51.54	*21.5%*
Operating expenses	2,502.8	3003.9	*20.0*
Operating Profit	1,612.61	1,850.07	*14.7%*
Employee benefit expenses	532.4	518.6	*(2.6) %*
EBITDA	737.17	1,044.97	*41.8%*
EBIT	671.35	988.78	*47.3%*
PBT	629.23	888.97	*41.3%*
PAT	465.74	626.49	*34.5%*
EPS (Basic)	9.70	12.95	*33.5%*

2. Summary of Consolidated Balance Sheet

Rs. Mn

Particular	FY2023	FY2024	Change
Total Non-Current Assets	324.25	563.65	*73.8%*
Total Current Assets	3,053.50	4,714.10	*54.4%*
Total Assets	3,377.75	5,277.75	*56.3%*
Total Equity	1,223.82	1,953.62	*59.6%*
Total Non-Current Liabilities	287.43	189.85	*(33.9)%*
Total Current Liabilities	1,866.50	3,134.28	*67.9%*
Total Liabilities	2,153.93	3,324.13	*54.3%*
Total Equity and Liabilities	3,377.75	5,277.75	*56.3%*

3. Summary of Consolidated Cash flow Statement

Rs. Mn

Particular	FY2023	FY2024	Change
Cash from Operating activities	-87.42	-100.69	NA
Cash from Investing activities	-250.19	-141.28	NA
Cash from Financing activities	266.41	145.06	-45.60%
Net Cash Flow for the Year	153.94	55.04	-64.20%

4. Key Ratios

Particular	FY 2023	FY 2024
Gross Profit Margin	39.20%	38.10%
EBITDA Margin	17.90%	21.50%
EBIT Margin	16.30%	20.40%
PAT Margin	11.30%	12.90%
Current Ratio	1.6	1.5
Net Debt to Equity	-0.1	0.1
Return on Equity	47.90%	39.40%
Return on Capital Employed	57.30%	48.70%

Excellence in Modularisation

JNK India Limited has demonstrated its expertise in modularisation by leveraging some of the most renowned modularisation facilities globally. Notably, we utilised these facilities to supply modularised heaters to Nigeria for the largest single-train refinery. This project involved designing and delivering some of the biggest heaters ever constructed, showcasing our ability to manage complex, large-scale modularisation tasks with precision and efficiency.

By partnering with leading modularisation centers, we ensured that these massive heaters (where some of the module heights were up to 20 meters) were prefabricated to the highest standards, enabling a seamless installation process and operational excellence.

This experience not only highlighted our proficiency in modularisation but also set the stage for our subsequent investment in our own modularisation unit at Mundra Port, further enhancing our capacity to execute high-profile projects worldwide.

Our proprietary modularisation facility at Mundra Port stands at the heart of our strategy to enhance project efficiency. This facility allows us to prefabricate and preassemble components in a controlled environment, leading to:

- **Reduced Construction Time:** Modularisation significantly shortens project timelines by enabling parallel processing and reducing on-site construction activities.
- **Enhanced Quality Control:** Preassembly in a controlled environment ensures higher quality standards and better adherence to specifications.
- **Cost Efficiency:** By minimising on-site labour and optimising logistics, we achieve cost savings that benefit both our projects and our clients.

This modularisation unit has achieved a significant milestone by supplying some of the largest fully modularised heaters to Mexico. Leveraging our state-of-the-art modularisation facility, we meticulously prefabricated and assembled these complex heaters in India, ensuring exceptional quality and precision. This approach not only streamlined the manufacturing process but also facilitated efficient transportation and installation in Mexico.

Following this landmark project, our modularisation facility has continued to excel, executing a range of subsequent export jobs to locations across the globe. The success of the modularised heaters for Mexico demonstrated the facility's capability and efficiency, leading to numerous other high-profile projects. From delivering advanced modular solutions to major industrial sites in Europe, Asia our facility has established itself as a key hub for international projects. Each export job has reinforced our reputation for precision, reliability, and innovation, solidifying our position as a trusted partner in the global market

Risk Management - Operational Risks

Effective risk management is crucial for ensuring the success and reliability of our projects. At JNK India Limited, we employ a comprehensive approach to managing operational risks, focusing on key areas such -

- **Robust Project Planning:**

  Each project is executed with meticulous planning, outlining clear objectives, timelines, and resource allocations. Our project management teams continuously monitor progress against these plans, using advanced tracking systems to identify and address potential issues proactively. This rigorous approach ensures that projects stay on schedule and within budget, minimising risks associated with delays and cost overruns

- **Engineering Checks:**

  To safeguard the integrity and performance of our solutions, we implement stringent engineering checks throughout the project lifecycle. Our design and engineering teams conduct detailed reviews and validation processes to ensure that all systems and components meet technical specifications and industry standards. These checks are integral to identifying potential design flaws or technical issues early, allowing for timely corrections and preventing costly rework.

- **Audits:**

  Regular audits are a cornerstone of our risk management strategy. We conduct comprehensive internal and external audits to assess compliance with regulatory requirements, safety standards, and contractual obligations. These audits help us identify areas for improvement and ensure that our processes and practices align with best industry standards.

- **Quality Assurance:**

  Quality assurance is embedded in every phase of our projects. From initial design through to final delivery, we implement stage-wise quality assurance protocols to verify that each component and system meets our rigorous quality criteria. This includes detailed inspections, testing, and validation at each stage to ensure that our products achieve the highest levels of performance and reliability

Digitalisation

- Successful implementation of a comprehensive Enterprise Resource Planning (ERP) system, which has marked a significant upgrade from our previous manual operations and reliance on Tally.

  This advanced ERP solution has seamlessly integrated all facets of our operations, encompassing Engineering, Procurement, Material Management and Finance. The transition from manual processes to an automated ERP framework has drastically enhanced operational efficiency, data accuracy, and real-time visibility.

  By consolidating information and streamlining workflows, the ERP system has enabled more effective project management, improved procurement processes, and optimised material handling. In finance, it has replaced cumbersome manual entries with automated accounting and reporting, leading to more precise budgeting and financial oversight.

  This transformative shift not only reduces the risk of errors but also supports strategic decision-making, positioning us for continued growth.

- We have also successfully integrated various advanced engineering tools across disciplines within our organisation including E3D, SP3D, S3D, PDMS, Caesar II, Plant 3D, etc.

  This strategic addition enhances our in-house capabilities, significantly improving both efficiency and accuracy in our project workflows. By utilising latest software and technologies, our teams are empowered to streamline processes, reduce manual errors, and optimise resource allocation.

  This investment not only accelerates project timelines but also fosters a culture of precision and collaboration, enabling us to deliver higher quality outcomes for our clients and stakeholders.

Research and Technology

1. **Advancing Burner Design: Our Commitment to Reducing NOx/CO Emissions**

   To highlight our ongoing R&D initiatives, particularly our collaboration with IIT Mumbai on the development of advanced burner technology/ arrangement aimed at reducing NOx/CO emissions. This groundbreaking project reflects our commitment to environmental sustainability and innovation.

   This initiative not only aligns with global environmental standards but also positions us as a leader in developing cutting-edge technologies that enhance the efficiency and eco-friendliness of our solutions. Through this partnership, we are advancing our goal of delivering high-performance, environmentally responsible products, thereby reinforcing our dedication to sustainability and innovation in this sector.

2. **Designing the Future: Electrical Heater Development**

   We are also making significant strides in the design and development of Electric Heaters. This R&D initiative focuses on creating innovative Electric Heater solutions. By investing in the development of this technology, we aim to provide our clients with more sustainable alternatives to traditional heating systems.

   This project underscores our commitment to advancing technology and meeting the growing demand for environmentally friendly energy solutions. Through rigorous testing and development, we are poised to deliver electric heaters that not only improve performance but also support our broader goals of sustainability and operational excellence.

Human Resource

JNK India Limited has embarked upon a series of strategic initiatives to advance the organisation towards its ambitious objectives. This vision focuses on execution of design and technology-based EPC projects that contribute to a sustainable future and to invest in capabilities such as digitalisation, technology. Green energy and employee engagement to cultivate a future-oriented workforce. The company's talent acquisition and management processes align with its strategic goals, guiding decisions on positioning talent for key positions. As a Public Limited company, JNK India Limited actively participates in internal training programs, seminars, and various forums organised by the Group. These efforts are aimed at enhancing knowledge and expertise among its employees, preparing them for unforeseen challenges, and ensuring the organisation remains at the forefront of industry developments.

In the past year, our Human Resources department has diligently focused on several key areas to enhance organisational effectiveness and employee satisfaction. Our initiatives are designed to support employee development, engagement, and overall well-being. Below are the highlights of our HR efforts:

Employee Development & Engagement

We recognise that our **employees** are our greatest asset, and their development and **engagement** are critical to our success. Our HR strategies such as are aimed at fostering a thriving work environment that supports continuous growth and active participation

Learning and Development: Our **Training and Development** programs have been expanded to offer a comprehensive range of training opportunities. This includes both technical and soft skills training tailored to meet the needs of various roles within the company. We have Implemented comprehensive training programs including **Behavioural** Training, Time Management, Stress Management, Basic and Advanced Excel, Negotiation Skills, Leadership, Cross-skill Training, and Effective Communication (both written and verbal) to ensure that employees have the resources to enhance their skills and advance their careers.

Performance management remains a cornerstone of our HR strategy. We have refined our performance appraisal process to provide more constructive feedback and align individual goals with organisational objectives. Our career development initiatives include encouraging individuals to take on leadership roles, equipping them with the skills needed to inspire and guide their teams effectively.

Expectation Setting: Clear communication of expectations ensures that employees understand their roles and contributions, promoting accountability and performance. Mind-set Setting: We cultivate a growth mind-set, encouraging employees to embrace challenges and continuously develop their skills. Therefore, mentorship programs, career counselling, and succession planning help our talent pipeline to achieve their professional aspirations and prepare for future leadership roles.

Maintaining positive industrial relations is crucial for a harmonious work environment. We have implemented effective communication and safety trainings such as First Aid Training: Providing employees with essential skills, including CPR, to handle medical emergencies effectively. **Firefighting & Emergency Evacuation Training**: Equipping staff with the knowledge and skills necessary to respond to fire hazards and safely evacuate in emergencies. To address employee concerns and foster collaborative relationships between management and staff. Our approach ensures that any issues are resolved promptly and equitably, contributing to a stable and productive workplace.

Manpower Strength: We have carefully monitored our manpower requirements to ensure that we are adequately staffed to meet our business needs. The Company conducts nationwide campus recruitment to attract talented GETs and adheres to an Equal Opportunity Policy to foster diversity and inclusivity. The current workforce is well-balanced and equipped to drive our strategic initiatives forward.

Safeguard of Employees at Workplace: Ensuring a safe and inclusive workplace is of paramount importance. We are committed to safeguarding all employees, especially women, through the implementation of robust training programs. Our initiatives include **POSH Training**; conducting anti-harassment training to promote awareness and create a respectful work environment. Additionally, we are implementing awareness campaigns and forming support mechanisms to reinforce our commitment to a secure workplace for everyone.

These initiatives are designed to equip our employees with essential skills, support their career growth, and uphold a secure and respectful workplace. In addition to this, it reflects our ongoing commitment to enhancing employee experience, fostering professional growth, and maintaining a positive workplace culture. We remain dedicated to building a supportive environment that promotes excellence and inclusivity across the organisation.

Recognition and Achievements

Our commitment to quality and service excellence has been recognised by various institutions. Notable recognition includes the early completion of supply heaters work for Numaligarh Refinery Limited in 2020 and a certificate of appreciation from Dangote Petroleum Refinery in 2022 for providing four million safe manhours without a lost time incident and for our effective contribution towards installation of process fired heaters.

BOARD'S REPORT

To,
The Members of,
JNK India Limited

Your directors have pleasure in presenting their 14th Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended March 31, 2024. As this marks the inaugural report subsequent to the Initial Public Offering ("**IPO**") and listing of equity shares of the Company on BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**"), (collectively referred to as the "**Stock Exchanges**,") the Board extends a warm welcome to public shareholders. We eagerly anticipate your continued support in the future.

1. FINANCIAL PERFORMANCE:

The Company's financial performance for the financial year ended on March 31, 2024 under review along with previous year's figures are given hereunder:

(Rs. in Millions)

Particulars	Standalone		Consolidated	
	Financial Year 2023-24	Financial Year 2022-23	Financial Year 2023-24	Financial Year 2022-23
Revenue from Operations	4771.00	4053.42	4802.41	4073.02
Other Income	28.76	42.61	51.54	42.43
Total Income	**4 799.76**	**4096.03**	**4853.95**	**4115.45**
Purchases	2264.19	1583.08	2286.42	1601.74
Changes in Inventories	(11.31)	(196.16)	(11.31)	(196.16)
Employee Benefit Expenses	513.94	529.61	518.62	532.38
Other Expenses	997.71	1435.31	1015.25	1440.32
Profit Before Depreciation, Interest, Exceptional Items & Tax	**1035.23**	**744.19**	**1044.97**	**737.17**
Depreciation	56.19	63.10	56.19	65.82
Profit Before Interest, Exceptional Items & Tax	**979.04**	**681.09**	**988.78**	**671.35**
Interest & Finance Cost	99.69	50.30	99.81	42.12
Profit Before Exceptional Items & Tax	**879.35**	**630.79**	**888.97**	**629.23**
Exceptional Items (Impairment Loss)	0.00	0.00	0.00	0.00
Profit Before Tax	**879.35**	**630.79**	**888.97**	**629.23**
Net Tax Expense	262.00	164.45	262.48	163.49
Net Profit After Tax for the year	**617.35**	**466.34**	**626.49**	**465.74**
Other Comprehensive Income / (Loss) for the year	(1.19)	(0.04)	(3.36)	(0.04)
Total Comprehensive Income for the year	**616.16**	**466.30**	**623.13**	**465.70**

2. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

a) BUSINESS OPERATIONS

In the financial year 2023-24 the Company has successfully booked the following projects:

Sr. No.	Project Details
1.	Development of the Tinrhert Gas Fields to Alrar "Full Development" EPC2 -Lot-1 Construction of Separation and De carbonation Units in Alrar, Algeria -Petrofac-Sonatrach, Algeria Hot oil Fired Heaters package.
2.	Purchase Order for Manufacturing & Supply ,Delivery to site ,Testing for 2x18 MVA 0.06 MTPA High Carbon Silico Mangnese Plant For FAMD of Tata Steel Limited at Joda, District -Keonjhar, Odisha, India -Atmastco Ltd.
3.	Work order for Design ,Engineering ,Safety & Project Management Service ,Civil Works For 2x18 MVA 0.06 MTPA High Carbon Silico Mangnese Plant For FAMD of Tata Steel Limited At Joda, District -Keonjhar, Odisha, India -Atmastco Ltd.

Standalone:

The standalone operating revenue including other income of the Company for the year under review was Rs. 4799.76 million against Rs. 4096.03 million in the previous year. Standalone net loss/profit after tax for the year under review stood at Rs. 617.35 million as against net loss/profit after tax of Rs. 466.34 million in the previous year.

Consolidated:

The consolidated operating revenue including other income of the Company for the year under review was Rs. 4853.95 million as against Rs. 4115.45 million in the previous year. Consolidated net loss/profit after tax for the year under review stood at Rs. 626.49 million as against net loss/profit after tax of Rs. 465.74 million in the previous year.

b) FUTURE PLANS AND STRATEGIES

The Company has achieved its order book size of Rs. 2279.90 million in the financial year 2023-24 and it is targeting to achieve order book size of Rs. 8000 million in the financial year 2024-25.

3. CONVERSION OF COMPANY TO PUBLIC LIMITED COMPANY & CHANGE OF NAME OF THE COMPANY

Looking at the expanded business activities of the Company, future business growth and flexibility, more financial leverage, easy access to funding and fund raising by initial public offering, the Company has been converted into a Public Limited Company. Subsequently, name of the Company has been changed from JNK India Private Limited to JNK India Limited as approved by the Registrar of Companies, Mumbai ("**ROC**") after making required amendments to its Memorandum and Articles of Association. ROC has issued fresh certificate of incorporation on May 26, 2023.

During the year under review, the Company has adopted new set of Articles of Association of the Company in view of Conversion of the Company into Public Limited Company in the Extra- Ordinary General Meeting held on April 14, 2023 with the approval of the members.

4. AMENDMENT OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION

The Company has altered the object clause of the Memorandum of Association in the Extra- Ordinary General Meeting held on April 14, 2023 with the approval of the members.

5. INITIAL PUBLIC OFFER & LISTING OF EQUITY SHARES OF THE COMPANY

During the year under review, your Company initiated the process of an Initial Public Offering ("**IPO**") of 1,56,49,967 equity shares of face value of Rs. 2 each of the Company for cash at a price of Rs. 415 per equity share (including a premium of Rs. 413 per equity share), comprising of a fresh issue of 72,28,915 equity shares aggregating to Rs. 3,000 Million and an offer for sale of 84,21,052 equity shares aggregating up to Rs. 3,494.73 Million by the selling shareholders.

The issue opened on April 23, 2024 and closed on April 25, 2024. The issue was led by book running lead managers viz. IIFL Securities Limited and ICICI Securities Limited. The Company successfully completed the IPO process and the equity shares of the Company were listed on National Stock Exchange of India Limited and BSE Limited on April 30, 2024.

The main objects and utilization of net proceeds from the IPO are as follows:

(Rs. in Millions)

Item Head	Amount of net proceeds as proposed in the Offer Document	Fund Utilised till June 30, 2024
Funding working capital requirements	2.626.90	1,542.71
General corporate purposes	170.49	Nil
Total	**2,797.39**	**1,542.71**

LISTING OF SECURITIES AND ANNUAL LISTING FEES:

All the equity shares of the Company i.e., 55620915 equity shares of Rs. 2/- each are listed on both the platforms i.e BSE and NSE. The script code of the Company at BSE is **544167** and NSE Security Symbol **JNKINDIA** and ISIN of Company is **INE0OAF01028**. The Company has paid the Annual Listing Fees for the year 2024-25 to BSE and NSE, where the Company's shares are listed.

6. SHARE CAPITAL

During the year under review, the authorised share capital of the Company is Rs. 20,00,00,000/- divided into 10,00,00,000 equity shares of Rs. 2/- each and Issued, Subscribed and Paid-up Capital is Rs. 9,67,84,000/- divided into 4,83,92,000 equity shares of Rs. 2/- each.

During the year under review, the Company has allotted 78,400 equity shares of Rs. 10/- each to Employees who have exercised Stock Option under "JNK Employees Stock Option Plan, 2022" in the Board meeting held on April 12, 2023.

During the year under review, the Company had sub-divided the face value of the Equity shares of the Company from Rs. 10/- to Rs. 2/- in the Extra Ordinary General Meeting of the Company held on April 14, 2023.

The Company has not issued any equity shares with differential voting rights, sweat equity shares, bonus shares or shares on right issue basis. The Company has not bought back any of its shares.

Changes in Paid-up, Issued and Subscribed Share capital of the Company pursuant to its Initial Public Offer ("**IPO**")

Pursuant to IPO, the Company has allotted 72,28,915 equity shares of face value of Rs. 2/- each on April 26, 2024. Consequently Issued, Subscribed and Paid-up share Capital of the Company is increased to Rs. 11,12,41,830/- divided into 5,56,20,915 equity shares of Rs. 2/- each.

7. **DIVIDEND**

During the year under review, the Company declared and paid a final dividend of 15% i.e. Rs. 0.30 per share on the 4,83,92,000 equity shares of face value of Rs. 2 each aggregating to Rs. 1,45,17,600 for the financial year ended on March 31, 2024.

The Board has recommended a final dividend of 15% i.e. Rs. 0.30 per share on the 5,56,20,915 equity shares of face value of Rs. 2 each for the financial year ended on March 31, 2024 subject to approval of the Members at the forthcoming Annual General Meeting. The total amount of Dividend, to be disbursed for the financial year 2023-24, is Rs. 1,66,86,275/-, subject to applicable TDS. Further, the Dividend amount will be paid out of the profits of the Company. The Dividend for the financial year 2023-24 shall be paid to those Shareholders and Beneficial Owners, whose names appear in the Register of Members (RoM) as on the cut-off date for dividend payment.

8. **DIVIDEND DISTRIBUTION POLICY ("DDP")**

The Company adopted the DDP on June 9, 2024. There has been no change in DDP during the year, and the same is disclosed on the Company's website: https://drive.google.com/file/d/1Q_zKchSqoR8dxf1_S-oe1ILELSH-bEE_/view

9. **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company has following two wholly owned subsidiaries and during the year under review these subsidiaries are not material subsidiaries as per SEBI Listing Regulations:

a) **JNK India Private FZE:** This subsidiary is mainly engaged in the erection works of CCR, NHT, MHC and CDU (A, B & C) Heaters for Dangote Oil Refinery and petrochemicals project.

b) **JNK Renewable Energy Private Limited:** This subsidiary is engaged in the business of Solar EPC.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013 (the "Act") read with the Companies (Accounts) Rules, 2014 and in accordance with applicable accounting standards, a statement containing the salient features of financial statements of your Company's subsidiaries in Form No. AOC-1 is annexed as **Annexure-A**. In accordance with the provisions of Section 136 of the Act and the SEBI Listing Regulations, the audited Financial Statements, including the consolidated financial statements and related information of the Company and financial statements of your Company's subsidiaries have been placed on the website of the Company viz. https://www.jnkindia.com/

Your Company has formulated a Policy for determining Material Subsidiaries. The said policy is available on the website of the Company at https://drive.google.com/file/d/149GtE0kKaqzUCyLzNPbB42wyczS-jq0p/view No Company has become/ceased to be an Associate or Joint Venture during the 2023-24.

The Company does not have any Associate Company or any Joint Venture.

10. **BOARD OF DIRECTORS AND THEIR MEETINGS**

The Board of Directors consists of 8 Directors, out of which 4 are Non-Executive and Independent Directors including one women Director and 1 Non-Executive and Non-Independent Director and 3 are Executive and Non-Independent Directors. The composition is in compliance with the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations").**

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Act and the Articles of Association of the Company, Mr. Arvind Kamath (DIN: 00656181), Whole Time Director, and Mr. Bang Hee Kim (DIN: 03117636), Non-Executive Director, are liable to retire by rotation at the ensuing Annual General Meeting, being eligible for re-appointment and both have offered themselves for the same. A brief resume and particulars relating to them are given separately under the Annexure to Notice of ensuing Annual General Meeting.

During the year following changes have been made in the Board:

Name of the Director	Date of Appointment/ Change	Appointment / Change in Designation
Mr. Arvind Kamath (DIN: 00656181)	April 1, 2023	Appointment as Whole Time Director
Mr. Goutam Rampelli (DIN: 07262728)	April 1, 2023	Appointment as Whole Time Director
Mr. Raman Govind Rajan (DIN: 01253189)	June 3, 2023	Appointment as Independent Director
Mr. Balraj Kishor Namdeo (DIN: 06620620)	June 3, 2023	Appointment as Independent Director
Mrs. Sudha Bhushan (DIN: 01749008)	June 3, 2023	Appointment as Independent Director
Mr. Dipak Bharuka (DIN: 09187979)	July 19, 2023	Appointment as Whole Time Director and designated as Whole Time Director & Chief Executive Officer.
Mr. Mohammad Habibulla (DIN: 01719204)	July 19, 2023	Appointment as Independent Director

NUMBER OF BOARD MEETINGS HELD

The Board of Directors duly met 12 (twelve) times during the financial year 2023-24. All the Board Meetings were held as per Section 173 of Act with all the relevant rules & regulations related to that. Secretarial Standard-1 (Board Meeting) and SEBI Listing Regulations are duly complied with.

The details of the meetings of the Board of Directors of the Company held and attended by the Directors during the financial year 2023-24 are given in the Corporate Governance Report which forms part of this Annual Report.

11. NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Nomination Remuneration Evaluation Policy is available on the website of the Company at https://drive.google.com/file/d/1zAKFWf34F33RIjxgfMBY0ecRrsDfy_D-/view

12. KEY MANAGERIAL PERSONNEL ("KMP")

Pursuant to the provisions of Section 2(51) and 203 of the Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 following persons are acting as Key Managerial Personnel ("**KMP**") of the Company as on March 31, 2024.

Name of KMP	Designation
Mr. Arvind Kamath (DIN: 00656181)#	Chairperson & Whole Time Director
Mr. Goutam Rampelli (DIN: 07262728)##	Whole Time Director
Mr. Dipak Bharuka (DIN: 09187979)###	Whole Time Director & Chief Executive Officer
Mr. Pravin Sathe	Chief Financial Officer
Mr. Ashish Soni (Mem. No. A26538)	Company Secretary & Compliance Officer

#Mr. Arvind Kamath (DIN: 00656181) is appointed as Whole Time Director with effect from April 1, 2023 and Chairperson of the Board with effect from June 3, 2023.

##Mr. Goutam Rampelli (DIN: 07262728) is appointed as Whole Time Director with effect from April 1, 2023.

###Mr. Dipak Bharuka (DIN: 09187979), who was Chief Executive Officer, is appointed as Whole Time Director and designated as Whole Time Director & Chief Executive Officer with effect from July 19, 2023.

Except the above mentioned, there was no appointment, resignation or change in designation of the Key Managerial Personnel (KMP).

13. INDEPENDENT DIRECTORS

The Company has complied with the definition of Independence according to the Provisions of section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations. The Company has also obtained declarations from all the Independent Directors pursuant to section 149(7) of the Act. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct for Board and Senior Management and that they are registered on the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

14. FAMILIARIZATION PROGRAM FOR THE INDEPENDENT DIRECTORS

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying it in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company has through presentations, at regular intervals, familiarized and updated the Independent Directors with the strategy, operations and functions of the Company. The details of such familiarisation programs for Independent Directors are explained in the Corporate Governance Report which forms part of this Annual Report. The detail of the familiarisation policy is available on the website of the Company at https://www.jnkindia.com/

15. FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS

The Act and the SEBI Listing Regulations stipulate the evaluation of the performance of the Board, its Committees, Individual Directors and the Chairperson. During the year, the Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to a guidance note dated January 5, 2017 released by Securities and Exchange Board of India ("**SEBI**") on the evaluation of the board of directors of a listed company ("**Guidance Note**"). The performance of the Board and individual directors was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

16. DISCLOSURE RELATED RESTRICTION ON PURCHASE BY COMPANY BY OR GIVING OF LOANS FORPURCHASE OF ITS SHARES

During the year under review, the Company has not provided any loan or financial assistance to any person for purchase or subscription of shares in the Company as per the provisions of Section 67 of the Act. Hence, no disclosure required to be provided.

17. COMMITTEES

During the year under review, the Company had been converted into Public Limited Company with effect from May 26, 2023 and also initiated the process of IPO, therefore the Board by passing resolutions in its meeting held on June 3, 2023 constituted/ re-constituted the following committees ("**Committees**") under the provisions of the Act and SEBI Listing Regulations:

a. Audit Committee;

b. Stakeholders' Relationship Committee;

c. Nomination and Remuneration Committee;

d. Risk Management Committee; and

e. Corporate Social Responsibility Committee.

During the year under review, all recommendations of the Committees of the Board which were mandatorily required have been accepted by the Board. A detailed note on the composition of the Board and its Committees, including its terms of reference is in line with the provisions of the Act and the SEBI Listing Regulations and provided in the Corporate Governance Report which forms part of this Annual Report.

Apart from above Committees, the Board, by passing resolution in its meeting held on June 9, 2023, re-constituted IPO Committee comprising of Mr. Arvind Kamath, Whole Time Director, Mr. Goutam Rampelli, Whole Time Director, and Mr. Balraj Kishor Namdeo, Independent Director. Only one meeting of IPO Committee held on April 22, 2024 which was attended by all three aforesaid members of said committee.

Further the Board, by passing resolution in its meeting held on April 11, 2024, constituted Committee of Independent Directors, with respect to IPO, comprising of Mr. Balraj Kishor Namdeo, Independent Director, Mr. Mohammad Habibulla, Independent Director, Mr. Raman Govind Rajan, Independent Director and Mrs. Sudha Bhushan, Independent Director. Only one meeting of Committee of Independent Directors held on April 16, 2024 which was attended by all four aforesaid members of said committee.

Both aforesaid IPO Committee and Committee of Independent Directors have been dissolved by the Board by passing resolution in its meeting held on May 30, 2024.

18. RISK MANAGEMENT

The Board of the Company has constituted a Risk Management Committee to review and assess the risk management process in the Company. The Committee is responsible to ensure that appropriate methodology, processes and systems are in place to monitor, evaluate and mitigate risks associated with the business of the Company.

Your Company has framed and implemented a Risk Management Policy for the assessment and minimization of risk, which may be accessed at https://drive.google.com/file/d/1wn07VpGIomz5FyI6-mDSU74kpsnx2gYD/view

19. DISCLOSURE UNDER SECTION 67(3)(C) OF THE COMPANIES ACT, 2013

No disclosure is required under Section 67(3)(c) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 in respect of voting rights not exercised directly by the employees of the Company as the provisions of the said section are not applicable.

20. DEPOSITS

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Act during the financial year 2023-24.

21. RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year 2023-24 were on an arm's length basis and were in the ordinary course of business and are in compliance with the applicable provisions of the Act. The details of material related party transactions as required under provisions of section 134(3)(h) of the Act read with rule 8 of the Companies (Accounts) Rules, 2014 are provided in Form AOC-2, which is annexed to this Board's Report as **'Annexure C'.**

However, the details of transactions with Related Parties are provided in the Company's financial statements in accordance with the Accounting Standards. All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee and the Board on a quarterly basis, specifying the nature, value and terms and conditions of the transactions. The Related Party Transactions Policy is available on our website, at https://drive.google.com/file/d/1uxwzeU1cz18VAxdVhyFOoeb5utdjyDYj/view

22. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2024 in the prescribed Form no. MGT-7 is available on the Company's website at https://www.jnkindia.com/

23. DISCLOSURE ABOUT DISQUALIFICATION

None of the Directors of the Company are disqualified under section 164(2) of the Act.

24. ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources. The Company is committed to continuously take further steps to provide a safe and healthy environment.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, no loan was given and there was no guarantee given or security provided pursuant to section 186 of the Act.

26. DETAILS OF LOANS AVAILED FROM DIRECTORS OR THEIR RELATIVES

Pursuant to Clause (viii) of Rule 2 of Companies (Acceptance of Deposits) Rules, 2014, details of loans availed during the year under review from directors of the Company have been given in the Notes to the Financial Statements. However, there was no loans availed from the relatives of directors of the Company.

27. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3) (c) read with Section 134 (5) of the Act, your Directors, to the best of their knowledge and ability, hereby confirms that:

a) in the preparation of the annual accounts the financial year ended March 31, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

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 as at March 31, 2024 and of its profit for the year ended on that date;

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

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 were operating effectively; and

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

28. AUDITORS AND AUDITORS' REPORT

a) Statutory Auditors

M/s. CVK & Associates, Chartered Accountants, Mumbai (Firm Registration Number: 101745W) were appointed as Statutory Auditors of the Company for a period of 5 years at the annual general meeting ("**AGM**") held on August 14, 2019, to hold office from the conclusion of the said AGM until the conclusion of the AGM of the Company to be held for financial year ending on March 31, 2024. Tenure of existing Statutory Auditors for two terms of 5 consecutive years will expire at the ensuing AGM of the Company as per section 139(2) of the Act.

The notes on Financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remarks.

Your Company, based on the recommendation of the Audit Committee and the Board of Directors vide their resolution of even date September 26, 2024, proposes and recommends to the members of the Company for appointment of M/s. P G Bhagwat LLP, Chartered Accountants, as Statutory Auditors (Firm Registration Number: 101118W / W100682) for the period of 5 years from the conclusion of the ensuing AGM of the Company until the conclusion of the AGM of the Company to be held for financial year ending on March 31, 2029.

b) Cost Auditors

Pursuant to section 148 of the Act and on the recommendation of Audit Committee, the Board by passing resolution in its meeting held on September 27, 2023, appointed M/s Shekhar Joshi & Company, Cost Accountants, (Firm Registration Number 100448), as Cost Auditor for conducting the audit of cost records maintained by the Company for the financial year 2023-24.

The Board by passing resolution in its meeting held on August 13, 2024, re-appointed M/s Shekhar Joshi & Company, Cost Accountants, (Firm Registration Number 100448), as Cost Auditor for conducting the audit of cost records maintained by the Company for the financial year 2024-25.

c) Secretarial Auditors

Pursuant to section 204 of the Act and on the recommendation of Audit Committee, the Board by passing resolution in its meeting held on July 27, 2023, appointed M/s. Suman Sureka & Associates, Company Secretaries, as Secretarial Auditors to carry out Secretarial Audit of the Company for the financial year ending March 31, 2024. According to the provisions of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report is enclosed as a part of this Board's Report as an **Annexure-B.**

The observations and comments, appearing in the Secretarial Auditors' Report are self-explanatory and do not call for any further comments. The Secretarial Auditors' Report does not contain any qualification, reservation or adverse remarks.

29. EMPLOYEE STOCK OPTION PLAN (ESOP)

With a view to attract and retain key talents working with the Company by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability, your Company implemented 'JNK EMPLOYEES STOCK OPTION PLAN, 2022 ("**ESOP 2022**"). ESOP 2022 was approved by the shareholders at the Extra Ordinary General Meeting held on March 29, 2022 and the eligible employees were granted stock options under the said scheme on March 31, 2022.

During the year under review, ESOP 2022 was amended in order to comply with the requirements of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SEBI SBEB & SE Regulations**"). The amended ESOP 2022 was approved by the shareholders at the Extra Ordinary General Meeting held on July 27, 2023.

Your Company's Secretarial Auditors, M/s. Suman Sureka & Associates, Company Secretaries, Mumbai, has certified that the Company's above-mentioned scheme has been implemented in accordance with the SEBI SBEB & SE Regulations.

Pursuant to Regulation 14 of the SEBI SBEB & SE Regulations, a statement giving complete details, as at March 31, 2024, is available on the website of the Company https://www.jnkindia.com/

Details of ESOP-2022 as on March 31, 2024

(Pursuant to the provisions of Section 62 read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014)

<table>
<tr><th>Particulars</th><th colspan="2">Description</th></tr>
<tr><td>Options outstanding (including vested and unvested options) - as at the beginning of year</td><td colspan="2">196,000</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">980,000</td></tr>
<tr><td>Options granted during the year</td><td colspan="2">Nil</td></tr>
<tr><td>Options vested & Not exercised</td><td colspan="2">34,800</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">1,74,000</td></tr>
<tr><td>Options exercised</td><td colspan="2">78,400</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">3,92,000</td></tr>
<tr><td>Total Number of shares arising as a result of exercise of options</td><td colspan="2">78,400</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">3,92,000</td></tr>
<tr><td>Options lapsed/ surrendered</td><td colspan="2">48,000</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">2,40,000</td></tr>
<tr><td>The exercise price</td><td colspan="2">Rs. 10/-</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">Rs. 2/-</td></tr>
<tr><td>Variation of terms of options</td><td colspan="2">Not applicable</td></tr>
<tr><td>Money realized by exercise of options</td><td colspan="2">Rs. 7,84,000/-</td></tr>
<tr><td>Total number of options (including vested and unvested options) in force at the end of the year</td><td colspan="2">69,600</td></tr>
<tr><td>As adjusted for the split in face value from Rs. 10/- to Rs. 2/-*</td><td colspan="2">3,48,000</td></tr>
<tr><td>Employee wise details of options granted to</td><td colspan="2"></td></tr>
<tr><td>(i) Key Managerial personal</td><td colspan="2">Nil</td></tr>
<tr><td rowspan="3">(ii) Employees who receives a grant of options in any one year of option amounting to 5% or more of options granted.</td><td>Name of Employee</td><td>No. of Options Granted</td></tr>
<tr><td>Nil</td><td>Nil</td></tr>
<tr><td>Total</td><td>Nil</td></tr>
<tr><td>iii) identified employees who were granted option, during any one year, equal to or exceeding 1% of issued capital of the Company at the time of grant.</td><td colspan="2">Nil</td></tr>
</table>

* *Face value of equity shares of the Company was sub-divided from Rs. 10/- each to Rs. 2/- each with effect from April 14, 2023 pursuant to special resolution passed in the extra-ordinary general meeting of the Company held on April 14, 2023.*

30. CREDIT RATING

The Company has obtained Credit Ratings from CRISIL Ratings Limited for its credit facilities. The Credit rating(s) were as follows:

Facilities/Instruments	Ratings
Bank Guarantee	CRISIL A2
Cash Credit	CRISIL BBB+/Stable
Term Loan	CRISIL BBB+/Stable

31. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo as per section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are provided hereunder.

a) Conservation of Energy:

i) The steps taken or impact on conservation of energy;	The Company constantly strives to save power consumption at the office premises and project sites through use of power-saving electric equipments.
ii) The steps taken by the company for utilising alternate sources of energy;	
iii) The capital investment on energy conservation equipments;	

b) Technology Absorption:

i) the efforts made towards technology absorption;	No new technology has been absorbed during the financial year.
ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	Not applicable.
iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- a) the details of technology imported; b) the year of import; c) whether the technology been fully absorbed; d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	No new technology has been imported during the last three years.
iv) the expenditure incurred on Research and Development.	Nil

c) Foreign Exchange Earnings and Outgo:

Details of earnings in foreign exchange:

(Rs. in Millions)

Particulars	FY 2023-24	FY 2022-23
Export of goods calculated on FOB basis	340.49	1797.38
Professional and Consultancy fees	-	-
Other Income	166.08	860.09
Total Earning in foreign Exchange	**506.57**	**2657.47**

Details of expenditure in foreign exchange:

(Rs. in Millions)

Particulars	FY 2023-24	FY 2022-23
Import of goods calculated on CIF basis		
i) Raw Material	151.36	283.41
ii) Component and spare parts	-	-
iii) Capital goods	-	0.58
Professional and Consultancy fees	10.27	1.74
Technical fees	16.81	3.53
Other expenditure	44.52	593.23
Total Expenditure in foreign Exchange	**222.95**	**882.49**

32. **CORPORATE SOCIAL RESPONSIBILITY ("CSR")**

In accordance with the provisions of Section 135 of the Act and rules made thereunder the Company has adopted a policy for CSR and the Board has constituted a CSR Committee for implementing the CSR activities. The Annual Report on the CSR activities is appended as **"Annexure E"** to this Board's Report.

33. **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management Discussion and Analysis Report as stipulated under Regulation 34 read with Schedule V of the SEBI Listing Regulations is presented in a separate section forming part of this Annual Report. Management's Discussion and Analysis Report provides details of the overall industry structure, developments, performance and state of affairs of the Company's business.

34. **CORPORATE GOVERNANCE REPORT**

In compliance with Regulation 34 and other applicable provisions of the SEBI Listing Regulations, a separate Report on Corporate Governance forms part of this Annual Report. The Secretarial Auditor's certificate on Compliance with the conditions of the Corporate Governance requirements by the Company is attached to the Report on Corporate Governance.

35. **BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT ("BRSR")**

The Business Responsibility and Sustainability Report as stipulated under Regulation 34(2)(f) of the SEBI Listing Regulations is not applicable for the financial year ended on March 31, 2024.

36. **PARTICULARS OF EMPLOYEES:**

The information required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as **Annexure-D** to this Board's Report. The statement containing names of the top 10 employees, in terms of remuneration drawn and the particulars of employees as required under the Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the Members, excluding the aforesaid Annexure. In terms of Section 136 of the Act, the said Annexure is available for inspection at the registered office of the Company during business hours on working days upto the date of forthcoming AGM. Any member interested in obtaining a copy thereof may send an email to investorrelations@jnkindia.com.

37. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("**POSH Act**"). All employees (permanent, contractual, temporary and trainees) are covered under this policy.

An Internal Complaints Committee ("**ICC**") has been set up to redress complaints received regarding sexual harassment at workplace under the provisions of the POSH Act.

There was no complaint received during the financial year 2023-24.

38. WHISTLE BLOWER POLICY/ VIGIL MECHANISM

Pursuant to Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, the Company has framed a policy on Whistle Blower/ Vigil Mechanism, which enables any Director, Employee & Stakeholder of the Company to report their genuine concerns / instances of any unethical / improper activity, directly to the Chairperson of the Audit Committee, as a Protected Disclosure. The employees, who join the Company are apprised of the availability of the said policy as a part of their induction schedule. The policy also provides adequate safeguards against victimization of persons, who may use such mechanism.

The said policy is available on the website of the Company at https://drive.google.com/file/d/1RuHhQ5wNodFBskfnAlITr5U9eJVuGqaS/view

39. INTERNAL FINANCIAL CONTROLS

Your Company has implemented Internal Financial Controls over Financial Reporting through policies, procedures and guidelines. The Statutory Auditor of your Company has also given an opinion that the Internal Financial Controls over Financial Reporting are adequate and are operating effectively during the financial year.

40. SECRETARIAL STANDARDS

Your Company has complied with the applicable Secretarial Standards, issued by the Institute of Company Secretaries of India (ICSI), during the period under review.

41. AWARDS AND RECOGNITIONS

Please refer Management's Discussion and Analysis Report for the awards/recognitions received by the Company.

42. OTHER DISCLOSURES:

Your Directors state that for the financial year 2023-24, no disclosures are required in respect of the following items and accordingly affirm as under:

i. It is not proposed to transfer any amount to reserves.

ii. No amount or shares were required to be transferred to the Investor Education and Protection Fund under the provisions of the Act.

iii. Your Company has not issued shares with differential voting rights and sweat equity shares during the year under review.

iv. No Buyback of shares were undertaken by the Company during the year under review.

v. No material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

vi. The provisions regarding receipt of remuneration or commission from holding or subsidiary of the Company are not applicable for the year under review and hence, the disclosure under Section 197 (14) of the Act is not required.

vii. There was no change in the nature of business during the financial year under review.

viii. There were no instances where your Company required the valuation for one-time settlement or while taking the loan from the Banks or Financial Institutions.

ix. No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

x. The Statutory Auditors of the Company have not reported any instances of fraud or irregularities in the management of the Company during the financial year under review.

xi. No petition/ application has been admitted against the Company, under Insolvency and Bankruptcy Code, 2016, by the National Company Law Tribunal.

xii. There was no instance of one-time settlement with any bank or Financial Institutions.

CAUTIONARY STATEMENT:

Statements in this Report, Management Discussion and Analysis, Corporate Governance, Notice to the Shareholders or elsewhere in this Annual Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statement' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the Market conditions and circumstances.

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation to the wholehearted support and co-operation the Company has received from the business associates, partners, vendors, clients, government authorities, and bankers of the Company.

The relations between the management and the employees were cordial during the financial year under review. We wish to place on record the appreciation for the contribution made by our employees at all levels. Your Directors appreciate and value the trust imposed upon them by all the shareholders of the Company.

For and on behalf of the Board of Directors of
JNK India Limited

Arvind Kamath
Chairperson & Whole Time Director
(DIN: 00656181)

Place: Thane
Date: September 26, 2024

ANNEXURE - A

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures **as on March 31, 2024**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. in Million)

Sl. No.	Particulars	Subsidiary (1)	Subsidiary (2)
1.	Name of the subsidiary	**JNK India Private FZE**	**JNK Renewable Energy Private Limited**
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	**April 1, 2023 to March 31, 2024**	**April 1, 2023 to March 31, 2024**
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	**Nigerian Naira. 1 Naira = 0.0640 INR (Rs. In Million)**	**-**
4.	Share capital	0.04	1.00
5.	Reserves & surplus	5.23	(1.04)
6.	Total assets	13.00	12.10
7.	Total Liabilities (excluding share capital and reserves & surplus)	7.73	12.14
8.	Investments	Nil	Nil
9.	Turnover (including other income)	22.77	33.90
10.	Profit before taxation	4.32	2.23
11	Translation Loss	Nil	Nil
12.	Provision for taxation	Nil	0.47
13.	Profit after taxation	4.32	1.76
14.	Proposed Dividend	Nil	Nil
15.	% of shareholding	100%	100%

Notes: 1. Names of the subsidiaries which are yet to commence operations: NIL

2. Names of the subsidiaries which have been liquidated or sold during the year: NIL

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: Not Applicable

Notes 1. Names of associates or joint ventures which are yet to commence operations. **NA**

2. Names of associates or joint ventures which have been liquidated or sold during the year.**NA**

For and on behalf of the Board of Directors of
JNK India Limited

Arvind Kamath
Chairperson & Whole Time Director
(DIN: 00656181)

Goutam Rampelli
Whole Time Director
(DIN: 07262728)

Dipak Bharuka
Whole Time Director& CEO
(DIN: 09187979)

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary & Compliance Officer
M. No. A26538

Place: Thane
Date: May 30, 2024

ANNEXURE "B"

SECRETARIAL AUDIT REPORT

Form No. MR-3

(for the financial year ended 31st March, 2024)

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

To,
The Members of
JNK India Limited
(Formerly known as JNK India Private Limited)
Unit No. 203, 204, 205 & 206,
Opp. TMC Office, Centrum IT Park,
Near Satkar Hotel, Thane -West, Thane – 400604

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **JNK India Limited (Formerly known as JNK India Private Limited) (CIN: L29268MH2010PLC204223)** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, during the audit period covering the financial year ended on 31st March, 2024, generally 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, 2024 according to the provisions of undernoted Acts, regulations and guidelines as applicable to the Company:

(i) The Companies Act, 2013 (the Act) and the rules made there under.

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made thereunder; **Not applicable to the Company for the year under review. However, it is applicable as on the date of this report pursuant to the listing of its securities after the closure of the year under review.**

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;

(v) The following Regulations and guidelines prescribed under Securities and Exchange Board of India Act, 1992('SEBI Act'): - **Not applicable to the Company for the year under review as the Company was an Unlisted Public Company as on the closure of the year under review. However, it is applicable as on the date of this report pursuant to the listing of its securities after the closure of the year under review.**

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

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

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

(e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021

(f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

(g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018

(h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We further report that, having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the provisions of Labour Laws, Environmental Laws and other related Industry specific laws to the extent applicable to the Company.

We have also examined compliance with the applicable clauses of the Secretarial Standards with respect to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India under the provisions of the Companies Act, 2013.

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 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/Committee Meetings, agenda and detailed notes on agenda were sent generally seven days in advance.
- A system exist for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting.
- Decisions at the Board Meetings/ Committee Meetings were taken with requisite majority.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company of applicable financial laws including but not limited to direct and indirect tax laws has not been reviewed in this audit since the same have been subject to review by statutory financial auditor and other designated professional.

We further report that during the audit period, there was specific event/action having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., as mentioned below:

a) Adoption of new set of Articles of Association of the Company in view of conversion of the Company into public limited company.

b) Amendment of objects clause of Memorandum of Association of the Company.

c) Allotment of 78,400 equity shares of Rs. 10/- each to Employees who have exercised Stock Option under "JNK Employees Stock Option Plan, 2022" in the Board meeting held on 12th April, 2023.

d) Alteration of Capital clause by sub-diving the face value of Equity shares of the Company from Rs. 10/- per share to Rs. 2/- per share.

e) The Company at the Annual General Meeting held on 19th May, 2023 declared final dividend of Rs. 1,45,17,600/- to its shareholders as per the provisions of the Act.

f) Appointment of Mr. Arvind Kamath and Mr. Goutam Rampelli as a Whole-time Director of the Company for five years from April 1, 2023 to March 31, 2028.

g) The name of the Company has changed Form "JNK India Private Limited" to "JNK India Limited" with effect from May 26, 2023.

h) Appointment of Mr. Raman Govind Rajan, Mr. Balraj Kishor Namdeo and Mrs. Sudha Bhushan as Additional Independent Directors of the Company for five years with effect from 3rd June, 2023.

i) Appointment of Mr. Dipak Kacharulal Bharuka, who was Chief Executive Officer, as Whole-time Director of the Company for five years with effect from 19th July, 2023 and Mr. Dipak Kacharulal Bharuka was designated as Whole-time Director & Chief Executive Officer of the Company.

j) Appointment of Mr. Mohammad Habibulla as Additional Independent Director of the Company for five years with effect from 19th July, 2023.

k) Regularisation of Mr. Raman Govind Rajan, Mr. Balraj Kishor Namdeo, Mrs. Sudha Bhushan and Mr. Mohammad Habibulla as Independent Directors in Extra ordinary General Meeting held on 27th July, 2023.

l) The Company has, vide Special Resolution passed by the Shareholders at their Extra ordinary General Meeting held on 27th July, 2023, approved the Initial Public Offer (IPO) of Equity Shares comprising of a fresh issue of Equity Shares aggregating up to Rs. 3,500 million by the Company (the **"Fresh Issue"**) with an option to the Company to retain an over-subscription to the extent of 1% of the net offer size and an offer for sale of Equity Shares by existing and eligible shareholders of the Company (the "**Selling Shareholders**") who intimate their intention to the Board (the "**Offer for Sale**" and together with the Fresh Issue, the "**Offer**") including the issue and allotment/ transfer of Equity Shares to the stabilising agent pursuant to a green shoe option, if any, in terms of the SEBI ICDR Regulations at a price to be determined by the book building process in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws (including a pre-Offer placement, if any).

m) The Company came out with its first public issue by way of Fresh Issue of 72,28,915 Equity shares of Rs. 2 each and an Offer for Sale of 84,21,052 equity shares of Rs. 2 each of the Company by 4 (four) (the "**Selling Shareholder(s)**") (the "**Offer**"), at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and for the purpose filed the Draft Red Herring Prospectus dated August 22, 2023 with SEBI and Stock Exchanges, Red Herring Prospectus dated April 15, 2024 and Prospectus dated April 25, 2024 with ROC. Thereafter the equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited on 30th April, 2024.

I further report that,

During the audit period, there were no instances of:

(i) Rights/ Preferential issue of shares/ debentures/ sweat equity, etc.;

(ii) Redemption/ buy-back of securities;

(iii) Foreign technical collaborations;

(iv) Major decisions taken by the members in pursuance to section 180 of the CompaniesAct, 2013;

(v) Merger / amalgamation / reconstruction, etc.

For **Suman Sureka & Associates**

Place: Mumbai.
Date: 26/09/2024
UDIN: F006842F001325863

Suman Murarilal Sureka
Proprietor
FCS No. – 6842 C.P. No. - 4892

Peer Review Certificate no. 2104/2022

This report is to be read along with our letter annexed as **Annexure-A** and forms an integral part of this report.

ANNEXURE-A

To,
The Members of
JNK India Limited
(Formerly known as JNK India Private Limited)
Unit No. 203,204,205 & 206,
Opp. TMC Office, Centrum IT Park,
Near Satkar Hotel, Than, e-West, Thane-400604

Our Secretarial Audit Report for the financial year ended 31st March, 2024 is to be readalong with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records,based on our audit.
2. We have followed the audit practices and processes as were appropriate, to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have relied on the audited financial statements of the Company for the correctness and appropriateness of financial records and Books of Accounts.
4. We have obtained the Management representation, wherever required, about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of theCompany nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Suman Sureka & Associates**

Place: Mumbai.

Date: 26/09/2024

UDIN: F006842F001325863

Suman Murarilal Sureka
Proprietor
FCS No. – 6842 C.P. No. - 4892

Peer Review Certificate no. 2104/2022

ANNEXURE - C

Form No. AOC-2

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

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

1. **Details of contracts or arrangement or transactions not at arm's length basis: NIL**
2. **Details of material contracts or arrangement or transactions at arm's length basis:**

Name (s) of the related party & nature of relationship:	Nature of contracts/ arrangements/ transactions:	Duration of the contracts/ arrangements/ transactions:	Salient terms of the contracts or arrangements or transactions including the value, if any: (Rs. in Million)	Date of approval by the Board, if any:	Amount paid as advances, if any:
JNK Global Co., Ltd. (formerly known as JNK Heaters Co., Ltd.) (Project Office in India)	Sale of Goods	FY 2023-24	The value of the transaction entered into by the Company during the financial year is Rs. 1128.47 million.	April 12, 2023	NIL

For and on behalf of the Board of Directors of

JNK India Limited

Arvind Kamath

Chairperson & Whole Time Director

(DIN: 00656181)

Place: Thane

Date: September 26, 2024

ANNEXURE "D"

PARTICULARS OF REMUNERATION AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULES 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES 2014

1. **The ratio of the remuneration of each director to median remuneration of the employees of the Company for the financial year 2023-24:**

Name of Director	Designation	Ratio of remuneration of each director to the median remuneration of the employees
Mr. Arvind Kamath	Chairperson & Whole Time Director	43.54:1
Mr. Goutam Rampelli	Whole Time Director	34.83:1
Mr. Dipak Bharuka	Whole Time Director & CEO	29.02:1
Mr. Bang Hee Kim*	Non Executive Director	Not Applicable
Mr. Balraj Kishor Namdeo	Independent Director	0.89:1
Mr. Raman Govind Rajan	Independent Director	0.89:1
Mrs. Sudha Bhushan	Independent Director	0.89:1
Mr. Mohammad Habibulla	Independent Director	0.65:1

**During the year, the Company paid professional fees to Mr. Bang Hee Kim, Non-Executive Non-Independent Director for technical consultancy services.*

2. **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2023-24:**

Name of Director	Designation	% increase in remuneration in the 2023-24
Mr. Arvind Kamath	Chairperson & Whole Time Director	152.52%
Mr. Goutam Rampelli	Whole Time Director	203%
Mr. Dipak Bharuka	Whole-time Director & CEO	68.35%
Mr. Pravin Sathe	Chief Financial Officer	Not applicable as the date of appointment is March 20, 2023.
Mr. Ashish Soni	Company Secretary & Compliance Officer	Not applicable as the date of appointment is March 16, 2023.

Note: i. Other than Sitting fees for attending the Board and Committee Meetings, Independent Directors have not been paid any remuneration.

ii. No remuneration is paid to Mr. Bang Hee Kim, Non-Executive Non-Independent Director except payment of professional fees for technical consultancy services.

3. **The percentage increase in the median remuneration of employees in the financial year 2023-24: 6.01%**
4. **The number of permanent employees on the rolls of the Company as on March 31, 2024: 250 employees**
5. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year 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:**
   - During FY 2023-24, the average percentage increase / (decrease) in salary of the Company's employees, excluding Managerial Personnel was 26.64%.
   - During FY 2023-24, the average percentage increase / (decrease) in salary of the Managerial Personnel was 141.30%.
   - The increase in remuneration of Managerial personnel is in line with the duties and responsibilities cast upon them.
6. **It is affirmed that the Remuneration is as per the Remuneration policy for Directors, Key Managerial Personnel, and other employees adopted by the Company.**

For and on behalf of the Board of Directors of
JNK India Limited

Arvind Kamath
Chairperson & Whole Time Director
(DIN: 00656181)

Place: Thane
Date: September 26, 2024

"ANNEXURE-E"

Annual Report on Corporate Social Responsibility (CSR) Activities

1. A brief outline on CSR policy of the Company:

   The Company is committed to enrich the quality of life in different segments of the society. The Company aims to affect positively the economic and social conditions of communities in which the Company operates. It is the continuing commitment of the Company to behave ethically and contribute to the economic development of the society at large and building capacity for sustainable development. The details of CSR Policy of the Company are available at the Company's website.

2. Composition of the CSR Committee:

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
Mr. Arvind Kamath	Chairperson/ Executive Director	2	2
Mr. Goutam Rampelli	Member/ Executive Director	2	2
Mr. Raman Govind Rajan	Member/ Non-Executive - Independent Director	2	2

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

(i) https://drive.google.com/file/d/1bVin2xhKqnwmGq3xv3GxGqNdnXWlFTLH/view

(ii) https://drive.google.com/file/d/13cRQlY7MMgortiFijSvc182zTk1wsheb/view

(iii) https://drive.google.com/file/d/1pvqi6E-2N9smV3kCNDGRo0QSxYQ6ucuj/view

4.

The executive summary alongwith web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 if applicable:	Not Applicable

(Rs. in Millions)

5.

(a)	Average net profit of the Company as per sub-section (5) of section 135.	445.52
(b)	Two percent of average net profit of the Company as per sub-section (5) of section 135.	8.91
(c)	Surplus arising out of the CSR Projects or programmes or activities of the previous financial years.	NIL
(d)	Amount required to be set-off for the financial year, if any.	0.11
(e)	Total CSR obligation for the financial year [(b)+(c)-(d)].	8.80

6.

(a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	8.91
(b)	Amount spent in Administrative Overheads.	NIL
(c)	Amount spent on Impact Assessment, if applicable.	Not Applicable
(d)	Total amount spent for the Financial Year [(a)+(b)+(c)].	8.91

Total Amount Spent for the Financial Year. (Rs. in Million)	Amount Unspent (Rs. in Million)				
	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 Fund	Amount	Date of Transfer
8.91	-	-	-	-	-

(a) Excess amount for set-off, if any		
Sr.No	**Particular**	**Amount (Rs. in Million)**
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the Company as per sub-section (5) of section 135	8.91 However, total CSR obligation for the financial year was Rs. 8.8 million after set off of excess amount of CSR spent of earlier financial years.
(ii)	Total amount spent for the Financial Year	8.91
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	0.11 (8.91-8.8)
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.11

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years

1	2	3	4	5	6		7	8
Sr. No.	**Preceding Financial Year(s)**	**Amount transferred to Unspent CSR Account under subsection (6) of section 135 (Rs. in Millions)**	**Balance Amount in Unspent CSR Account under subsection (6) of section 135 (Rs. in Millions)**	**Amount Spent in the Financial Year (Rs. in Millions)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any**		**Amount remaining to be spent in succeeding Financial Years (Rs. in Millions)**	**Deficiency, if any**
					Amount (Rs. in Millions)	**Date of Transfer**		
1	FY-1	Not Applicable						
2	FY-2							
3	FY-3							

8.

Whether any capital assets have been created or acquired through Corporate Social Responsibility amount	~~Yes/~~ No.
If Yes, enter the number of Capital assets created/ acquired	

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

Sr. 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**
Not Applicable							

9.

Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub section (5) of section 135.	Not Applicable

For JNK India Limited

Arvind Kamath
Director (DIN: 00656181)
Chairperson of CSR Committee

Place: Thane
Date: September 26, 2024

Goutam Rampelli
Director (DIN: 07262728)
Member of CSR Committee

Place: Delhi
Date: September 26, 2024

CORPORATE GOVERNANCE REPORT

The report on Corporate Governance is prepared pursuant to Regulation 34 read with Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**").

(1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company is adopting high standards of excellence in Corporate Governance and believes that good corporate governance practices should be enshrined in all activities of the Company. This would ensure efficient conduct of the affairs of the Company and help the Company to achieve its goal of maximizing value for all its stakeholders.

We, as a Company, have always focused on 'best-in-class' Corporate Governance practices, which is a key driver for sustainable corporate growth and long-term value creation for our stakeholders. Through the Governance mechanism in the Company, the Board along with its Committees undertake its fiduciary responsibilities towards all its stakeholders by ensuring transparency, fair play & independence in its decision making. The Company's Policies are an extension of its values and reflect its commitment to ethical Business practices, integrity and regulatory compliances.

(2) BOARD OF DIRECTORS

The Board is in conformity with Regulation 17(1) of the SEBI Listing Regulations and the Companies Act, 2013 (the "**Act**"). The strength of the Board of Directors as on March 31, 2024 was eight comprising the one Executive Director & Chairperson, two Executive Directors, one Non-executive non independent Director and four Independent Directors. The three Executive Directors are amongst the promoters of the Company.

In the opinion of the Board, the Independent Directors fulfil the conditions specified in these regulations and are independent of management. The profile of Directors can be found at website of the Company at https://www.jnkindia.com/

The Composition and categories of the Directors on the Board, their attendance at Board meetings and at the last Annual General Meeting ('AGM') held during the FY 2023-24:

None of the Directors of the Company is a Member of more than 10 (Ten) Committees or a Chairperson of more than 5 (Five) committees across all the Listed Companies in which he/she is a Director as per Regulation 26(1) of the SEBI Listing Regulations. Further as mandated by Regulation 17A of SEBI Listing Regulations, no Director of the Company serves as Director/Independent Director in more than seven listed companies and in case he/she is serving as a Whole-Time Director/ Managing Director in any listed company, does not hold the position of Independent Director in more than three listed companies. Further, all Directors have informed about their Directorships and Committee memberships/ chairpersonships including any changes in their positions. Relevant details of the Board of Directors as on March 31, 2024 are given below:

Sr. No.	Name of Director	Category	No. of Board Meetings held and attended during the FY 2023-24			Whether attended last AGM held on May 19, 2023
			Held	Entitled	Attended	
1.	Mr. Arvind Kamath	Chairperson & Whole Time Director - Promoter Executive	12	12	12	Yes
2.	Mr. Goutam Rampelli	Whole Time Director - Promoter Executive	12	12	12	Yes
3.	Mr. Dipak Bharuka	Whole Time Director & CEO - Promoter Executive	12	7	6	NA
4.	Mr. Bang Hee Kim	Non-Executive Non-Independent Director	12	12	11	Yes
5.	Mr. Balraj Kishor Namdeo	Independent Director	12	9	9	NA
6.	Mr. Raman Govind Rajan	Independent Director	12	9	9	NA
7.	Mrs. Sudha Bhushan	Women Independent Director	12	9	9	NA
8.	Mr. Mohammad Habibulla	Independent Director	12	7	7	NA

Details of Board Meeting

12 (Twelve) meetings of the Board of Directors were held during the year on April 12, 2023, May 17, 2023, May 18, 2023, June 3, 2023, June 9, 2023, July 19, 2023, July 27, 2023, August 22, 2023, September 27, 2023, January 22, 2024, February 8, 2024 and March 12, 2024.

The relation of Directors inter se with each other, names of other Indian listed entities where Directors of the Company hold directorship, its category and the number of directorships and committee Chairpersonships/ Memberships held by them in other public limited companies as on March 31, 2024, is given below:

Sr. No.	Name of Director	Relation with other Directors	Directorship held in other Listed entities along with Category	No. of Directorships in other Indian Public Limited Companies (As on March 31, 2024)	Membership and Chairpersonship of the Committees of the Board of other Companies*		No. of Equity Shares held (As on March 31, 2024)
					Chairperson	Member	
1.	Mr. Arvind Kamath	-	-	-	-	-	Nil
2.	Mr. Goutam Rampelli	-	-	-	-	-	57,60,000
3.	Mr. Dipak Bharuka	-	-	-	-	-	49,60,000
4.	Mr. Bang Hee Kim	-	-	-	-	-	Nil
5.	Mr. Balraj Kishor Namdeo	-	Independent Director in D & H India Limited	-	-	Member in Audit Committee of D & H India Limited	Nil
6.	Mr. Raman Govind Rajan	-	-	Independent Director in Kribhco Fertilizers Limited	Chairperson of Audit Committee of Kribhco Fertilizers Limited	-	Nil
7.	Mrs. Sudha Bhushan	-	Independent Director in Aurionpro Solutions Limited, Choice International Limited, Digjam Limited and West Coast Paper Mills Limited	Independent Director in Sasmos Het Technologies Limited	Chairperson of Audit Committee of Digjam Limited. Chairperson of Stakeholders' Relationship Committee of Digjam Limited	Member of Audit Committee of Choice International Limited and Digjam Limited	Nil
8.	Mr. Mohammad Habibulla	-	-	-	-	-	Nil

**For the purpose of considering the limit of Committee membership and chairpersonship of a Director, membership and Chairpersonship of Audit Committee and Stakeholders Relationship Committee of public companies have been considered.*

List of Core Skills/Expertise/Competencies of Directors

A chart or matrix setting out the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s) for it to function effectively along with the names of directors possessing the same are as under :-

Sr. No.	Name of Director	Skills/Expertise/Competence					
		Industry Knowledge & Business Experience	Business Operations	Finance & Accounting	Board service, governance and Leadership	Strategy Development and Implementation	Information Technology & Policy Development
1.	Mr. Arvind Kamath	✓	✓	✓	✓	✓	✓
2.	Mr. Goutam Rampelli	✓	✓	✓	✓	✓	✓
3.	Mr. Dipak Bharuka	✓	✓	✓	✓	✓	✓
4.	Mr. Bang Hee Kim	✓	✓	✓	✓	✓	✓
5.	Mr. Balraj Kishor Namdeo	✓	✓	✓	✓	✓	✓
6.	Mr. Raman Govind Rajan	✓	✓	✓	✓	✓	✓
7.	Mrs. Sudha Bhushan	✓		✓	✓	✓	✓
8.	Mr. Mohammad Habibulla	✓	✓	✓	✓	✓	✓

Independent Directors

The Company has received declarations from the Independent Directors that they meet the criteria of Independence laid down under the Act and the SEBI Listing Regulations. The Independent Directors have also confirmed that they have registered themselves in the databank of persons offering to become Independent Directors. All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. The terms and conditions of their appointment are disclosed on the Company's website: https://www.jnkindia.com/

Separate Meeting of Independent Directors

Schedule IV of the Act, SEBI Listing Regulations and Secretarial Standard – 1 on Meetings of the Board of Directors mandates that the Independent Directors of the Company hold at least one meeting in a year, without the attendance of Non-Independent Directors. The Independent Directors Meeting was held on March 30, 2024. The Independent Directors, inter alia, discussed and reviewed performance of Non-Independent Directors, the Board and its Committees as a whole, Chairperson of the Company and assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Familiarization Programme for Independent Directors

The Company's familiarization programmes for its Independent Directors includes an overview of the business model of the Company and its subsidiaries, the socio-economic environment in which the Company operates, the operational and financial performance of the Company and the significant developments taking place on a continuous basis. The Company also familiarize the independent directors with their roles, rights and responsibilities in the Company. The details of familiarization programmes imparted to Independent Directors are also disclosed on the Company's website at: https://www.jnkindia.com/

Performance Evaluation Criteria of Independent Directors

Pursuant to Regulation 17 of the SEBI Listing Regulations, evaluation of Independent Directors was carried out by the entire Board (excluding the directors being evaluated). All Independent Directors satisfies the independence criteria and are independent of management.

(3) COMMITTEES OF THE BOARD

During the FY 2023-24, the Board has the following five mandatory committees under the provisions of the Act and SEBI Listing Regulations:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders' Relationship Committee;
4. Risk Management Committee; and
5. Corporate Social Responsibility Committee.

The terms and reference to these Committees are determined by the Board and their relevance reviewed from time to time. Each of these Committees has been mandated to operate within a given framework. Minutes of the meetings of each of these Committees are tabled regularly at the Board Meetings for their perusal and noting.

(A) AUDIT COMMITTEE

Terms of Reference for the Audit Committee:

The scope and function of the Audit committee is in accordance with Section 177 of the Act and Regulation 18 read with schedule II (Part C) of the SEBI Listing Regulations and its terms of reference are as follows:

(A) Powers of Audit Committee

The Audit Committee shall have powers, including the following:

(1) to investigate any activity within its terms of reference;

(2) to seek information from any employee;

(3) to obtain outside legal or other professional advice;

(4) to secure attendance of outsiders with relevant expertise, if it considers necessary; and

(5) such other powers as may be prescribed under the Companies Act and the SEBI Listing Regulations.

(B) Role of Audit Committee

The role of the Audit Committee shall include the following:

(1) oversight of financial reporting process and the disclosure of financial information relating to JNK India Limited (the "**Company**") to ensure that the financial statements are correct, sufficient and credible;

(2) recommendation to the board of directors of the Company (the "**Board**" or "**Board of Directors**") for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;

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

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

a. matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act;

b. changes, if any, in accounting policies and practices and reasons for the same;

c. major accounting entries involving estimates based on the exercise of judgment by management;

d. significant adjustments made in the financial statements arising out of audit findings;

e. compliance with listing and other legal requirements relating to financial statements;

f. disclosure of any related party transactions; and

g. modified opinion(s) in the draft audit report.

(5) reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;

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

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

(8) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed;

Explanation: *The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013.*

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

(10) valuation of undertakings or assets of the Company and appointing a registered valuer in terms of Section 247 of the Companies Act, wherever it is necessary;

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

(12) reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;

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

(14) discussion with internal auditors of any significant findings and follow-up thereon;

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

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

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

(18) reviewing the functioning of the whistle blower mechanism;

(19) monitoring the end use of funds through public offers and related matters;

(20) overseeing the vigil mechanism established by the Company, with the Chairperson of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

(21) approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

(22) reviewing the utilization of loans and/or advances from/ investment by the holding company in the subsidiary exceeding Rs. 1,000,000,000 or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision; and

(23) considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;

(24) formulating, reviewing and making recommendations to the Board to amend the terms of reference of Audit Committee from time to time;

(25) approving the key performance indicators for disclosure in the offer document;

(26) reviewing compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, at least once in a financial year and shall verify that the systems for internal control under the said regulations are adequate and are operating effectively; and

(27) carrying out any other functions required to be carried out by the Audit Committee as may be decided by the Board and/or as provided under the Companies Act, the SEBI Listing Regulations and/or any other applicable laws, as and when amended from time to time, or by any regulatory authority and performing such other functions as may be necessary or appropriate for the performance of its duties.

The Audit Committee shall mandatorily review the following information:

- management discussion and analysis of financial condition and results of operations;
- management letters / letters of internal control weaknesses issued by the statutory auditors;
- internal audit reports relating to internal control weaknesses;
- the appointment, removal and terms of remuneration of the chief internal auditor; and
- statement of deviations in terms of the SEBI Listing Regulations:
  a. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) where the Equity Shares are proposed to be listed in terms of the SEBI Listing Regulations; and
  b. annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/ notice in terms of the SEBI Listing Regulations.
- The financial statements, in particular, the investments made by any unlisted subsidiary; and
- Such information as may be prescribed under the Companies Act and SEBI Listing Regulations.

Composition of Audit Committee, Number of Meetings held and Participation at the Meetings during FY 2023-24:

During FY 2023-24, 6 (Six) Audit Committee Meetings were held on July 19, 2023, July 27, 2023, September 27, 2023, January 22, 2024, February 8, 2024 and March 12, 2024. The attendance of members at meetings is as under:

Sr. No.	Name of Committee Member	Category	Position	Number of Meetings Held	Number of Meetings Attended
1.	Mrs. Sudha Bhushan	Non-Executive Independent Director	Chairperson	6	6
2.	Mr. Balraj Kishor Namdeo	Non-Executive Independent Director	Member	6	6
3.	Mr. Arvind Kamath	Executive Non-Independent Director	Member	6	6

(B) **NOMINATION AND REMUNERATION COMMITTEE**

Terms of Reference for the Nomination and Remuneration Committee:

The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Act read with Regulation 19 read with schedule II (Part D) of the SEBI Listing Regulations and its terms of reference are as follows:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the "**Board**" or "**Board of Directors**") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("**Remuneration Policy**");
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  a. use the services of an external agencies, if required;
  b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  c. consider the time commitments of the candidates.
- Formulation of criteria for evaluation of independent directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director), its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance. The Company shall disclose the remuneration policy and the evaluation criteria in its annual report;
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;
- Recommend to the board, all remuneration, in whatever form, payable to senior management;
- The Nomination and Remuneration Committee, while formulating the Remuneration Policy, should ensure that:
- the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
- 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.
- perform such functions as are required to be performed by the Nomination and Remuneration Committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, including the following:
  (a) administering the employee stock option plans of the Company, as may be required;
  (b) determining the eligibility of employees to participate under the employee stock option plans of the Company;
  (c) granting options to eligible employees and determining the date of grant;
  (d) determining the number of options to be granted to an employee;
  (e) determining the exercise price under the employee stock option plans of the Company; and
  (f) construing and interpreting the employee stock option plans of the Company and any agreements defining the rights and obligations of the Company and eligible employees under the employee stock option plans of the Company, and prescribing, amending and/or rescinding rules and regulations relating to the administration of the employee stock option plans of the Company.
- frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
  (a) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
  (b) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable.

- carrying out any other activities as may be delegated by the Board of Directors of the Company functions required to be carried out by the Nomination and Remuneration Committee as provided under the Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Composition of the Nomination and Remuneration Committee, Number of Meetings held and Participation at the Meetings during FY 2023-24:

During FY 2023-24, 2 (Two) Nomination and Remuneration Committee Meetings were held on June 9, 2023 and July 19, 2023. The attendance of members at meetings is as under:

Sr. No.	Name of Committee Member	Category	Position	Number of Meetings Held	Number of Meetings Attended
1.	Mrs. Sudha Bhushan	Non-Executive Independent Director	Chairperson	2	2
2.	Mr. Balraj Kishor Namdeo	Non-Executive Independent Director	Member	2	2
3.	Mr. Raman Govind Rajan	Non-Executive Independent Director	Member	2	2
4.	Mr. Arvind Kamath	Executive Non-Independent Director	Member	2	2

(C) **STAKEHOLDERS' RELATIONSHIP COMMITTEE**

Terms of Reference for the Stakeholders' Relationship Committee

The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Act and Regulation 20 read with schedule II (Part D) of the SEBI Listing Regulations and its terms of reference are as follows:

The Stakeholders' Relationship Committee shall be responsible for, among other things, as may be required under applicable law, the following:

- considering and looking into various aspects of interest of shareholders, debenture holders and other security holders
- resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.;
- formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
- giving effect to allotment of Equity Shares, approval of transfer or transmission of Equity Shares, debentures or any other securities;
- issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.;
- review of measures taken for effective exercise of voting rights by shareholders;
- review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- approve requests for transposition, deletion, consolidation, sub-division, change of name etc. of shares, debentures and other securities;
- to dematerialize or rematerialize the issued shares;
- review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company; and
- carrying out any other functions required to be carried out by the Stakeholders' Relationship Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Composition of the Stakeholders' Relationship Committee, Number of Meetings held and Participation at the Meetings during FY 2023-24:

During FY 2023-24, 1 (One) Stakeholders' Relationship Committee Meeting was held on March 29, 2024. The attendance of members at meeting is as under:

Sr. No.	Name of Committee Member	Category	Position	Number of Meetings Held	Number of Meetings Attended
1.	Mr. Raman Govind Rajan	Non-Executive Independent Director	Chairperson	1	1
2.	Mr. Arvind Kamath	Executive Non-Independent Director	Member	1	1
3.	Mr. Goutam Rampelli	Executive Non-Independent Director	Member	1	Nil

Name and Designation of Compliance Officer

Name and Contact detail of Compliance Officer:	Mr. Ashish Soni Company Secretary and Compliance Officer Telephone No: +91 22 68858000
Email Id for correspondence:	compliance@jnkindia.com
Registered Office:	Unit No. 203, 204, 205 & 206, Opposite. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane -West, Thane 400 604, Maharashtra, India

Details of Complaints / Queries received and redressed during April 1, 2023 to March 31, 2024:

Number of shareholders' complaints pending at the beginning of the year	Number of shareholders' complaints received during the year	Number of shareholders' complaints redressed during the year	Number of shareholders' complaints pending at the end of the year
Nil	Nil	Nil	Nil

(D) **RISK MANAGEMENT COMMITTEE**

Terms of Reference for the Risk Management Committee

The terms of reference of the Risk Management Committee are as follows:

- to review, assess and formulate the risk management system and policy of the Company from time to time and recommend for amendment or modification thereof, which shall include: (a) a framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Risk Management Committee; (b) measures for risk mitigation including systems and processes for internal control of identified risks; and (c) business continuity plan;
- Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- Monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity, and recommend for any amendment or modification thereof, as necessary;
- Approve the process for risk identification and mitigation;
- Decide on risk tolerance and appetite levels, recognizing contingent risks, inherent and residual risks including for cyber security;
- Monitor the Company's compliance with the risk structure.
- Assess whether current exposure to the risks it faces is acceptable and that there is an effective remediation of non-compliance on an on-going basis;
- Approve major decisions affecting the risk profile or exposure and give appropriate directions;
- Consider the effectiveness of decision making process in crisis and emergency situations;
- Generally, assist the Board in the execution of its responsibility for the governance of risk;

- Keep the Board of directors of the Company informed about the nature and content of its discussions, recommendations and actions to be taken;
- To review the appointment, removal and terms of remuneration of the chief risk officer (if any) shall be subject to review by the Risk Management Committee;
- Implement and monitor policies and/or processes for ensuring cyber security;
- To review and recommend potential risk involved in any new business plans and processes;
- To coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors; and
- Monitor and review regular updates on business continuity; and
- Any other similar or other functions as may be laid down by Board from time to time and/or as may be required under applicable law, as and when amended from time to time, including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Composition of the Risk Management Committee, Number of Meetings held and Participation at the Meetings during FY 2023-24:

During FY 2023-24, 2 (Two) Risk Management Committee Meetings were held on June 9, 2023 and March 29, 2024. The attendance of members at meetings is as under:

Sr. No.	Name of Committee Member	Category	Position	Number of Meetings Held	Number of Meetings Attended
1.	Mr. Balraj Kishor Namdeo	Non-Executive Independent Director	Chairperson	2	2
2.	Mr. Arvind Kamath	Executive Non-Independent Director	Member	2	1
3.	Mr. Goutam Rampelli	Executive Non-Independent Director	Member	2	1
4.	Mr. Dipak Bharuka	Executive Non-Independent Director	Member	2	2

(E) **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Terms of Reference for the Corporate Social Responsibility Committee

The terms of reference of the Corporate Social Responsibility Committee are as follows:

(a) formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate amongst others, the guiding principles for selection, implementation and monitoring the activities as well as formulation of the annual action plan which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, as amended and the rules made thereunder and make any revisions therein as and when decided by the Board;

(b) review and recommend the amount of expenditure to be incurred on the activities referred to in clause (a) and amount to be incurred for such expenditure shall be as per the applicable law;

(c) monitor the corporate social responsibility policy of the Company and its implementation from time to time and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programme; and

(d) any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board from time to time and/or as may be required under applicable law, as and when amended from time to time.

Composition of the Corporate Social Responsibility Committee, Number of Meetings held and Participation at the Meetings during FY 2023-24:

During FY 2023-24, 2 (Two) Corporate Social Responsibility Committee Meetings were held on June 9, 2023 and January 22, 2024. The attendance of members at meetings is as under:

Sr. No.	Name of Committee Member	Category	Position	Number of Meetings Held	Number of Meetings Attended
1.	Mr. Arvind Kamath	Executive Non-Independent Director	Chairperson	2	2
2.	Mr. Goutam Rampelli	Executive Non-Independent Director	Member	2	2
3.	Mr. Raman Govind Rajan	Non-Executive Independent Director	Member	2	2

(4) SENIOR MANAGEMENT:

Particulars of senior management personnel as on March 31, 2024 are as follows:

Name of senior management personnel	Designation
Mr. Pravin Sathe	Chief Financial Officer
Mr. Ashish Soni	Company Secretary & Compliance Officer
Mr. Mohsin Shaikh	Assistant Vice President – Projects
Mr. Deepak Sake	Vice President - Engineering
Mr. Vallathur Ravikumar Mudali	General Manager, Procurement Department
Mr. Pankaj Gupta	Chief Marketing Officer

(5) REMUNERATION OF DIRECTORS

Executive Directors shall be eligible for remuneration as may be approved by the Board on recommendation of the Nomination and Remuneration Committee ("**NRC**"). The remuneration to be paid to the Managing Director/ Whole-time Director shall be in accordance with the provisions of the Act and the rules made thereunder.

Non-Executive/Independent Directors will be eligible for sitting fees for attending meetings of Board or Committee as fixed by the Board on the recommendation of the NRC in accordance with the provisions of the Act, and the rules made thereunder.

The Remuneration Policy of the Company has been uploaded on the Company's website and can be accessed at https://drive.google.com/file/d/1zAKFWf34F33RIjxgfMBY0ecRrsDfy_D-/view

Remuneration/Sitting fee paid to the Directors for the financial year ended March 31, 2024.

(Rs. in Million)

Sr. No.	Name of Director	Salary	Performance linked incentives	Sitting Fees	Others	Total
1.	Mr. Arvind Kamath	30	10	-	-	40
2.	Mr. Goutam Rampelli	24	10	-	-	34
3.	Mr. Dipak Bharuka	20	10	-	-	30
4.	Mr. Bang Hee Kim*	-	-	-	24	24
5.	Mr. Balraj Kishor Namdeo	-	-	0.62	-	0.62
6.	Mr. Raman Govind Rajan	-	-	0.62	-	0.62
7.	Mrs. Sudha Bhushan	-	-	0.62	-	0.62
8.	Mr. Mohammad Habibulla	-	-	0.45	-	0.45

**During the year, the Company paid professional fees to Mr. Bang Hee Kim, Non-Executive Non-Independent Director for technical consultancy services.*

During the year, there was no pecuniary relationship or transaction between the Company and any of its Non-Executive Independent Directors apart from sitting fees and re-imbursement of expenses. The Company has not granted any stock options to any of its Non-Executive Directors.

The terms of severance, notice period and termination for the Executive Directors of the Company will be governed by terms and conditions of the service agreements entered with the Company. Further, no notice period or severance fee is paid to any other Director.

(6) GENERAL BODY MEETING

Previous 3 (Three) Annual General Meetings

Financial Year	Day, Date and Time	Meeting Venue	Details of Special Resolution
2022-23	Friday, May 19, 2023 at 12:30 PM	Registered Office of the Company	-
2021-22	Wednesday, August 10, 2022 at 12:30 PM	Registered Office of the Company	Giving Loans to related entities under section 185 of the Companies Act, 2013.
2020-21	Wednesday, November 24, 2021 at 11:30 AM	Through Video Conferencing /Other Audio Visual Means ("VC"/ "OAVM"). The venue of the AGM was deemed to be the Registered Office of the Company.	-

No special resolution has been passed last year through Postal Ballot. No special resolution is proposed to be conducted through postal ballot as on the date of this report.

(7) **MEANS OF COMMUNICATION**

Financial Results: Your Company's quarterly financial results are submitted to the stock exchanges within forty-five days from the end of the quarter and the audited annual results are submitted within sixty days from the end of the financial year as required under the SEBI Listing Regulations which are also available on the website of your Company at https://www.jnkindia.com/

The results are usually published in (Financial Express) English newspaper having country-wide circulation and in (Navshakti) Marathi newspaper where the registered office of the Company is situated. These results are displayed on the website of the Company (https://www.jnkindia.com/) along with other news releases and presentations, if any, made to institutional investors or to analysts among others.

Compliance reports, corporate announcements, material information and updates: Your Company disseminates the requisite compliance reports and corporate announcements/ updates to the stock exchanges through their designated portal.

Website: Your Company's website https://www.jnkindia.com/ contains a separate section for investors. Information on various topics such as the Board of Directors, Committees of the Board, Financial Reports, various policies, intimation to stock exchanges etc. are available on the website.

(8) **GENERAL SHAREHOLDER INFORMATION**

(a) **Annual General Meeting:**

Date	October 28, 2024
Time	2:00 PM IST
Venue	Through Video Conferencing / Other Audio Visual Means ("VC/OAVM")

For details, please refer to the notice of the AGM.

In accordance with Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings, particulars of Directors seeking re-appointment at the ensuing AGM are given in the Annexure to the notice of the AGM.

(b) Financial Year: The financial year covers the period from April 1, 2023 to March 31, 2024.

(c) Date of Book Closure/Record Date: As mentioned in the Notice of ensuing AGM.

(d) Dividend payment Date: As mentioned in the Notice of ensuing AGM.

List of Stock Exchanges:

Equity Shares of the Company are listed on the following stock exchanges:

Name of the Stock Exchange	Scrip Code	Address
BSE Limited	**544167**	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001
National Stock Exchange of India Limited	**JNKINDIA**	Exchange Plaza, C-l, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051

The Company has paid Annual Listing Fees for FY 2024-25 to both stock Exchanges.

(e) Market Price data:

As the equity shares of the Company got listed on BSE Limited and National Stock Exchange of India Limited on April 30, 2024, details of the market price data – high, low during FY 2023-24 are not applicable.

(f) Performance of the Company's equity shares

As the equity shares of the Company got listed on BSE Limited and National Stock Exchange of India Limited on April 30, 2024, details of the Company's share price in comparison to broad-based indices during FY 2023-24 are not applicable.

(g) Registrar and Transfer Agent:

Name: Link Intime India Private Limited

Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083

Email Id: rnt.helpdesk@linkintime.co.in

Telephone No.: +91 22 4918 6000

Website: www.linkintime.co.in

(h) Share Transfer System:

Pursuant to Regulation 40 of SEBI Listing Regulations, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with respective Depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. In order to simplify the process of securities trading for investors, SEBI vide its circular dated January 25, 2022, has made it mandatory for listed companies to issue securities in dematerialised form only while processing service requests such as issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition. Shareholders are accordingly advised to avail the facility of dematerialisation holding shares in physical form by getting in touch with any Depository Participant having registration with SEBI.

Equity Shares in physical form are processed by the RTA viz. Link Intime India Private Limited. The requests received by the Company/ RTA for dematerialisation/ rematerialisation are disposed off expeditiously. During the year under review, no request of rematerialisation has been received.

(i) Dematerialisation of shares and liquidity

As mandated by the Securities and Exchange Board of India ("**SEBI**"), securities of the Company can be transferred/traded only in dematerialised form. As on March 31, 2024, 100% of shareholding was held in Dematerialised form with National Securities Depository Limited and Central Depository Services (India) Limited. The International Securities Identification Number ('**ISIN**') allotted to the Fully paid-up shares under the Depository System is INE0OAF01028.

Mode of Holding	No. of Shares	% of Share Capital
Physical Segment (A)	0	0
Demat Segment		
NSDL (B)	48320000	99.85
CDSL (C)	72000	0.15
TOTAL (A) + (B)+ (C)	48392000	100

(j) Distribution of Shareholding by Size as on March 31, 2024:

Category (shares)	No. of Share-holders	% of Share-holders	No. of Shares held	% of Share-holding
1-10000	1	9.09	10000	0.02
10001-20000	1	9.09	20000	0.04
20001-30000	0	0	0	0
30001-40000	2	18.18	80000	0.17
40001-50000	0	0	0	0
50001-60000	1	9.09	52000	0.11
60001-70000	1	9.09	70000	0.14
70001-80000	0	0	0	0
80001-90000	0	0	0	0
90001-100000	0	0	0	0
100001 & above	5	45.46	48160000	99.52
Total	**11**	**100**	**48392000**	**100**

Shareholding Pattern as on March 31, 2024:

Category of Shareholder	No. of Share-holders	No. of Shares held	% of Share-holding
A) Shareholder of Promoter and Promoter Group			
1. Indian	3	33280000	68.77
2. Foreign	1	12480000	25.78
Total shareholding of Promoter and promoter group		45760000	94.56
B) Public Shareholding			
1. Institutions			
Indian	0	0	0
Foreign	0	0	0
2. Non-Institutions			
Total public shareholding	7	2632000	5.44
Total	**11**	**48392000**	**100**

(k) Outstanding Global Depository Receipts (GDR) or American Depository Receipts (ADR) or Warrants or any convertible instruments, conversion date and likely impact on equity

As on March 31, 2024, no GDRs/ADRs/Warrants were outstanding.

(l) Commodity price risk or foreign exchange risk and their respective hedging activities

During FY 2023-24, the Company did not hedge commodity price risk and/ or currency risk.

(m) Plant Locations (Facilities)

JNK India Limited
Plot No. 10 , Block-B, Light Engineering Zone, East of Avesta. Sector 12S, APSEZ, Mundra, Dist. -Kutchh, Gujarat - 370421

(n) Address for correspondence:

Shareholders may correspond with the Company at the Registered Office of the Company or at the office of Registrar and Transfer Agent of the Company:

JNK India Limited
Unit No. 203, 204, 205 & 206,
Opposite. TMC Office, Centrum IT Park,
Near Satkar Hotel, Thane -West,
Thane 400 604, Maharashtra, India
Telephone No: +91 22 68858000
Email id: compliance@jnkindia.com/
investorrelations@jnkindia.com
Website: www.jnkindia.com

Link Intime India Private Limited
C-101, 247 Park, L.B.S. Marg, Vikhroli (West),
Mumbai – 400083
Email Id: rnt.helpdesk@linkintime.co.in
Telephone No.: +91 22 4918 6000
Website: www.linkintime.co.in

(o) **List of all Credit Ratings obtained by the Company along with revisions for the F.Y. 2023-24:**

The Company has obtained Credit Ratings from CRISIL Ratings Limited for its credit facilities. The Credit rating(s) are as follows:

Facilities/ Instruments	Ratings During FY 2023-24	Ratings Post FY 2023-24
Bank Guarantee	CRISIL A2	CRISIL A2
Cash Credit	CRISIL BBB+/Stable	CRISIL BBB+/Stable
Term Loan	CRISIL BBB+/Stable	CRISIL BBB+/Stable

(9) **OTHER DISCLOSURES**

(a) ***Related Party Transactions***

All Related Party contracts or arrangements or transactions entered during the year were on arm's length basis and in the ordinary course of business and in compliance with the applicable provisions of the Act. None of the contracts or arrangements or transactions with any of the Related Parties were in conflict with the interest of your Company.

Details of related party transactions entered into by your Company, in terms of Ind AS-24 have been disclosed in the Note 33 of the standalone financial statements and Note 32 of the consolidated financial statements.

(b) ***Details of Capital Market Non-Compliance, if any***

The Equity shares of the Company are listed and traded on the stock exchanges w.e.f. April 30, 2024. Since the date of its listing, there were no penalties or strictures imposed on the Company by the Stock Exchange(s), SEBI and/or any other statutory authorities on matters relating to capital market.

(c) ***Vigil Mechanism / Whistle-Blower Policy***

Pursuant to the provisions of Section 177 of the Act read with the Rules thereunder and Regulation 22 of the SEBI Listing Regulations, your Company has established a Vigil Mechanism/Whistle-Blower Policy for Directors, employees, vendors, customers and other stakeholders of the Company and its subsidiaries to raise and report concerns regarding any unethical conduct, irregularity, misconduct, actual or suspected fraud or any other violation of the Policy within the Company. The vigil mechanism provides for adequate safeguards against victimisation of persons who use such mechanisms and make provision for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

No personnel have been denied access to the Audit Committee. The said Policy is available on the website of your Company at https://drive.google.com/file/d/1RuHhQ5wNodFBskfnAlITr5U9eJVuGqaS/view

(d) ***Compliance with mandatory and discretionary requirements***

Your Company has complied with all the mandatory requirements of Regulations 17 to 27, Regulation 46(2) and regulation 34(3) read together with para C, D & E of Schedule V of the SEBI Listing Regulations for the financial year ended March 31, 2024 and are disclosed in this report.

(e) ***Policy for Determining Material Subsidiaries***

Your Company has formulated a Policy for determining Material Subsidiaries and the same is available on the website of your company at https://drive.google.com/file/d/149GtE0kKaqzUCyLzNPbB42wyczS-jq0p/view

(f) ***Compliance of Regulations Relating to Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any.***

Your Company has complied with all the applicable mandatory requirements under the SEBI Listing Regulations.

(g) ***Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the SEBI listing Regulations***

The Company has not raised funds through preferential allotment or qualified institutions placement during the FY 2023-24.

(h) ***Certificates from Practising Company Secretary***

As required under Regulation 34(3) and Schedule V, Part E of the SEBI Listing Regulations, the certificate given by M/s. Suman Sureka & Associates, Practicing Company Secretaries regarding compliance of conditions of Corporate Governance, is annexed to this report as ANNEXURE 2.

As required under Clause 10(i) of Part C under Schedule V of the SEBI Listing Regulations, your Company has received a certificate from M/s. Suman Sureka & Associates, Practicing Company Secretaries certifying that none of your Directors have been debarred or disqualified from being appointed or continuing as Directors of your Company by SEBI or Ministry of Corporate Affairs or such other statutory authority, is annexed to this report as ANNEXURE 3.

(i) In terms of the SEBI Listing Regulations, the Board of Directors confirm that during the financial year, it has accepted all recommendations received from its mandatory committees.

(j) ***Fees to Statutory Auditor and its affiliates***

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to statutory auditors of the Company and its subsidiaries, during the year ended March 31, 2024, is 4.26 million.

(k) ***Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:***

Number of complaints filed during FY 2023-24: Nil

Number of complaints disposed off during FY 2023-24: Nil

Number of complaints pending as on end of the financial year 2023-24: Nil

(l) ***Details of material subsidiaries of the listed entity during FY 2023-24; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.***

Your Company did not have any material subsidiaries during the FY 2023-24.

(m) ***Loans and advances in the nature of loans to firms/ companies in which directors are interested***

During the financial year 2023-24, there are no such loans and advances in the nature of loans to firms/companies in which Directors are interested.

(n) ***Policy on Dealing with Related Party Transactions***

In line with the requirements of the Act and the SEBI Listing Regulations, the Company has formulated a Policy on Related Party Transactions, which is available on the weblink of the Company at https://drive.google.com/file/d/1uxwzeU1cz18VAxdVhyFOoeb5utdjyDYj/view

(o) ***Non-Compliance of any requirement of Corporate Governance Report under sub-paras (2) to (10) of Section C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any:***

Your Company has fully complied with all the requirements of the Corporate Governance report under sub-paras (2) to (10) of para C of Schedule V of SEBI Listing Regulations and there are no such non compliances in the said Report.

CODE FOR PREVENTION OF INSIDER-TRADING PRACTICES

In accordance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has in place following policies/ codes which are revised from time to time according to applicable laws.

- Code of Conduct for prevention of Insider Trading; and
- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI).

CODE OF CONDUCT

Your Company has adopted the Code of Conduct ('**Code**') for its Board of Directors, KMP, and Senior Management as per SEBI Listing Regulations. The Code can be accessed at your Company's website at https://drive.google.com/file/d/1Yomy_j8abkjfEsJiGXMfImC-E7Akcxn_/view

Your Company has received confirmations from all its Directors, KMP, and Senior Management regarding their compliance with the Code. ANNEXURE 1, attached to this report, contains a declaration signed by Mr. Dipak Bharuka, Whole Time Director & Chief Executive Officer, confirming the compliance. Your Company is committed to upholding the highest ethical standards and promoting transparency and accountability.

DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT: Not applicable.

TRANSFER OF UNCLAIMED DIVIDEND AND SHARES TO INVESTOR EDUCATION AND PROTECTION FUND ('IEPF')

Not Applicable.

BINDING AGREEMENT(S)

No agreement has been entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or its subsidiary or associate companies, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, whether or not the Company is a party to such agreements.

CEO AND CFO CERTIFICATION

As required by Regulation 17(8) read with Schedule II Part B of the SEBI Listing Regulations, the Chief Executive Officer (also being the "Whole Time Director") and the Chief Financial Officer have given appropriate certifications to the Board. The Certificate duly signed by Mr. Dipak Bharuka, Whole Time Director and Chief Executive Officer and Mr. Pravin Sathe, Chief Financial Officer (CFO) of your Company was placed before the Board along with the Annual Financial Statement for the year ended March 31, 2024 at its meeting held on May 30, 2024. The said Certificate is annexed to this report as ANNEXURE 4.

For and on behalf of the Board of Directors of
JNK India Limited

Arvind Kamath
Chairperson & Whole Time Director
(DIN: 00656181)

Place: Thane
Date: September 26, 2024

ANNEXURE 1

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

I hereby confirm that:

The Company has obtained from all the members of the Board, Key Managerial Personnel and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members, Key Managerial Personnel and Senior Management Personnel in respect of the financial year ended March 31, 2024.

Dipak Bharuka

Whole Time Director & Chief Executive Officer

Date: May 30, 2024
Place: Thane

ANNEXURE 2

PRACTICING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of **JNK India Limited**
Unit No. 203, 204, 205 & 206,
Opp. TMC Office, Centrum IT Park,
Near Satkar Hotel, Thane -West, Thane – 400604

We have examined the compliance of conditions of corporate governance by **JNK India Limited** ("the company") for the year ended March 31, 2024, as specified in Regulation 17 to 27, 46(2)(b) to (i) and Para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations have been limited to a review of the procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in regulations 17 to 27, clauses (b) to (i) and(t) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable on it during the time period pre-listing of securities as the securities of the company were listed on April 30, 2024.

We state that such compliance 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.

For Suman Sureka & Associates

Suman Murarilal Sureka
Proprietor
FCS No. – 6842 C.P. No. – 4892
Peer Review Certificate no. 2104/2022
UDIN: F006842F001325775

Place: Mumbai
Date: 26/09/2024

ANNEXURE 3

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 of

JNK INDIA LIMITED

Unit No. 203, 204, 205 & 206,

Opp. TMC Office, Centrum IT Park,

Near Satkar Hotel, Thane -West, Thane – 400604

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **JNK India Limited** having Company Identification Number (CIN) **L29268MH2010PLC204223** and having registered office at Unit No. 203, 204, 205 & 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane -West, Thane – 400604 (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 verifications (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 as stated below for the Financial Year ended on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No	Name of Director	DIN	Date of appointment in Company
1	Arvind Kamath	00656181	16/08/2010
2	Goutam Rampelli	07262728	31/08/2015
3	Dipak Bharuka	09187979	19/07/2023
4	Bang Hee Kim	03117636	16/08/2010
5	Balraj Kishor Namdeo	06620620	03/06/2023
6	Sudha Bhushan	01749008	03/06/2023
7	Raman Govind Rajan	01253189	03/06/2023
8	Mohammad Habibulla	01719204	19/07/2023

Ensuring the eligibility 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 based on the records provided to us by the Company. 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 Suman Sureka & Associates

Suman Murarilal Sureka
Proprietor
FCS No. – 6842 C.P. No. - 4892
Peer Review Certificate no. 2104/2022
UDIN: F006842F001325742

Place: Mumbai

Date: September 26, 2024

ANNEXURE 4

CEO & CFO CERTIFICATE UNDER REGULATION 33(2) (a) OF SEBI (LODR) REGULATIONS, 2015

To,
The Board of Directors,
JNK India Limited

In compliance with Regulation 17(8) read with Schedule II Part B of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

We hereby certify that:

A. We have reviewed Financial Results of JNK India Limited for the Quarter and Financial Year ended March 31, 2024 and to the best of our knowledge and belief:

   a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   b) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transaction entered into by the listed entity during the Quarter and Financial Year ended March 31, 2024 which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to Financial Reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   a) that there are no significant changes in internal control over financial reporting during the quarter;

   b) that there are no significant changes in accounting policies during the quarter and that the same have been disclosed in the notes to the financial statements;

   c) that there are no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For JNK India Limited

Dipak Bharuka	**Pravin Sathe**
Whole Time Director and Chief Executive Officer	Chief Financial Officer
DIN: 09187979	

Date: May 30, 2024
Place: Thane

INDEPENDENT AUDITOR'S REPORT

To the Members of JNK India Limited

(Formerly known as JNK India Private Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of JNK India Limited *(Formerly known as JNK India Private Limited)* (hereinafter referred to a "Holding Company") and its subsidiaries JNK India Private FZE (Nigeria) and JNK Renewable Energy Private Limited (Holding Company and its subsidiaries together referred to as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity, the Consolidated Statement of Cash Flows for the year ended on that date and notes to the consolidated financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

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

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	**Revenue Recognition** (As described in Consolidated Financial Statements Note No. 22) Revenue is the most significant amount in the Statement of Profit and Loss, which in the present case is Rs. 4,802.41 Million. Revenue is recognised in accordance with the agreed terms and conditions of the contract with the respective customers and when the activity meets the recognition criteria as per Ind AS 115 - "Revenue from Contracts with Customers". Under Ind AS 115 revenue is recognised when a performance obligation is satisfied by transferring control over promised goods or services.	We read and understood the Group's accounting policy for recognition of revenue. We understood the Group's control mechanisms and methods in relation to the revenue recognition and evaluated their operative effectiveness. We read the terms of contracts including revisions, if any, to evaluate the management's process to assess nature of contractual performance obligations, transfer of control to customer and other relevant terms necessary for revenue recognition. We performed transaction testing based on a representative sampling of the sales orders to assess revenue recognition.

	The application of this revenue accounting standard involves certain key judgments and estimates relating to identification of distinct performance obligations, determination of transaction prices of identified performance obligations, Group's right to receive consideration for performance obligation completed, appropriateness of the basis used to measure revenue and disclosures including presentation of balances in the financial statements. The Group's significant portion of business is undertaken through Engineering, Procurement and Construction (EPC) contracts; revenue from which is recognized over a period of time in accordance with the requirements of Ind AS 115. EPC Contracts may involve changes in scope, revised contract prices and delays due to reasons beyond Group's control. Hence, we consider the accounting for EPC contracts also to be subject to management's judgements and estimates. Revenues and profits for the year under audit, may deviate significantly on account of above mentioned judgements and estimates. Hence, Revenue Recognition is considered a key audit matter.	We performed sales cut off procedures on a test check basis, occurring around the year end with supporting documentation. We scrutinised transactions pertaining to unbilled revenues. We performed analytical procedures for ascertaining reasonableness of revenues, expenditures and profits pertaining to projects. We identified delayed projects, ascertained reasons for the delay and reasonableness of provisions for contingencies and liquidated damages. We read and assessed related disclosures made with respect to revenue in the Consolidated Financial Statements.
2	**Trade Receivables and Contract Assets** (As described in Consolidated Financial Statements Note Nos. 7, 9 and 11) Trade Receivables are dues from customers for sale of goods and services. Total trade receivables as at March 31, 2024 are Rs. 2,130.87 Million which is 40% of the Group balance sheet size and 44% of the turnover for the year. Contract assets include trade advances, retention money and unbilled revenue which is 23% of the balance sheet size of the Group. Corresponding impact of earning revenue falls on receivables and contract assets. Further, in practice, timing of collection of dues from customers may differ from the actual credit period and the contract terms. Also completion of performance obligation may be subject to varying interpretations. This makes assessment regarding recoverability of trade receivables as inherently subjective and requiring significant management judgment. Impairment of Trade Receivables and Contract Assets is done by Expected Credit Losses method under Ind AS 109. Calculation of the impairment allowance under expected credit losses is quite judgmental as it requires management to make significant assumptions on customer payment behavior and other relevant characteristics. It is also subject to Group's statistics of historical information and estimation about the level and timing of expected future cash flows. Considering the overall uncertainty regarding their recoverability, Trade Receivables and Contract Assets are key audit matters due to their size and high level of management judgment.	We studied the Process of invoicing followed by the Group. We obtained project wise outstanding and reviewed the same. We obtained and verified age wise analysis of trade receivables and contract assets as at March 31, 2024. Information and explanation from the management regarding status of receivables was sought. Special attention was given to overdue receivables for the purpose of ensuring adequacy of impairment allowance. We also checked the documents in support of invoices pertaining to overdue collections. We have inquired into reasons for delayed projects and delayed collections. Collections made after March 31, 2024 were also checked. We performed analytical procedures for reasonableness and recoverability of balances. We obtained details of Group's impairment policy and assessed the same. We considered historical incidence of bad debts and reasonableness of forecasting the impairment allowance. We made corroborative inquiries with the management regarding status update and expectation of outcomes.

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

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

Our opinion on the 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 when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

After we read such other information when it is made available to us, if we conclude that there is a material misstatement therein we are required to communicate the matter to those charged with governance.

Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Boards of Directors of the entities included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, 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 Management and Board of Directors of the companies included in the Group are also 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 the respective Board of Directors either intends to liquidate their respective Companies or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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 Standards on Auditing (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 consolidated 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 and Board of Directors' 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 within the Group 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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Other Matters

We did not audit the financial statements of JNK India Private FZE (Nigeria) and JNK Renewable Energy Private Limited, the subsidiaries whose financial statements reflect the following:

1. In JNK India Private FZE, total assets of Rs. 16.54 million as at March 31, 2024, total revenue of Rs. 43.98 million and profit after tax of Rs. 8.34 million for the year ended on that date, as considered in the consolidated financial statements.
2. In JNK Renewable Energy Private Limited, total assets of Rs. 13.57 million as at March 31, 2024, total revenue of Rs. 33.88 million and profit after tax of Rs. 1.76 million for the year ended on that date, as considered in the consolidated financial statements.

These financial statements 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 certified by the Management.

Report on Other Legal and Regulatory Requirements

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

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

(b) In our opinion, proper books of account as required by law including relevant records relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Group so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant 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 Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of internal financial controls with reference to the Consolidated Financial Statements and the operating effectiveness of such controls, refer to our separate report in "Annexure A" which is based on the auditors' reports of the Holding Company and its subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to Consolidated Financial Statements of those companies.

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

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

(a) The Group has disclosed the impact of pending litigations on the consolidated financial position of the Group. Refer Note 33 to the Consolidated Financial Statements.

(b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

(c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company; and its subsidiary company incorporated in India.

(d) (i) The respective Managements of the Holding Company and its subsidiary which is incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its Indian subsidiary to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its Indian subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective Managements of the Holding Company and its subsidiary which is incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds have been received by the Holding Company or its Indian subsidiary from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding

Company or its Indian subsidiary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures 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-clauses (i) and (ii) above, contain any material misstatement.

(e) The dividend paid during the year by the Holding Company is in compliance with section 123 of the Act.

(f) Based on our test checks of the Holding Company and the report of the auditor of Indian subsidiary, the Holding Company and its Indian subsidiary have used such accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and the same has been made effective during the year for all transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature having been tampered with.

Reporting on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

3. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of Section 143(11) of the Act, we report that there are no qualifications or adverse remarks by the respective auditors of the companies in the Group to which reporting under CARO is applicable.

For CVK & Associates
Chartered Accountants
Firm Regn No.: 101745W

CA K. P. Chaudhari
Partner
Membership No: 031661

Place: Mumbai

Date: May 30, 2024

UDIN: 24031661BKDGFD2318

Consolidated Balance Sheet as at March 31, 2024

(INR in million)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant & Equipment	5(a)	82.82	54.38
(b) Right of Use Assets	5(b)	147.65	149.18
(c) Capital work-in-progress	5(c)	34.83	-
(d) Intangible Assets	5(d)	2.62	3.63
(e) Financial Assets			
(i) Loans	6	11.02	-
(ii) Other Financial Assets	7	253.97	88.85
(f) Deferred Tax Assets (Net)	8	30.36	24.90
(g) Other Non-Current Assets	9	0.38	3.31
Total Non-Current Assets	**a**	**563.65**	**324.25**
Current Assets			
(a) Inventories	10	831.84	820.53
(b) Financial Assets			
(i) Trade Receivables	11	2,130.87	1,143.50
(ii) Cash & Cash Equivalents	12	55.04	153.94
(iii) Bank Balances other than (ii) above	12	236.33	317.88
(iv) Loans	6	8.25	2.87
(v) Other Financial Assets	7	870.23	122.07
(c) Other Current Assets	9	581.54	492.71
Total Current Assets	**b**	**4,714.10**	**3,053.50**
Total Assets	**(a+b)**	**5,277.75**	**3,377.75**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	13	96.78	96.00
(b) Other Equity	14	1,856.84	1,127.82
Total Equity	**c**	**1,953.62**	**1,223.82**
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	26.21	32.39
(ii) Lease Liabilities	16	91.37	80.50
(iii) Other Financial Liabilities	17	-	9.09
(b) Other Non-Current Liabilities	18	30.14	149.97
(c) Provisions	19	42.13	15.48
Total Non-Current liabilities	**d**	**189.85**	**287.43**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	521.59	305.24
(ii) Lease Liabilities	16	16.29	22.59
(iii) Trade Payables	20		
(A) total outstanding dues of micro enterprises and small enterprises		560.58	45.74
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		578.42	351.83
(iv) Other Financial Liabilities	17	358.41	158.63
(b) Other Current Liabilities	18	724.11	844.88
(c) Provisions	19	152.61	75.42
(d) Current Tax Liabilities (Net)	21	222.27	62.17
Total Current Liabilities	**e**	**3,134.28**	**1,866.50**
Total Equity and Liabilities	**(c+d+e)**	**5,277.75**	**3,377.75**
Summary of Material Accounting Policies	3		
The accompanying notes are an integral part of the consolidated financial statements			

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Chairperson & Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :0726272

Dipak Bharuka
Whole-time Director & Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Consolidated Statement of Profit and Loss for the year ended March 31, 2024

(INR in million except Eanings Per Share)

	Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
I	Revenue from Operations	22	4,802.41	4,073.02
II	Other Income	23	51.54	42.43
III	**Total Income**	**(a)**	**4,853.95**	**4,115.45**
IV	**Expenses**			
	Purchases		2,286.42	1,601.74
	Changes in Inventories	24	(11.31)	(196.16)
	Project Expenses	25	728.77	1,097.26
	Employee Benefit Expenses	26	518.62	532.38
	Finance Costs	27	99.81	42.12
	Depreciation and Amortization Expenses	28	56.19	65.82
	Other Expenses	29	286.48	343.06
		(b)	**3,964.98**	**3,486.22**
V	**Profit / (Loss) before tax (III - IV)**	**(c=a-b)**	**888.97**	**629.23**
VI	**Tax Expense :**			
	Tax Expense	30	267.95	180.44
	Deferred Tax Expense / (Income)		(5.47)	(16.95)
		(d)	**262.48**	**163.49**
VII	**Profit / (Loss) for the year (V -VI)**	**(e=c-d)**	**626.49**	**465.74**
VIII	**Other Comprehensive Income:**			
	Items that will not be reclassified to Profit or Loss:			
	-Remeasurement gains / (loss) of Defined benefit plans		(1.19)	(0.04)
	-Exchange difference on translation		(2.17)	-
	Total Other Comprehensive Income for the year		**(3.36)**	**(0.04)**
IX	**Total Comprehensive Income for the year (VII+VIII)**		**623.13**	**465.70**
X	**Earning Per Share**	31		
	(1) Basic (Rs.)		12.95	9.70
	(2) Diluted (Rs.)		12.86	9.56
Summary of Material Accounting Policies		3		
The accompanying notes are an integral part of the consolidated financial statements				

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :0726272

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Consolidated Statement of Changes in Equity for the year ended March 31, 2024

A) Equity Share capital

1. April 2023 to March 2024

(INR in million)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
96.00	-	96.00	0.78	96.78

2. April 2022 to March 2023

(INR in million)

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous reporting period	Balance at the end of the previous reporting period
96.00	-	96.00	-	96.00

B) Other Equity

1. April 2023 to March 2024

(INR in million)

	Reserves and Surplus				
Particulars	**Foreign Currency Translation Reserve**	**ESOP Reserve**	**Securities Premium Account**	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting period	-	50.72	-	1,077.10	1,127.82
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	**-**	**50.72**	**-**	**1,077.10**	**1,127.82**
Additions during the reporting period	(2.17)	120.40	49.94	626.49	794.66
Dividends	-	-	-	(14.51)	(14.51)
Bonus Issue	-	-	-	-	-
Total Comprehensive Income for the reporting period	-	-	-	(1.19)	(1.19)
Issuance of 78,400 number of equiry shares of Rs 2/- each under ESOP scheme	-	(49.94)	-	-	(49.94)
Transfer from ESOP Reserve to Retained Earnings	-	(0.78)	-	0.78	-
Any Other Changes	-	-	-	-	-
Balance at the end of the current reporting period	**(2.17)**	**120.40**	**49.94**	**1,688.67**	**1,856.84**

2. **April 2022 to March 2023** (INR in million)

Reserves and Surplus					
Particulars	**Foreign Currency Translation Reserve**	**ESOP Reserve**	**Securities Premium Account**	**Retained Earnings**	**Total**
Balance at the beginning of the previous reporting period	-	-	-	625.80	625.80
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	**-**	**-**	**-**	**625.80**	**625.80**
Additions during the previous reporting period	-	50.72	-	465.74	516.46
Dividends	-	-	-	(14.40)	(14.40)
Bonus Issue	-	-	-	-	-
Total Comprehensive Income for the previous reporting period	-	-	-	(0.04)	(0.04)
Transfer to retained earnings	-	-	-	-	-
Any Other Change	-	-	-	-	-
Balance at the end of the previous reporting period	**-**	**50.72**	**-**	**1,077.10**	**1,127.82**

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :0726272

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Consolidated Statement of Cash Flow for the year ended March 31, 2024 (INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flows From Operating Activities		
Profit before Income Tax	888.97	629.23
Adjustments for Non Cash Items:		
Depreciation and Amortization Expense	56.19	65.82
Bad Debts Written Off	0.58	0.03
Provision for Doubtful Debts and Advances	24.18	2.22
Notional Interest on Lease	(0.11)	(0.11)
Notional Expenses on Lease	0.13	0.11
Fixed Assets Written Off	-	2.77
Employee Benefit Expenses (ESOP)	120.40	50.72
Foreign Exchange Rate Fluctuation (Gain)/Loss	(0.51)	(7.61)
Adjustments for Non Operating Items:		
Finance Charges Incurred	68.20	17.77
Interest Income	(23.48)	(7.81)
Profit on Mutual Fund Redemption	(0.38)	-
Changes in Working Capital:		
(Increase) / Decrease in Trade Receivables	(984.08)	(45.65)
(Increase) / Decrease in Inventories	(11.31)	(196.16)
(Increase) / Decrease in Other Non-Current assets	(43.36)	(1.45)
(Increase) / Decrease in Current assets	(870.40)	(318.39)
Increase / (Decrease) in Trade Payables	741.43	(55.46)
Increase / (Decrease) in Other Current Liabilities	(49.91)	(114.85)
Increase / (Decrease) in Provisions	102.65	41.60
Cash Generated From Operations:	**19.19**	**62.78**
Income Taxes (Paid) / Refund	(119.88)	(150.20)
Net Cash (used in) / from Operating Activities	**(100.69)**	**(87.42)**
Cash Flows From Investing Activities		
Sale / (Purchase) of Property, Plant and Equipment	(79.72)	(72.04)
Sale / (Purchase) of Intangible Assets	(2.37)	(2.68)
Purchase of Capital Work in Progress	(34.83)	-
Interest on Deposits	23.48	7.81
Interest on ROU Asset	0.11	-
Fixed Deposits (Placed)/Matured	(48.33)	(293.87)
Sale of Mutual Funds	100.38	110.59
Purchase of Mutual Funds	(100.00)	-
Net Cash (used in) / from Investing Activities	**(141.28)**	**(250.19)**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flows From Financing Activities		
Issue of Equity Shares	0.78	-
Addition of Long Term Borrowings	3.29	5.47
Addition of Short Term Borrowings	206.88	272.26
Finance Charges Incurred	(55.95)	(10.16)
Increase in Lease Liabilities	4.57	13.24
Dividend Paid	(14.51)	(14.40)
Net Cash (used in) / from Financing Activities	**145.06**	**266.41**
Net Increase / (Decrease) in Cash and Cash Equivalents	**(96.91)**	**(71.20)**
Cash and Cash Equivalents at Beginning of the year	**153.94**	**225.19**
Effect of exchange rate Gain/(Loss) on cash and cash equivalents	0.18	-
Exchange Gain/(Loss) on translation of foreign operations	(2.17)	(0.05)
Cash and Cash Equivalents at End of the year	**55.04**	**153.94**

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner

Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director

DIN :0726272

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

JNK India Limited

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED March 31, 2024

NOTE 1: CORPORATE INFORMATION

JNK India Limited (JNK), the Company, was incorporated in 2010 as private limited company. The Company got converted into a public limited company on May 26 2023.

The Company and its subsidiaries viz, JNK India Private FZE and JNK Renewable Energy Private Limited (together referred to as "the Group") are in the business of Technology based EPC Contracts and Solutions in Renewable Energy respectively. The Group's main activity consists of Designing, Engineering, Manufacture, Fabrication, Procurement, Erection and Commissioning of fired heaters and related combustible engineering products.

JNK Global Co. Ltd., one of the leading EPC contractors in Korea, is one of the major shareholders in the Company.

The Company's registered office is at Unit No. 203 to 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane (West) – 400604, Maharashtra.

The CIN of the Company is U29268MH2010PLC204223.

The Company has completed its Initial Public Offer (IPO) and accordingly the Company's equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) with effect from April 30 2024.

Subsidiaries:

JNK India Private FZE was incorporated in Nigeria in the fiscal 2020.

It is mainly engaged in providing Erection Commissioning services in the field of Fired Heaters.

JNK Renewable Energy Private Limited was incorporated in the fiscal 2023.

It is mainly engaged in providing Solar Power Solutions.

NOTE 2: BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

1) HISTORICAL COST CONVENTION

These Consolidated Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 ('the Act'), other provisions of the Act (to the extent notified) read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These Consolidated Financial Statements are prepared on a historical cost convention on the accrual basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) which are measured at fair value or amortised cost;
- defined benefit plans and
- share- based payments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

2) USE OF ESTIMATES

Preparation of the consolidated financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

3) Recent Accounting Pronouncements

(a) New and Amended Standards Adopted by the Company:

The Company has applied the following amendments for the first time for their annual reporting period commencing April 1, 2023:

i) Ind AS 1 – Presentation of Financial Statements

The amendments to Ind AS 1 provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. 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. This amendment do not have any material impact on the Company's financial statements and disclosures.

ii) Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments to Ind AS 8 clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

iii) **Ind AS 12 – Income Taxes**

The amendments to Ind AS 12 Income Tax narrow the scope of the initial recognition exception, so that the exception no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities.

The above amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(b) **New Standards/Amendments notified but not yet effective:**

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

The Consolidated Financial Statements are presented in Indian Rupees in Million, the national currency of India which the Group has selected as its functional currency.

"0" or "-" in the Consolidated Financial Statements indicates value below the rounding off conversion of INR Million.

NOTE 3: MATERIAL ACCOUNTING POLICIES

i. Principles of Consolidation

The consolidated financial statements incorporate the financial information of the Company and its subsidiaries. For this purpose, an entity which is controlled by the Company is treated as subsidiary.

The Company together with its subsidiaries constitute the Group. Control exists when the Company, directly or indirectly, has power over the investee, is exposed to variable returns from its involvement with the investee and has the ability to use its power to affect its returns.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Income and expenses of a subsidiary acquired are included in the consolidated Statement of Profit and Loss from the date the Company. 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.

In current case the consolidated financial statements are prepared for the group where JNK India Limited is a Parent Company and JNK India Pvt FZE and JNK Renewable Energy Pvt Ltd are its subsidiaries.

All intra-group assets, liabilities, income, expenses and unrealised profits / losses on intra-group transactions are eliminated on consolidation.

The Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviations, if any, to the extent possible unless otherwise stated, are made in the Consolidated Financial Statements.

The list of subsidiary companies which are included in the consolidation are as under:

Name of the Subsidiary Company	Ownership in %		Country of Incorporation
	As at March 31, 2024	As at March 31, 2023	
JNK India Pvt FZE	100	100	Nigeria
JNK Renewable Energy Pvt Ltd	100	100	India

ii. Cash Flow Statement

Cash flow statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method as set out in Indian Accounting Standard (IND AS) -7 "Statement of Cash Flows".

Under the indirect method, the net profit is adjusted for the effects of:

a. transactions of a non-cash nature

b. any deferrals or accruals of past or future operating cash receipts or payments and

c. items of income or expense associated with investing or financing cash flows.

Cash and cash equivalents comprise cash at bank and in hand and demand deposits with banks and are reflected as such in the cash flow statement. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

iii. Property, Plant & Equipment

Property, plant and equipment, other than freehold land, are stated at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant equipment are ready for use, as intended by the Management. Freehold land is carried at cost and is not depreciated.

The Group depreciates property, plant and equipment, other than leasehold improvements, over their estimated useful lives using the written down value method. Leasehold improvements are depreciated over the tenure of Lease Term. The useful lives of material assets are estimated as follows:-

Particulars	Years
Plant and Equipment	10
Furniture and Fixtures	10
Office Equipment	5
Others	
Temporary Office	5
Temporary Construction	5
Assets at Project site	Project Period
Computer software	3
Computers	3

If significant parts of an item of Property, Plant & Equipment have different useful lives then they are accounted for as separate items (major components) of Property, plant & Equipment.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date are classified as capital advances under other non-current assets and the costs of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably.

Repairs and maintenance costs are recognized while computing net profit, in the Statement of Profit and Loss, when incurred. The cost and its corresponding accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Gains or losses arising from de-recognition of tangible assets 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.

iv. Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets having finite lives are amortized over their respective individual estimated useful lives, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditure required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the profit and loss when the asset is derecognized.

v. Impairment of Non-Financial Assets

The carrying amounts of Property, Plant and Equipment, Intangible Assets and investments in subsidiary companies are reviewed for impairment at the end of each financial year and also whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

vi. Current / Non Current Classification

Ind AS requires that an entity shall present current and non-current assets, and current and non-current liabilities, as separate classifications in its balance sheet.

Any asset or liability is classified as current if it satisfies any of the following conditions:

a. it is expected to be realized or settled or is intended for sale or consumption in the Group's normal operating cycle which is ascertained by the Group as 12 months;

b. it is expected to be realized or settled within twelve months from the reporting date;

c. in the case of an asset,

   - it is held primarily for the purpose of providing services; or
   - it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

d. in the case of a liability, the Group does not have an unconditional right to defer settlement of liability for at least twelve months from the reporting date.

All other assets and liabilities are classified as non-current.

vii. Financial Instruments

A. Financial Assets

Financial assets include investments in equity and debt securities, cash and cash equivalents, trade receivables, employee and other advances and eligible current and non-current assets.

All financial assets, except Trade Receivables are recognized initially at fair value.

Subsequent to initial recognition, financial assets are measured as described below:

a. Investments:

i. Financial instruments measured at amortized cost:

Debt instruments that meet the following criteria are measured at amortized cost (except for debt instruments that are designated at fair value through Profit or Loss (FVTPL) on initial recognition):

a. The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

b. The contractual terms of the instrument give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

ii. Financial instruments measured at fair value through other comprehensive income (FVTOCI):

Debt instruments that meet the following criteria are measured at fair value through other comprehensive income (FVTOCI) (except for debt instruments that are designated at fair value through Profit or Loss (FVTPL) on initial recognition)

a. The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial asset; and

b. The contractual terms of the instrument give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Interest income is recognized in statement of profit and loss for FVTOCI debt instruments. Other changes in fair value of FVTOCI financial assets are recognized in other comprehensive income. When the investment is disposed of, the cumulative gain or loss previously accumulated in reserves is transferred to statement of profit and loss.

iii. Financial instruments measured at fair value through profit or loss (FVTPL):

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in statement of profit and loss. The gain or loss on disposal is recognized in statement of profit and loss.

Interest income is recognized in statement of profit and loss for FVTPL debt instruments. Dividend on financial assets at FVTPL is recognized when the Group's right to receive dividend is established.

b. Trade Receivables

Trade receivables that do not contain a significant financing component are initially recognized at transaction price. They are subsequently measured at amortised cost less any impairment losses. Due to their short term maturity, the carrying amount approximate fair value. Expected credit losses are estimated by adopting the simplified approach using a provision matrix reflecting current condition and forecast of future economic condition.

c. Other Financial Assets

Other financial assets, cash and cash equivalents and other assets. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. These are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less any impairment losses. For most of these assets the carrying amounts approximate fair value due to their short term maturity.

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 and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. 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. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment allowance based on 12-month. The Company considers current and anticipated future economic conditions relating to industries of the customer and the countries where it operates. ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of profit and loss under the head 'other expenses'. 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.

Derecognition

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expires or it transfers the financial asset and the transfer qualifies for de-recognition. If the Group retains substantially all the risks and rewards of a transferred financial asset, the Company continues to recognise the financial asset and also recognizes a borrowing for the proceeds received.

B. Financial Liabilities

Financial liabilities include long and short-term loans and borrowings, bank overdrafts, trade payables, eligible current and non-current liabilities.

All financial liabilities are recognized initially at fair value.

Subsequent to initial recognition financial liabilities are measured as described below:

Trade and Other Payables

Trade and other payables, which consist of Trade Creditors and Borrowings are subsequently carried at amortized cost using the effective interest method. For Trade and other payables, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

A financial liability (or a part of a financial liability) is derecognized from the Group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

viii Cash & Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

ix. Inventories

Inventories are assets held for sale in the ordinary course of business or in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Inventories held as on the reporting date are valued at the lower of cost and estimated net realizable value. In some cases, manufacturing work-in-progress is valued at lower of specifically identifiable cost and proportionate overheads or net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The cost of inventories is assigned by using the first-in, first-out (FIFO) formula. When inventories are sold or consumed in rendering services, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized.

x. Borrowing Costs

Borrowing costs include Interest and other incidental costs.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

In case of general borrowings, the borrowing costs are capitalised as per the Indian Accounting Standard 23.

Capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted and is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Borrowing costs which are not directly attributable to the acquisition, construction production or development of a qualifying asset are recognised as an expense in the period in which they are incurred.

xi. Government Grants

Government grants are assistance by government in the form of transfers of resources to an entity in return for past or future compliance with certain conditions relating to the operating activities of the entity. They exclude those forms of government assistance which cannot reasonably have a value placed upon them and transactions with government which cannot be distinguished from the normal trading transactions of the entity.

Government grants shall be recognised in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate.

A government grant may take the form of a transfer of a non-monetary asset, such as land or other resources, for the use of the entity. In these circumstances the fair value of the non-monetary asset is assessed and both grant and asset are accounted for at that fair value.

xii. Employee Benefits

A. Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service.

B. Post-employment benefits:

a. Provident Fund scheme and Employee State Insurance Scheme:

Eligible employees receive benefits of a state run provident fund and insurance scheme. These are defined contribution plans. Both the eligible employee and the Group make monthly contributions to provident fund plan and the insurance scheme equal to a specified percentage of the covered employees' salary. There are no other obligations other than the contribution payable to the relevant fund/ scheme.

b. Gratuity scheme

The Group provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity plan provides a lump sum payment to the vested employees at retirement, death, incapacitation or termination of employment of an amount based on the respective employees' salary and tenure with the Group. Liabilities with regard to Gratuity are determined in accordance with the actuarial valuation.

The Group has opted for a scheme and a fund run by LIC for gratuity.

C. Share-based payment

Equity share-based payment (ESOP) are governed by ESOP scheme of the company. The fair value of ESOP granted to employees is recognised as an employee expense, with a corresponding increase in equity.

xiii Revenue Recognition

The Group recognizes revenue in accordance with Accounting Standard Ind AS 115, as per which revenue should be recognized when the performance obligation is satisfied.

Performance obligation is a promise in a contract with customer to transfer to customer either:

- A good or service (or a bundle of goods or services) which is distinct or
- A series of goods or services that are substantially the same and that have same pattern of transfer to the customer.

The Group needs to identify the transaction price. Transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods and services to a customer, excluding amounts collected on behalf of third parties.

Such a transaction price needs to be allocated to performance obligations in a contract.

An entity transfers control of a good or service over time and therefore satisfies a performance obligation and recognizes revenue over time if any of the following criteria is met:

(a) The customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs, or

(b) The entity creates and enhances an asset which is controlled by customer as it is created or enhanced, or

(c) The entity's performance does not create an asset with alternative use b the entity and the entity has an enforceable right to payment for performance completed to date.

In any other case, revenue is recognized at a point of time.

A. General Policy

Revenue is recognized when it has approval and commitment from both parties, the rights of the parties and payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Group recognizes revenue from contracts with customers when it satisfies performance obligation by transferring promised goods or services to a customer. The revenue is recognized to the extent of the transaction price allocated to the performance obligation satisfied.

B. EPC Contracts

Engineering, Procurement and Construction (EPC) contracts are contracts specifically negotiated for the construction of plants and systems, involving design, engineering, fabrication, supply, erection and commissioning thereof.

The Group recognizes revenue over time as it performs because EPC contracts involve continuous transfer of control to the customer.

The Group identifies performance obligations regarding distinct goods or services, if any, within the context of EPC contracts most of which involve products or services that do not have an alternative use and the customer controls the work in process. The contracts contain clauses such as customer's ownership over goods and drawings, customer's right to termination of contract and in that event, the rights of the Group to payment towards performance obligations within the overall EPC Contract already fulfilled, including some profit corresponding thereto.

The Group uses cost-based measure of progress (or input method) for indivisible works contracts containing a single performance obligation, wherein the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

C. Sale of Goods

Revenue from sale of goods is recognized when the control of the same is transferred to the customer and it is probable that the Group will collect the consideration to which it is entitled for the exchanged goods.

D. Service Contracts

Revenue from rendering of services including works contracts is recognized over time as the customer receives the benefit of the Group's performance and the Company has an enforceable right to payment for services transferred.

E. Unbilled Revenue

Unbilled revenue represents value of goods supplied and value of services performed in accordance with the contract terms but not billed.

F. Contract Balances:

(i) Contract Assets:

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration and are transferred to Trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue and Retention Money Receivable from Customers.

(ii) Trade Receivables:

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

(iii) Contract Liabilities:

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group satisfies the performance obligation. Contract liabilities are recorded in balance sheet as Advance from Customers and Retention Money Payable to Vendors.

xiv. Expenditure

Expenses are accounted on accrual basis.

xv. Taxes on Income

Tax expense for the year comprises current tax and deferred tax.

Current Tax is determined as the amount of tax payable in respect of the taxable income for the period in accordance with Income Tax Act, 1961.

Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of the goodwill. The deferred tax is also not accounted, if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profits / (taxable loss).

Deferred tax assets are recognised to the extent that it is probable that future 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 utilised. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is other convincing evidence that sufficient taxable profit will be available against which such deferred tax assets can be realised. Deferred tax assets positions are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realized.

Deferred tax liabilities are generally recognised for all taxable temporary differences except in respect of taxable temporary differences between the carrying amount and the tax bases of investments in subsidiaries, where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

xvi. Provisions

Provision involving substantial degree of reliable estimation in measurement is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation.

xvii. Contingent Liabilities

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

xviii. Foreign Currency Transactions

Since functional currency of the Company is Indian Rupee (INR) which is also the presentation currency, consolidated financial statements are prepared in INR.

Transactions denominated in foreign currencies entered into by the Company are initially recorded at the exchange rates prevailing on the date of the transaction. Monetary items denominated in foreign currencies at the year-end are restated at the closing rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in profit or loss.

xix. Earnings per share

Basic earnings per equity share are computed by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to the equity holders of the Group by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares is adjusted for events such as bonus issue, bonus element in a right issue, share split and reserve share splits (consolidation of shares) that have changed the number of equity shares.

Diluted earnings per equity share are computed by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to the equity holders of the Group by the weighted average number of equity shares outstanding during the year adjusted for the effects of all dilutive potential equity shares.

xx. Derivative Financial Instruments

Derivative financial instruments are those which create rights and obligations that have the effect of transferring between the parties to the instrument one or more of the financial risks inherent in an underlying primary financial instrument.

Derivative financial instruments are recognized and measured at fair value. Attributable transaction costs are recognized in the statement of profit and loss as cost.

Subsequent to initial recognition, derivative financial instruments are measured as described below:

a. Cash flow hedges

Changes in the fair value of the derivative hedging instruments designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of profit and loss and reported within foreign exchange gains / (losses), net within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of profit and loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is recognized in the statement of profit and loss.

b. Other Derivative Instruments

Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges are recognized in the statement of profit and loss and reported within foreign exchange gains, net within results from operating activities.

Changes in fair value and gains / (losses) on settlement of foreign currency derivative instruments relating to borrowings, which have not been designated as hedges are recorded in finance expense.

xxi. Leases

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 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.

At the date of commencement of the lease, the Group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

xxii. Share Based Payments:

Equity Settled Transactions (ESOP)

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, together with a corresponding increase in ESOP reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. 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's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

xxiii. Valuation of interest in subsidiary

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Group's balance sheet. On disposal of such investments, the difference bet disposal proceed and the carrying amounts of the investments are recognised in the statement of profit and loss.

xxiv. Dividends

Dividend to equity shareholders is recognized as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognized as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

xxv. Exceptional items

The Group considers exceptional items to be those which derive from events or transactions which are significant for separate disclosure by virtue of their size or incidence in order for the user to obtain a proper understanding of the Group's financial performance. These items include, but are not limited to, acquisition costs, impairment charges, restructuring costs and profits and losses on disposal of subsidiaries, contingent consideration and other one-off items which meet this definition. To provide a better understanding of the underlying results of the period, exceptional items are reported separately in the Statement of Profit and Loss.

NOTE 4: ESTIMATES AND JUDGEMENTS

i. Use of Estimates

The preparation of the consolidated financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period and actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are separately disclosed in the notes to the financial statements.

ii. Significant Estimates

In particular, information about major areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is given in the following notes:

a. Stage Of Completion

EPC Contracting is a complex business involving many activities and is a team effort the success of which depends of effectiveness many sub-vendors and service providers. Assessing the stage of completion for the purpose of revenue recognition, valuation of work in progress and inventory; is subject to substantial judgement and subjective opinions which vary considerably. Since EPC contracts are high value contracts, slight difference in opinion and judgement leads to considerable difference in financial results.

b. Warrantees

The business of the Group requires giving performance guaranties and maintenance during warranty period. The circumstances which may involve expenditure on this account are completely unpredictable and considerable degree of estimation is involved in ascertaining the same. This impacts the provision for warrantees.

c. Taxes

The major tax jurisdiction for the Group is India. Significant judgments are involved in determining the tax liabilities including judgment on whether tax positions adopted by the Group are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods through a lengthy litigation process, at the end of which even if the Group wins, huge expenditure gets incurred in litigation which has an impact on the financial results.

d. Impairment

Testing for impairment, of assets in general and intangible assets in particular is a very difficult task because there is no objective way of doing the same. It involves use of significant estimates and assumptions regarding economic conditions, growth rates and market conditions. Slight error or inaccuracy in such estimates or assumptions can have a material impact on the financial results of the Group.

e. Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

NOTE 5(a): PROPERTY, PLANT & EQUIPMENT

The changes in the carrying value of the property, plant and equipment for the year ended March 31, 2024

(INR in million)

Particulars	Plant and Equipment	Plant and Equipment (FZE)	Office Equipment	Furniture and Fixtures	Renovation of Office Premises	Land Development	Vehicles	Others		Total
								Computers	Temporary Constructions	
Gross Carrying Value as on April 1, 2023	**47.22**	**13.10**	**3.78**	**13.65**	**15.19**	**21.10**	**-**	**11.54**	**1.95**	**127.53**
Additions during the year:										
a. Other additions	37.45	-	0.09	2.01	3.30	0.01	10.00	4.10	0.62	**57.58**
b. Consolidation adjustments	(0.96)	-	-	-	-	-	-	-	-	**(0.96)**
Deductions during the year:										
a. Other deductions	-	-	-	-	-	-	-	-	-	**-**
Less: Consolidation adjustments		-	-	-	-	-	-	-	-	**-**
Gross Carrying Value as on March 31, 2024	**83.71**	**13.10**	**3.87**	**15.66**	**18.49**	**21.11**	**10.00**	**15.64**	**2.57**	**184.15**
Accumulated Depreciation as on April 1, 2023	**18.73**	**13.10**	**2.55**	**5.83**	**7.29**	**16.84**	**-**	**7.41**	**1.39**	**73.14**
Depreciation for the current year:										
a. Other assets	14.17	-	0.57	2.53	3.23	1.61	1.65	3.91	0.52	**28.19**
b. Consolidation adjustments	-	-	-	-	-	-	-	-	-	**-**
c. On deletions	-	-	-	-	-	-	-	-	-	**-**
Accumulated Depreciation as on March 31, 2024	**32.90**	**13.10**	**3.12**	**8.36**	**10.52**	**18.45**	**1.65**	**11.32**	**1.91**	**101.33**
Carrying Value as on March 31, 2024	**50.81**	**-**	**0.75**	**7.30**	**7.97**	**2.66**	**8.35**	**4.32**	**0.66**	**82.82**

The changes in the carrying value of the property, plant and equipment for the year ended March 31, 2023

(INR in million)

Particulars	Plant and Equipment	Plant and Equipment (FZE)	Office Equipment	Furniture and Fixtures	Renovation of Office Premises	Land Development	Vehicles	Others		Total
								Computers	Temporary Constructions	
Gross Carrying Value as on April 1, 2022	**36.86**	**10.65**	**3.05**	**10.50**	**3.99**	**12.86**	**-**	**12.51**	**1.90**	**92.32**
Additions during the year:										
a. Other additions	15.07	2.41	0.81	3.18	11.20	9.88	-	4.53	0.26	**47.34**
b. Other adjustments (Foreign Currency Translation)	-	0.04	-	-	-	-	-	-	-	**0.04**
Deductions during the year:										
a. Other deductions	4.71	-	0.08	0.03	-	1.64	-	5.50	0.21	**12.17**
Gross Carrying Value as on March 31, 2023	**47.22**	**13.10**	**3.78**	**13.65**	**15.19**	**21.10**	**-**	**11.54**	**1.95**	**127.53**
Accumulated Depreciation as on April 1, 2022	**11.98**	**10.38**	**1.67**	**2.72**	**0.91**	**0.66**	**-**	**8.63**	**0.84**	**37.79**
Depreciation for the current year:										
a. Other assets	9.67	2.72	0.92	3.12	6.38	16.90	-	4.03	0.74	**44.48**
b. Accumulated Depreciation on Deletions	2.92		0.04	0.01	-	0.72	-	5.25	0.19	**9.13**
Accumulated Depreciation as on March 31, 2023	**18.73**	**13.10**	**2.55**	**5.83**	**7.29**	**16.84**	**-**	**7.41**	**1.39**	**73.14**
Carrying Value as on March 31, 2023	**28.49**	**-**	**1.23**	**7.82**	**7.90**	**4.26**	**-**	**4.13**	**0.56**	**54.39**

Notes:
a. Refer to Note 15 for information on property, plant and equipment pledged as security by the Company.
b. For Capital Commitments, Refer Note 48(ii).
c. The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

NOTE 5(b): RIGHT OF USE ASSETS

The Company has taken various assets on lease such as, office premises, guest house, godown and vehicles. Generally, leases are renewed on mutual consent and at a prevalent market price and sub-lease is restricted.

(INR in million)

Class of Assets	Amortisation for the year		Additions during the year		Carrying Amount	
	April 2023 to March 2024	April 2022 to March 2023	April 2023 to March 2024	April 2022 to March 2023	As at 31.03.2024	As at 31.03.2023
Office premises	12.97	11.75	11.57	15.56	29.71	31.12
Land	6.32	6.32	-	4.72	106.93	113.23
Guest house	1.91	0.18	3.14	4.39	2.36	4.21
Godown	0.32	0.03	-	0.64	0.29	0.62
Vehicle	3.11	-	11.47	-	8.36	-
Total	**24.63**	**18.28**	**26.18**	**25.31**	**147.65**	**149.18**

Interest expense on lease liabilities amounts to INR 8.00 millions (previous year INR 6.62 millions).

NOTE 5(c): CAPITAL WORK-IN-PROGRESS

Value of Capital work-in-progress for the year ended March 31, 2024 (INR in million)

Particulars	**CWIP**
Gross Carrying Amount as on April 1, 2023	**-**
Additions during the year	34.83
Deductions during the year	-
Gross Carrying amount as on March 31, 2024	**34.83**

Value of Capital work-in-progress for the year ended March 31, 2023 (INR in million)

Particulars	**CWIP**
Gross Carrying Amount as on April 1, 2022	**-**
Additions during the year	-
Deductions during the year	-
Gross Carrying amount as on March 31, 2023	**-**

Capital-Work-in ageing schedule as at March 31, 2024 (INR in million)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	34.83	-	-	-	**34.83**

Capital-Work-in ageing schedule as at March 31, 2023 (INR in million)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	-	-	-	-	-

NOTE 5(d): INTANGIBLE ASSETS

The changes in the carrying value of intangible assets for the year ended March 31, 2024 (INR in million)

Particulars	Software
Gross Carrying Amount as on April 1, 2023	**9.78**
Additions during the year	2.37
Deductions during the year	-
Gross Carrying amount as on March 31, 2024	**12.15**
Accumulated Amortization as on April 1, 2023	**6.15**
Amortization charged during the year	3.38
Amortization on Deletions during the year	-
Accumulated amortization as on March 31, 2024	**9.53**
Carrying Value as on March 31, 2024	**2.62**
Intangible Assets under development Outsourced	**-**
Intangible Assets under development In house	**-**

The changes in the carrying value of intangible assets for the year ended March 31, 2023 (INR in million)

Particulars	Software
Gross Carrying Amount as on April 1, 2022	**13.46**
Additions during the year	2.68
Deductions during the year	6.36
Gross Carrying amount as on March 31, 2023	**9.78**
Accumulated Amortization as on April 1, 2022	**9.11**
Amortization charged during the year	3.06
Accumulated Amortization on Deletions	6.02
Accumulated amortization as on March 31, 2023	**6.15**
Carrying Value as on March 31, 2023	**3.63**
Intangible Assets under development Outsourced	**-**
Intangible Assets under development Inhouse	**-**

NOTE 6 : LOANS

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non Current:		
Loan to Related Parties (Unsecured, considered good) (Refer Note No. 32)	6.34	-
Loans and Advances to Employees (Unsecured, considered good)	4.68	-
Total Non-Current Loans	**11.02**	**-**
Current:		
Loan to Related Parties (Unsecured, considered good) (Refer Note No. 32)	2.46	-
Loans and Advances to Employees (Unsecured, considered good)	5.79	2.87
Total Current Loans	**8.25**	**2.87**

Note: Disclosures required by Section 186 (4) of Companies Act, 2013.

A. Amount of loans / advances in the nature of loans outstanding repayable as per below terms: (INR in million)

Name, Purpose for which the loan is proposed to be utilised by the recipient & Interest Rate	As at March 31, 2024			As at March 31, 2023		
	Outstanding Amount	% to the total loans and advances	Maximum amount outstanding during the year	Outstanding Amount	% to the total loans and advances	Maximum amount outstanding during the year
Current:						
Subsidiary						
a) JNK Renewable Energy Pvt Ltd (Unsecured, considered good)	-	-	-	-	-	-
Purpose: For Working Capital						
Interest Rate: 8% p.a.						
Repayment on demand						
b) Mascot Dynamic Pvt Ltd (Unsecured, considered good)	-	-	-	-	-	5.00
Purpose: For Working Capital						
Interest Rate: 11.5% p.a.						
c) Dipak Bharuka (Unsecured, considered good)						
Purpose: Personal	8.79	99.89%	8.83	-	-	-
The loan was given to Mr Dipak Bharuka on July 1, 2023 when he was CEO. He was appointed as Whole-time Director & CEO w.e.f July 19, 2023.						
Interest Rate: 7% p.a.						
Repayable in monthly installments						

NOTE 7 : OTHER FINANCIAL ASSET

(INR in million)

Particulars		As at March 31, 2024	As at March 31, 2023
Non Current:			
Security Deposits (Unsecured, considered good)		7.09	4.58
Deposits with Banks (Maturity more than 12 months)		129.86	-
Contract Assets			
Retention Money Receivable from Customers		117.02	84.27
Total Non-Current Other Financial Assets		**253.97**	**88.85**
Current:			
Security Deposits (Unsecured, considered good)	(a)	4.34	5.08
Contract Assets			
Retention Money Receivable from Customers		175.35	101.28
Expected credit loss allowance		(7.03)	(3.56)
	(b)	**168.32**	**97.72**
Amount Due from Customers (Unbilled Revenue)	(c)	697.57	19.27
Total Current Other Financial Assets	(a+b+c)	**870.23**	**122.07**

(i) Movement in Expected Credit Loss Allowance: (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Expected Credit Loss Allowance	3.56	2.00
Add: Additional provision made	5.70	1.88
Less: Reversal of provision	2.23	0.32
Closing Expected Credit Loss Allowance	**7.03**	**3.56**

NOTE 8 : DEFERRED TAX ASSET (NET)

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Balance	24.90	7.95
Property, Plant & Equipment: Impact of difference between WDV as per Company Law & Taxation Law	(6.32)	9.72
Gratuity: Impact of difference between expenses as per Company Law & Taxation Law	2.35	0.33
Leave encashment: Impact of difference between expenses as per Company Law & Taxation Law	0.91	-
Bonus: Impact of difference between expenses as per Company Law & Taxation Law	0.75	-
Amortisation & Finance charges (ROU asset): Impact of difference between amounts as per Company Law & Taxation Law	3.58	4.60
Provision for Doubtful debts: Impact of difference between amounts as per Company Law & Taxation Law	(0.10)	6.62
Provision for Doubtful Advances: Impact of difference between amounts as per Company Law & Taxation Law	6.19	-
Company Incorporation Expenses: Impact of difference between amounts as per Company Law & Taxation Law	-	0.05
Less: Reversal of deferred tax asset created on carried forward losses as per books	(0.70)	-
Business Loss: Impact of difference between amounts as per Company Law & Taxation Law	-	0.90
Overdue unpaid to Micro and small enterprises eligible for deduction in subsequent year on payment	0.17	-
Total Deferred Tax Assets	**31.73**	**30.17**
Deferred Tax Liability		
Lease Expense: Impact of difference between amounts as per Company Law & Taxation Law	(1.37)	(5.27)
Tax Expense during the period recognised in Other Comprehensive Income		
Net Deferred Tax Assets / (Liabilities)	**30.36**	**24.90**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off income tax assets and liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

NOTE 9: OTHER ASSETS

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non Current:		
Capital Advances (Unsecured, considered good)	0.05	0.60
Balance with Government Authorities*	0.26	1.25
Other***	0.07	1.46
Total Non-Current Other Assets	**0.38**	**3.31**
Current:		
Advance to Vendors (Unsecured, considered good)	216.80	254.01
Advance to Vendors (Unsecured, considered doubful)	24.58	-
Advance to Related Parties (Unsecured, considered good) (Refer Note No. 32)	0.80	0.80
Prepaid Expenses** (Refer Note No. 34)	94.67	22.39
Other***	269.27	215.51
	606.12	**492.71**
Provision for doubtful advances	(24.58)	-
Total Current Other Assets	**581.54**	**492.71**

* It includes VAT and Income Tax Refund Receivable

** It includes INR 70.79 million expenses related to IPO including INR 1.90 million being fees towards Audit and certification relating to IPO.

** It includes GST Input Tax Credit

NOTE 10: INVENTORIES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw Materials (Valued at FIFO)	567.33	445.64
Work-in-Progress (Valued at FIFO)	157.95	374.89
Finished Goods (Valued at FIFO)	10.71	-
Stock-in-Trade (Valued at FIFO)	80.55	-
Packing Material and Other Consumable (Valued at FIFO)	15.30	-
	831.84	**820.53**

The cost of inventories recognised as an expense during the year is disclosed in Note No. 24.

NOTE 11: TRADE RECEIVABLES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
From Related Parties- Unsecured (Refer Note No. 32)	490.50	574.15
From Others- Unsecured	1,659.27	592.11
	2,149.77	**1,166.26**
Expected credit loss allowance	(18.90)	(22.76)
	2,130.87	**1,143.50**

(i) General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 7 to 120 days and certain retention money to be released at the end of the project as per the relevant contract terms. In certain contracts, short term advances are received before the performance obligation is satisfied. In some cases, retentions are substituted with bank guarantees.

(ii) Ageing Analysis:

As at March 31, 2024

(INR in million)

Particulars	Outstanding for following periods from date of transaction					
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,702.15	264.97	149.96	18.11	8.77	**2,143.96**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	0.20	4.52	**4.72**
(iv) Disputed Trade Receivables – considered good	-	-	-	-	1.09	**1.09**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Grand Total	**1,702.15**	**264.97**	**149.96**	**18.31**	**14.38**	**2,149.77**
Expected credit loss allowance						(18.90)
Total Trade Receivable						**2,130.87**

As at March 31, 2023 (INR in million)

Particulars	Outstanding for following periods from date of transaction					
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,062.24	42.05	21.21	12.83	21.70	1,160.03
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-		-
(iii) Undisputed Trade Receivables — credit impaired	-	-	0.22	1.30	3.27	4.79
(iv) Disputed Trade Receivables—considered good	-	-	0.35	-	1.09	1.44
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-		-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-		-
Grand Total	**1,062.24**	**42.05**	**21.78**	**14.13**	**26.06**	**1,166.26**
Expected credit loss allowance						(22.76)
Total Trade Receivable						**1,143.50**

(iii) Movement in Expected Credit Loss Allowance (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Expected Credit Loss Allowance	22.76	22.10
Add: Additional provision made	3.59	2.69
Less: Reversal of provision and w/off of bad debts	7.45	2.03
Closing Expected Credit Loss Allowance	**18.90**	**22.76**

NOTE 12 : CASH & CASH EQUIVALENTS

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash & Cash Equivalents:		
Cash on Hand	0.79	0.77
Balances with Banks:		
In Current Accounts	2.78	18.09
In Cash Credit Accounts (debit balance)	-	129.77
In Deposit Accounts (Refer Note A below)	413.42	321.83
Sub-Total	**416.99**	**470.46**
Less: Fixed deposits having maturity more than 3 months and up to 12 months shown under other bank balances	232.09	316.52
Less: Fixed deposits having maturity more than 12 months shown under other financial assets (Refer Note No. 7)	129.86	-
Total	**55.04**	**153.94**
Other Bank Balances		
In deposit accounts (Maturity more than 3 months and less than 12 months)	232.09	316.52
Interest Accrued on Fixed Deposits	4.24	1.36
	236.33	**317.88**

Note:

A. The details of Fixed deposits pledged with banks as given below: (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits pledged with banks as security against credit facilities	413.42	315.95
Fixed deposits pledged with bank as security against overdraft facility for subsidiary company	-	-
Fixed deposits pledged with clients as security	-	-
Total	**413.42**	**315.95**

NOTE 13 : EQUITY SHARE CAPITAL

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
AUTHORISED		
10,00,00,000 Equity Shares of Rs.2/- each (Previous Year 2,00,00,000 of Rs. 10 each)	200.00	200.00
	200.00	**200.00**
ISSUED, SUBSCRIBED AND PAID UP CAPITAL		
4,83,92,000 Equity Shares of Rs.2/- each fully paid (Previous Year 96,00,000 of Rs.10 each)	96.78	96.00
	96.78	**96.00**

a. Reconciliation of Shares outstanding as at the beginning and at the end of the period/year. (INR in million)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	INR	Number	INR
At the beginning of the period/year (face value of Rs10 each)	96,00,000	96.00	96,00,000	96.00
Add: Allotment of shares on exercise of ESOP	78,400	0.78	-	-
Sub-division of 1 share of face value Rs.10/- each into 1 share of face value Rs. 2/- each effective April 14, 2023 (Increase in shares on account of sub-division) b(i)	3,87,13,600	-	-	-
At the end of the period/year	**4,83,92,000**	**96.78**	**96,00,000**	**96.00**

b. Terms and Rights attached to each class of shares:

i) The Shareholders of the Company, at the Ordinary General Meeting held on April 14, 2023, had approved the sub-division of one equity share of face value 10 each into 5 equity share of face value 2 each. The record date for the said sub-division was set at April 14, 2023.

ii) The company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the company's residual assets on winding up.

iii) The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the company.

iv) Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid.

v) Failure to pay any amount called up on shares may lead to their forfeiture.

vi) On winding up of the company, the holders of equity shares will be entitled to receive the residual assets of the company, remaining after meeting all liabilities, in proportion to the number of equity shares held.

c. Details of Shareholders holding more than 5 % of Shares

Name of the Shareholders	As at March 31, 2024		As at March 31, 2023	
	Number (FV INR.2)	%	Number (FV INR.10)	%
Mascot Capital & Marketing Pvt Ltd	2,25,60,000	46.62%	45,12,000	47.00%
JNK Global co. Ltd (formerly known as JNK Heaters Co Ltd (Korea))	1,24,80,000	25.79%	24,96,000	26.00%
Goutam Rampelli	57,60,000	11.90%	11,52,000	12.00%
Dipak Bharuka	49,60,000	10.25%	9,60,000	10.00%
	4,57,60,000	**94.56%**	**91,20,000**	**95.00%**

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 the legal ownerships of shares.

d. Shares held by promoters at the end of the year

Promoter name	% Change during the year		% Change during the year	
	As at March 31, 2024		As at March 31, 2023	
	Number (FV INR.2)	%	Number (FV INR.10)	%
Mascot Capital & Marketing Pvt Ltd	2,25,60,000	46.62%	45,12,000	47.00%
JNK Global co. Ltd (formerly known as JNK Heaters Co Ltd (Korea))	1,24,80,000	25.79%	24,96,000	26.00%
Goutam Rampelli	57,60,000	11.90%	11,52,000	12.00%
Dipak Bharuka	49,60,000	10.25%	-	0.00%
	4,57,60,000	**94.56%**	**81,60,000**	**85.00%**

NOTE 14 : OTHER EQUITY

(INR in million)

Particulars		As at March 31, 2024	As at March 31, 2023
ESOP Reserve			
At the beginning of the year		50.72	-
Additions during the year		120.40	50.72
Issuance of 78,400 number of equiry shares of Rs 2/- each under ESOP scheme		(49.94)	-
Transfer to Retained Earnings		(0.78)	-
At the End of the year	(a)	**120.40**	**50.72**
Securities Premium Account			
At the beginning of the year		-	-
Additions during the year		49.94	-
At the End of the year	(b)	**49.94**	**-**
Foreign Currency Translation Reserve			
At the beginning of the year		-	-
Additions during the year		(2.17)	-
At the End of the year	(c)	**(2.17)**	**-**
Retained Earnings			
At the beginning of the year		1,077.10	625.80
Additions during the year		626.49	465.74
Transfer from ESOP reserve		0.78	-
Bonus Issue		-	-
Dividend Paid		(14.51)	(14.40)
Remeasurement Benefits of Defined Benefit Plans		(1.19)	(0.04)
At the End of the year	(d)	**1,688.67**	**1,077.10**
	(a+b+c+d)	**1,856.84**	**1,127.82**

NOTE 15: BORROWINGS

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Secured		
Term Loan from Bank	39.51	36.22
Less: Current Maturities of long Term Borrowings	13.30	3.83
Unsecured		
Working Capital Demand Loan from Bank	-	-
Total Non-Current Borrowings	**26.21**	**32.39**
Current:		
Current maturities of Non-current Borrowings	13.30	3.83
Secured		
Working Capital Demand Loan from Bank	387.99	301.41
Unsecured		
Working Capital Demand Loan from Bank	50.00	-
Unsecured Loan from Related Parties (Refer Note No.32)	70.30	-
	521.59	**305.24**

Nature of Borrowing	Terms of Repayment	Interest Rate	Nature of Security
Non-Current Borrowing			
Term Loan for Vehicle, General Emergency Corporate Loan(GECL)	Repayable in 24-60 equated monthly installments	7.40% - 9.50%	Assets acquired under term loan, Book Debts, Inventories
Current Borrowing			
Working Capital Loan-SBI	Repayable in 12 months	11.80%	Refer below note a.
Working Capital Loan-HDFC	Repayable on demand (Maximum 12 months)	10.20%	Refer below note c.

Note: **a.** Working Capital Loan from SBI is secured against Inventory, Book Debts, Plant and Machinery, Land and Fixed Deposits held in the name of company

b. All the above credit facilities are guaranteed by Mr. Arvind Kamath, Mr. Goutam Rampelli, Mr. Dipak Bharuka, Mrs Priya Bharuka, Mascot Capital & Marketing Pvt Ltd and Mascot Business Solution Pvt Ltd.

c. Working Capital Loan from HDFC Bank is secured against post dated cheque of INR 100 Millions.

d. Funds raised on short term basis have not been utilised for long term purposes .

e. Borrowed funds were applied for the purpose for which the loans were obtained.

f. Bank returns / stock statements filed by the Company with its bankers or financial institutions are in agreement with books of account.

g. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

h. The Company do not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

NOTE 16 : LEASE LIABILITIES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Leases	107.66	103.09
Less: Considered under current liabilities	16.29	22.59
Total Non-Current Lease Liabilities	**91.37**	**80.50**
Current:		
Leases	16.29	22.59
Total Current Lease Liabilities	**16.29**	**22.59**

NOTE 17 : OTHER FINANCIAL LIABILITIES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Contract Liabilities		
Retention Money payable to Vendors	-	9.09
Total Non-Current Other Financial Liabilities	**-**	**9.09**
Current:		
Contract Liabilities		
Retention Money payable to Vendors	235.14	47.83
Retention money payable to Related Parties (Refer Note No. 32)	0.23	-
Employee Dues	50.81	51.21
Directors Dues (Refer Note No. 32)	72.23	59.59
Total Current Other Financial Liabilities	**358.41**	**158.63**

NOTE 18 : OTHER LIABILITIES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Contract Liabilities		
Advance Received from Customers	30.14	149.97
Total Non-Current Other Liabilities	**30.14**	**149.97**
Current:		
Statutory Dues	224.54	177.71
Other Current Liabilities	-	0.18
Contract Liabilities		
Advance Received from Customers	302.26	504.74
Due to Customers	197.31	162.25
Mobilisation Advance Received from Customers		-
Total Current Other Liabilities	**724.11**	**844.88**

NOTE 19: PROVISIONS

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Provision for Employee Benefits		
Group Gratuity	8.93	-
Leave Encashment	3.35	-
Other Provisions		
Provision for Warranty	29.85	15.48
Total Non-Current Provisions	**42.13**	**15.48**
Current:		
Provision for Employee Benefits		
Group Gratuity	1.66	1.34
Leave Encashment	0.26	-
Bonus	3.03	3.00
Other Provisions		
Provision for Warranty	22.91	6.56
Provision for Expenses	63.38	40.50
Anticipated Project Liability	61.37	24.02
	152.61	**75.42**

(i) Movement in Warranty Provision

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning	22.04	12.93
Add: Additional provision recognised	35.59	9.11
Less: Unused amount reversed	4.87	-
Less: Utilised during the year	-	-
Balance at the end	**52.76**	**22.04**

NOTE 20: TRADE PAYABLES

(INR in million)

	As at March 31, 2024	As at March 31, 2023
a) Total outstanding dues of micro enterprises and small enterprises	560.58	45.74
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		
Due to Related Parties (Refer Note No. 32)	222.63	65.02
Others	355.79	286.81
	1,139.00	**397.57**

(i) Ageing Analysis:

As At March 31, 2024 (INR in million)

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed - Micro and Small Enterprises	554.71	3.03	0.73	2.11	560.58
(ii) Undisputed - Others	378.81	159.76	4.02	35.83	578.42
(iii) Disputed - Micro and Small Enterprises	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-
Total	**933.52**	**162.79**	**4.75**	**37.94**	**1,139.00**

As At March 31, 2023 (INR in million)

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed - Micro and Small Enterprises	44.46	0.04	-	1.24	45.74
(ii) Undisputed - Others	336.66	7.61	3.90	3.66	351.83
(iii) Disputed - Micro and Small Enterprises	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-
Total	**381.12**	**7.65**	**3.90**	**4.90**	**397.57**

NOTE 21 : CURRENT TAX LIABILITIES

(INR in million)

	As at March 31, 2024	As at March 31, 2023
Provision for Tax Payable (Net of Advance Tax, TDS & TCS)	222.27	62.17
	222.27	**62.17**

NOTE 22 : REVENUE FROM OPERATIONS

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Sale of Products		
Domestic	1,676.41	952.11
Export	340.49	1,305.50
b) Sale of Services		
Domestic	2,606.54	312.94
Export	166.08	1,494.96
(i)	**4,789.52**	**4,065.51**
Disaggregate revenue information		
Supply	2,016.90	2,257.61
Engineering Service	17.80	65.32
Erection & Commissioning Charges	460.18	682.07
Works Contract Charges	2,294.64	288.31
Freight, Insurance & Inspection Charges	-	772.20
	4,789.52	**4,065.51**
c) Other Operating Revenues		
Duty Drawback Received	-	4.84
Duty Credit Scrip Sold	12.89	2.67
(ii)	**12.89**	**7.51**
(i+ii)	**4,802.41**	**4,073.02**

NOTE 23 : OTHER INCOME

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Interest Income:		
Interest on Fixed Deposits	23.48	7.81
Interest on Loan to Related Party	-	0.01
Interest on Loan to Employees	0.93	-
Interest on Income Tax Refund	0.01	-
b) Other Non-Operating Income:		
Bad Debts Recovered	-	29.43
Profit on Mutual Fund Redemption	0.38	0.82
Sale of Scrap	2.18	3.95
Notional Interest Income	0.11	0.11
Notice Pay Recovery	0.26	0.30
Miscellaneous Income	-	-
Foreign Exchange Fluctuation Gain	24.19	-
	51.54	**42.43**

NOTE 24 : CHANGES IN INVENTORIES

(INR in million)

Particulars		For the year ended March 31, 2024	For the year ended March 31, 2023
Raw Material:			
Opening Stock		445.64	624.37
Less: Closing Stock		567.33	445.64
	(i)	**(121.69)**	**178.73**
Work-In-Progress(WIP):			
Opening WIP		374.89	-
Less: Closing WIP		157.95	374.89
	(ii)	**216.94**	**(374.89)**
Finished Goods:			
Opening Stock		-	-
Less: Closing Stock		10.71	-
	(iii)	**(10.71)**	**-**
Stock-in-Trade:			
Opening Stock		-	-
Less: Closing Stock		80.55	-
	(iv)	**(80.55)**	**-**
Packing Material & Other Consumable:			
Opening Stock		-	-
Less: Closing Stock		15.30	-
	(v)	**(15.30)**	**-**
(Increase)/ Decrease in Inventories (i+ii+iii+iv+v)		**(11.31)**	**(196.16)**

NOTE 25 : PROJECT EXPENSES

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Freight Charges	-	510.20
Erection & Commissioning Charges	104.53	23.63
Civil	51.48	-
Fabrication Charges	186.83	102.27
Transportation Charges	81.42	118.64
Labour Charges	28.66	55.89
Manpower Cost	48.99	48.48
Technical Service Charges	25.12	44.85
Other Project Expenses	4.97	24.36
Anticipated Project Cost	40.66	24.02
Inspection Testing Charges	22.66	29.43
Refractory Application Works	26.66	22.24
Crane Hire	27.22	24.84
Detailed Engineering, Design & Drafting Charges	26.09	16.52
Insurance	1.74	15.08
Diesel Consumption	20.00	14.50
Site Expenses	11.46	11.29
Project Consumables	20.28	11.02
	728.77	**1,097.26**

NOTE 26 : EMPLOYEE BENEFIT EXPENSES

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(i) Salaries and Wages:		
Salaries	211.08	303.60
Director's Remuneration	96.13	153.40
Director's Sitting Fees	2.30	-
Leave Encashment	3.74	-
(ii) Contribution to Provident Fund and Other Funds:		
Provident Fund	10.82	10.39
Gratuity Scheme	10.71	1.52
Employees State Insurance Fund	0.01	0.02
Employee Deposit Linked Insurance	0.23	0.12
Maharashtra Labour Welfare Fund	0.03	0.02
Profession Tax	-	0.01
(iii) Employee Stock Option Scheme (ESOP)		
Employee Benefit Expenses (ESOP)	120.40	50.72
(iv) Staff Welfare Expenses		
Ex Gratia	49.42	4.24
Staff Welfare	8.55	4.67
Staff Insurance	5.20	3.67
	518.62	**532.38**

NOTE 27 : FINANCE COSTS

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Interest		
Interest on Overdraft / Cash Credit Facility	36.35	6.68
Interest on Leases	8.00	6.63
Interest on Loan from Bank	8.29	0.36
Interest on Inter Corporate Deposit	0.58	0.04
Interest on Bill Discounting	3.07	-
b) Other Borrowing Costs		
Bank Guarantee Charges	19.80	24.35
Stamp Duty Charges	2.96	4.50
Loan Processing Fees	7.07	3.45
Bank Charges	1.22	2.85
Exchange Fluctuations Loss	-	(7.61)
Facility Fees	-	0.28
LC Amendment Charges	-	0.21
LC Issuance Charges	0.13	0.20
Credit Rating Fees	0.30	0.18
c) Interest on Income Tax	12.04	-
	99.81	**42.12**

NOTE 28 : DEPRECIATION & AMORTIZATION EXPENSES

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of Tangible Assets	28.18	44.48
Amortization of Intangible Assets	3.38	3.06
Amortization of Leases	24.63	18.28
	56.19	**65.82**

NOTE 29 : OTHER EXPENSES

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Legal, Professional & Consultancy Charges	92.03	161.29
Traveling & Conveyance	37.03	44.04
Rent	8.81	28.50
Rates & Taxes	1.79	12.31
Warranty Expenses	30.72	9.11
Commission Charges	30.05	8.39
Petrol & Fuel	7.05	9.33
Repairs & Maintenance	13.69	7.50
CSR Expenses	8.91	5.42
Business Promotion Expenses	4.43	3.13
Assets Written Off	-	2.77
Provision for Doutful Debts and Advances	24.76	2.22
Auditor's Remuneration	2.36	0.93
Insurance	0.30	0.17
Other Expenses	24.55	47.95
	286.48	**343.06**

NOTE 30 : CURRENT TAX EXPENSE

(INR in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Year Tax	275.89	180.00
Prior Period Taxes	(7.94)	0.44
	267.95	**180.44**

NOTE 31: EARNINGS PER SHARE

Particulars	April 2023 to March 2024	April 2022 to March 2023
Profit attributable to equity shareholders (Rs.)	626.49	465.74
Weighted Average number of Equity Share Outstanding during the year	4,83,80,186	4,80,00,000
Nominal value per share (Rs.)	**2.00**	**2.00**
Basic EPS (Rs.)	**12.95**	**9.70**
Profit attributable to equity shareholders (Rs.)	626.49	465.74
Weighted Average number of Equity Share Outstanding during the year	4,83,80,186	4,80,00,000
Add: Adjustment for Employee Stock Options for equity shares to be vested in FY 2024-25 and FY 2025-26 (Refer Note 44)	3,46,997	7,28,563
Weighted Average number of Equity Share Outstanding for Diluted EPS	4,87,27,183	4,87,28,563
Nominal value per share (Rs.)	**2.00**	**2.00**
Diluted EPS (Rs.)	**12.86**	**9.56**

Note:

Share Split and Bonus Issue:

The basic and diluted earning per share for the current period and previous periods presented have been calculated / restated after considering the share split and bonus issue and appropriate adjustments to outstanding options granted to employees under the ESOP scheme (Refer note 14).

NOTE 32: RELATED PARTY DISCLOSURES

A. Related Party Relationships:

Related Party Name	Relationship	Ownership Interest (in %)	
		March 31, 2024	March 31, 2023
Mascot Capital & Marketing Pvt Ltd	Corporate Promoter Owned by Arvind Kamath	46.62%	47.00%
JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	25.79%	26.00%
Mascot Business Solutions Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	-	-
Mascot Dynamics Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Mascot Flowtech Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Porvair Filtration India Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Kal Energy India Pvt Ltd	Entity Ultimately Controlled by Individual Promoter i.e. Arvind Kamath	-	-

Related Party Name	Relationship	Ownership Interest (in %)	
		March 31, 2024	March 31, 2023
Dipak Bharuka	Individual Promoter, CEO (Key Managerial Personnel) -Up to July 18, 2023 Individual Promoter,Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	10.25%	10.00%
NIAA Ventures LLP	Limited Liability Partnership of Individual Promoter,Whole Time Director &CEO	-	-
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	-	-
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd))	-	-
Goutam Rampelli	Individual Promoter & Whole-time Director	11.90%	12.00%
Balraj Kishore Namdeo	Independent Director	-	-
Sudha Bushan	Independent Director	-	-
Ramanan Govind Rajan	Independent Director	-	-
Mohammad Habibulla	Independent Director	-	-
Pravin Sathe	Chief Financial Officer	-	-
Ashish Soni	Company Secretary and Compliance Officer	-	-
Yeshwant Natekar	CEO of JNK Renewable Energy Private Limited.(Key Management Personnel) w.e.f. May 04, 2023	-	-
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	-	-

B. Related Party Transactions:

Transactions with the related parties as defined in the Indian Accounting Standard 24 are given below:

i. Key Management Personnel Compensation: (INR in million)

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Short term Employee benefits	40.00	93.48
Goutam Rampelli	Individual Promoter & Whole-time Director	Short term Employee benefits	34.00	59.92
Dipak Bharuka	Individual Promoter, CEO (Key Managerial Personnel) - Up to July 18, 2023 Individual Promoter,Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	Short term Employee benefits	26.19	-
			23.82	54.44
		Post-employment benefits	1.11	-
		Other long term benefits	0.45	-
Pravin Sathe	Chief Financial Officer	Short term Employee benefits	5.58	0.13
		Post-employment benefits	0.06	-
		Other long term benefits	0.06	-
Ashish Soni	Company Secretary and Compliance Officer	Short term Employee benefits	1.95	0.24
		Post-employment benefits	0.02	-
		Other long term benefits	0.02	-
Yeshwant Natekar	CEO of JNK Renewable Energy Private Limited.(Key Management Personnel) w.e.f. May 04, 2023	Short term Employee benefits	3.12	2.06
		Post-employment benefits	0.09	-
		Other long term benefits	0.04	-
Total Compensation			**160.51**	**270.19**

ii. Transactions with Related Parties: (INR in million)

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	Sale of Goods	89.11	1,282.41
		Sale of Service	67.89	850.05
		Purchase of Goods	-	151.16
		Technical Service Charges	16.60	34.25
		Advances Received in Course of Business	67.33	298.63
		Dividend Paid	3.74	3.74
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	Sale of Goods	1,128.47	651.39
		Sale of Engineering, Erection & Works Contract Services	0.96	9.80
		Construction Charges Income	-	13.00
		Reimbursement receivable	0.15	-
		Advances Received in Course of Business	225.65	566.04
		Reimbursement of Expenses	-	0.25
Mascot Dynamics Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Sale of Goods	1.53	-
		Sale of Services	0.66	-
		Duty Credit Scrips Sold	-	1.26
		Purchase of Goods	2.40	-
		Advances Received in Course of Business	2.52	-
		Loan Taken	40.00	35.00
		Loan Repaid	20.00	35.00
		Interest on Loan Taken (Expense)	0.09	0.04
		Loan Given	-	5.00
		Loan Given Received Back	-	5.00
		Interest on Loan Receivable (Income)	-	0.01
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Director's Remuneration	40.00	93.48
		Reimbursement of Expenses	0.55	1.83
		Loan Taken	70.00	-
		Loan Repaid	20.00	
		Interest on Loan Taken (Expense)	0.36	-
Goutam Rampelli	Individual Promoter & Whole-time Director	Director's Remuneration	34.00	59.92
		Reimbursement of Expenses	0.06	0.26
		Dividend Payment	1.73	1.73
		Business Advance	0.42	-
		Sale of Car	-	0.61
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd))	Professional Services	24.00	59.92

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Dipak Bharuka	CEO (Key Managerial Personnel) -Up to July 18, 2023 Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	Salary	26.19	54.44
		Remuneration including Bonus & Incentives	23.82	-
		Whole Time Director & CEO (Key Managerial Personnel) - w.e.f July 19, 2023	1.30	1.63
		Rent Paid	1.35	1.35
		Business Advance	1.06	2.12
		Dividend Paid	1.49	1.44
		Loan Given on July 1, 2023	8.45	-
		Interest on Loan (Income)	0.35	-
Mascot Capital & Marketing Pvt Ltd	Corporate Promoter Owned by Arvind Kamath	Dividend Paid	6.77	6.77
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	Rent Paid	1.35	1.35
Mascot Business Solutions Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Professional Fees Expenses	2.35	0.33
		Loan received	32.50	-
		Loan repaid	32.50	-
		Interest on loan (Expenses)	0.13	-
		Rent	0.12	0.09
		Reimbursement of Expenses	0.05	0.03
Yeshwant Natekar	CEO of JNK Renewable Energy Private Limited.(Key Management Personnel) w.e.f. May 4, 2023	Remuneration	3.12	2.06
Mascot Flowtech Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Technical Service Expenses	-	1.03
Balraj Kishore Namdeo	Independent Director	Sitting Fees	0.62	-
Sudha Bushan	Independent Director	Sitting Fees	0.62	-
Ramanan Govind Rajan	Independent Director	Sitting Fees	0.62	-
Mohammad Habibulla	Independent Director	Sitting Fees	0.45	-
Pravin Sathe	Chief Financial Officer	Remuneration including Bonus & Incentives	5.58	0.13
Ashish Soni	Company Secretary and Compliance Officer	Remuneration including Bonus & Incentives	1.95	0.24

C. Transactions within the group (these transactions got eliminated in Consolidated Financial Information)*

(INR in million)

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
JNK India Private FZE	Wholly Owned Subsidiary	Erection Service Expenses	32.81	115.63
		Reimbursement of Expenses	0.05	2.33
		Investment in Subsidiary	-	-
JNK Renewable Energy Pvt Ltd	Wholly Owned Subsidiary	Investment in Subsidiary	-	1.00
		Loan Given	-	21.77
		Loan repayment received	5.00	10.00
		Interest on Loan (Income)	0.60	0.24
		Purchase of Fixed asset	2.48	-

* As per Schedule VI (Para 11 (I) (A) (i) (g)) of ICDR regulations

D. Related Party Balances:

Following are the related party outstanding balances: (INR in million)

Related Party Name	Relationship	Nature of balances	March 31, 2024	March 31, 2023
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	Trade Payable	176.30	31.16
		Trade Receivable	25.82	188.00
		Advance Received in Course of Business	6.68	8.19
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	Trade Receivable	571.00	386.15
		Advance Received in Course of Business	110.80	505.93
		Reimbursement of Expenses (Payable)	1.33	1.48
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Director's Remuneration & Incentives	40.54	38.98
		Loan Payable	50.00	-
		Interest on Loan (Expense)	0.13	-
		Reimbursement of Expenses (Payable)	0.26	0.32
Goutam Rampelli	Individual Promoter & Whole-time Director	Director's Remuneration & Incentives	11.89	20.61
		Reimbursement of Expenses (Payable)	0.03	-
		Advance Given in Course of Business	0.50	0.11
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd))	Professional Fees Payable	46.23	32.29
Dipak Bharuka	CEO (Key Managerial Personnel) - Up to July 18, 2023 Whole Time Director & CEO (Key Managerial Personnel) - w.e.f July 19, 2023	Remuneration & Incentives	19.80	14.40
		Reimbursement of Expenses (Payable)	0.13	-
		Security Deposite for Office	0.03	-
		Advance Given in Course of Business	1.02	0.69
		Loan Given on July 1, 2023	8.45	-
		Interest on Loan (Receivable)	0.35	-
Mascot Dynamics Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Loan Receivable	-	-
		Trade Payable	0.23	-
		Loan Payable	20.00	-
		Interest on Loan (Payable)	0.05	-
Mascot Business Solutions Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Professional Services Payable	0.14	0.03
		Reimbursement of Expenses	-	-
		Interest on Loan (Payable)	0.12	-
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	Rent payable	0.24	0.12
		Security Deposit for Office	0.03	-

Related Party Name	Relationship	Nature of balances	March 31, 2024	March 31, 2023
Yeshwant Natekar	CEO of JNK Renewable Energy Private Limited.(Key Management Personnel) w.e.f. May 4, 2023	Remuneration payable	0.36	-
Mohammad Habibulla	Independent Director	Sitting Fees	0.07	-
Pravin Sathe	Chief Financial Officer	Remuneration payable	0.84	-
Ashish Soni	Company Secretary and Compliance Officer	Remuneration payable	0.46	-

E. Terms and Conditions:

a) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

b) All the credit facilities of INR 437.99 Million as on March 31, 2024 (INR 301.41 Million as on March 31, 2023) and are guaranteed by Mr Arvind Kamath, Mr Goutam Rampelli, Mr. Dipak Bharuka, Mrs. Priya Bharuka, Mascot Capital & Marketing Pvt Ltd and Mascot Business Solution Pvt Ltd. Term loan of INR 39.52 Million as on March 31, 2024 (INR 36.22 Million as on March 31, 2023) comprises of car loans and GECL Loan which is part of the credit facilities availed.

NOTE 33 : CONTINGENT LIABILITIES

Claims Against the company not acknowledged as debts (INR in million)

Contingent Liabilities	March 31, 2024	March 31, 2023
Income Tax (AY 2020-21)	0.28	0.28
Income Tax (AY 2013-14)	2.00	2.00
Income Tax (AY 2021-22)	0.29	-
CST (F.Y. 2011-12)	-	10.53

The Income Tax demands for AY 2020-21 has been raised on account of late payment of employee contribution to Provident Fund.The company has submitted online responses disagreeing with the Demand stating that the contribution has been paid to respective funds before the due date for filing return of income and the same should be allowed.

The Income Tax Demands for AY 2013-14 relate to disallowance of TDS Credit pertaining to income booked in the relevant Assessment Years but appearing in Form 26AS of the subsequent Assessment Years. The company has submitted online responses disagreeing with the Demands.

The Income Tax demands for AY 2021-22 have been raised on account of late payment of employee contribution to Provident Fund.The company has submitted online responses disagreeing with the Demand stating that the contribution has been paid to respective funds before the due date for filing return of income and the same should be allowed.

The CST Demand of Rs. 1,05,31,814 for FY 2011-12 was due to disallowance of Sales u/s 6(2) of the CST Act, 1956. The said demand is settled for Rs. 21,16,094 as per Maharashtra Sales Tax Amnesty Scheme.

NOTE 34: PAYMENTS MADE TO THE AUDITOR

(INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
As Auditors	1.43	1.03
For Taxation Matters	0.20	0.40
For Other Services	0.73	0.32
Total as per Statement of Profit and Loss	**2.36**	**1.75**
For Audit and certification relating to IPO (Refer Note No.9)	1.90	-
Grand Total	**4.26**	**1.75**

NOTE 35 : FAIR VALUE MEASUREMENT

(INR in million)

Particulars	March 31, 2024					
	Carrying Amount	Amortised Cost	FVTPL	Level of input used in		
				Level 1	Level 2	Level 3
Financial Assets						
Investments	-	-	-	-	-	-
Loans	19.27	19.27	-	-	-	-
Trade Receivables	2,130.87	2,130.87	-	-	-	-
Cash & Cash Equivalents and Other Bank Balances	291.37	291.37	-	-	-	-
Other Financial Assets	1,124.20	1,124.20	-	-	-	-
	3,565.71	**3,565.71**	**-**	**-**	**-**	**-**
Financial Liabilities						
Borrowings	547.81	547.81	-	-	-	-
Lease Liability	107.66	107.66	-	-	-	-
Trade Payables	1,139.00	1,139.00	-	-	-	-
Other Financial Liabilities	358.41	358.41	-	-	-	-
	2,152.88	**2,152.88**	**-**	**-**	**-**	**-**

Particulars	March 31, 2023					
	Carrying Amount	Amortised Cost	FVTPL	Level of input used in		
				Level 1	Level 2	Level 3
Financial Assets						
Investments	-	-	-	-	-	-
Loans	2.87	2.87	-	-	-	-
Trade Receivables	1,143.50	1,143.50	-	-	-	-
Cash & Cash Equivalents and Other Bank Balances	471.82	471.82	-	-	-	-
Other Financial Assets	210.92	210.92	-	-	-	-
	1,829.11	**1,829.11**	**-**	**-**	**-**	**-**
Financial Liabilities						
Borrowings	337.63	337.63	-	-	-	-
Lease Liability	103.09	103.09	-	-	-	-
Trade Payables	397.57	397.57	-	-	-	-
Other Financial Liabilities	167.72	167.72	-	-	-	-
	1,006.01	**1,006.01**	**-**	**-**	**-**	**-**

Fair value of financial assets and financial liabilities measured at amortised cost.

The carrying amounts of trade receivables, loans, advances, cash and other bank balances are considered to be the same as their fair values due to their short term nature. The carrying amounts of long term loans given with fixed rate of interest are considered at fair value.

The carrying amount of trade and other payables are considered to be the same as their fair values due to their short term nature.The carrying amounts of borrowings with floating rate of interest are considered to be close to fair value.

NOTE 36 : CAPITAL MANAGEMENT

The primary objective of capital management of the Company is to maximise Shareholder value. The Company monitors capital using Debt-Equity ratio which is total debt divided by total equity. For the purposes of capital management, the Company considers the following components of its Balance Sheet to manage capital:

Total equity includes General reserve, Retained earnings, Share capital and Security premium.
Total debt includes current debt plus non-current debt.

The Debt-Equity ratio at the end of the reporting period are as under:

(INR in million)

Particulars	March 31, 2024	March 31, 2023
Non-Current Borrowing	117.58	112.89
Current Borrowing	537.88	327.82
Total Debt	655.46	440.71
Total Equity	1,953.57	1,223.78
Adjusted Net Debt to Adjusted Equity Ratio	0.34	0.36

NOTE 37 : FINANCIAL RISK MANAGEMENT

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board oversee the management of these financial risks through its Risk Management Committee as per Company's existing policy.

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

A. Credit risk

i. Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and other financial instruments. Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed upon. Details of the same have been discussed below.

ii. Exposure to Risk

a. Trade Receivables

The Company extends credit to customers in the normal course of business. The Company considers factors such as financial conditions / market practices, credit track record in the market, analysis of historical bad debts and past dealings for extension of credit to customers. Individual credit limits are set accordingly. The Company monitors the payment track record of the customers and ageing of receivables. Outstanding customer receivables are regularly monitored. The Company considers the concentration of risk with respect to trade receivables including retention money as low.

b. Change in allowance for Bad and Doubtful Debts

(INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
As at the beginning of the year	26.32	24.10
Add: Provisions during the year	9.29	4.57
Less: Reversal during the year	9.10	2.35
Less: Utilised during the year	0.58	-
As at the end of the year	**25.93**	**26.32**

Provision Matrix used in case of Trade Receivables including Retention money

Categories	Historical Provision Rates (Representative)
Less than 6 months	0%
More than 6 months but less than 1 year	1%
More than 1 year but less than 2 years	1%
More than 2 years but less than 3 years	2%
More than 3 years	100%

c. Other Financial Instruments

The Company considers factors such as track record, size of the institution, market reputation, financial strength/ rating and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions from which the Company has also availed borrowings.

B. Liquidity Risk

i. Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables and other financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring losses or risking damage to the Company's reputation. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of the financial assets and liabilities. It maintains adequate sources of financing including loans, debt and other borrowings.

ii. Exposure to Risk:

The company has sufficient Bank balance to discharge it's immediate cash flows.

As at March 31, 2024 (INR in million)

Particulars	Note No.	Carrying Amount	Less than 1 year	Between 1 to 5 years	Exceeding 5 years
Borrowings	15	547.80	521.59	26.21	-
Lease Liability	16	107.66	16.29	91.37	-
Trade Payables	20	1,139.00	1,139.00	-	-
Other Liabilities	18	754.25	724.11	30.14	-
Total		**2,548.71**	**2,400.99**	**147.72**	**-**

As at March 31, 2023 (INR in million)

Particulars	Note No.	Carrying Amount	Less than 1 year	Between 1 to 5 years	Exceeding 5 years
Borrowings	15	337.63	305.23	32.39	-
Lease Liability	16	103.09	22.59	80.49	-
Trade Payables	20	397.57	397.57	-	-
Other Liabilities	18	994.85	844.88	149.97	-
Total		**1,833.14**	**1,570.27**	**262.85**	**-**

C. Market Risk -

i. Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

ii. Exposure to Risk

a. Interest Rate Risk

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Sensitivity of Interest Rates:

Impact on Profit / (Loss) before tax

Loans Taken (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 100 basis points of interest rates	5.48	3.38
Decrease in 100 basis points of interest rates	(5.48)	(3.38)

Loan Given (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 100 basis points of interest rates	0.09	-
Decrease in 100 basis points of interest rates	(0.09)	-

b. Foreign Currency Risk

The Company has entered into contracts wherein the revenue is receivable in foreign currency. These are not hedged.

The following table details the Company's sensitivity to a 1% increase and decrease in the Rupee against the relevant foreign currencies. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the net exposure outstanding on receivables or payables in the Company at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 1% change in foreign currency rate.

Sensitivity of Foreign Exchange Rates

Impact on Profit / (Loss) before tax

Trade Receivables: (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 1% USD/INR	2.38	3.75
Increase in 1% EURO/INR	-	-
Decrease in 1% USD/INR	(2.38)	(3.75)
Decrease in 1% EURO/INR	-	-

Trade Payables: (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 1% USD/INR	(1.61)	(2.06)
Increase in 1% EURO/INR	(0.07)	-
Decrease in 1% USD/INR	1.61	2.06
Decrease in 1% EURO/INR	0.07	-

c. Other Price Risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investments. These securities are unquoted. The Company manages the price risk through diversification and by placing limits on individual and total equity / mutual fund instruments. Company is not exposed to significant price risks.

NOTE 38 : TRADE PAYABLE – DETAILS RELATING TO MICRO, SMALL AND MEDIUM ENTERPRISES

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
The principal amount remaining unpaid to any supplier as at the end of accounting period/year under MSMED Act, 2006	560.58	45.74
The Interest accrued and due to suppliers under MSMED Act, 2006 on the above amount and unpaid	9.73	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period/year	-	-
The amount of interest due and payable for the period/year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
The amount of interest accrued and remaining unpaid at the end of accounting period/year	-	-
The amount of further interest due and payable even in the succeeding year, 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 MSMED Act 2006	-	-

NOTE 39 : REVENUE FROM CONTRACTS WITH CUSTOMERS AS PER IND AS 115

i) Revenue by category of contracts:

(INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Over a period of time basis	2,772.62	1,807.90
At a point-in-time basis	2,016.90	2,257.61
Total revenue from contracts with customers	**4,789.52**	**4,065.51**

ii) Revenue by geographical market:

(INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Within India	4,282.95	1,265.05
Outside India	506.57	2,800.46
Total revenue from contracts with customers	**4,789.52**	**4,065.51**

iii) Contract balances:

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables (Note 11)	2,130.87	1,143.50
Retention Money Receivable from Customers (Contract Asset) (Note 7)	285.34	181.99
Unbilled Revenue (Contract Asset) (Note 7)	697.57	19.27
Retention money payable to vendors (Contract Liability) (Note 17)	235.37	56.92
Customer Advances (Contract Liability) (Note 18)	332.40	654.71
Due to Customer (Contract Liability) (Note 18)	197.31	162.25

Contract assets primarily relate to the Company's rights to consideration for work completed at the reporting date from contracts. The Contract assets are transferred to Trade receivables on completion of milestones.

The contract liabilities relate to customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions on specific projects.

iv) Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:

(INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Customer Advance	82.38	1,390.56

NOTE 40 : DISCLOSURE ON SEGMENT REPORTING AS PER IND AS 108

The company is engaged in Fired Heaters products. Considering the nature of company's business and operations as well as reviews of operating results by the Chief Operating Decision Makers, the company has identified Fired Heaters and related products as only responsibile segment in accordance with the requirements of Ind AS 108 operating segment.

The Board of Directors of the Company has identified Chief Executive Officer as the chief operating decision maker of the Company. Management has determined the operating segments as mentioned above based on the reports reviewed by the CEO.

Since company operates in a single segment (business activity) of Fired Heaters and related products, disclosure regarding operating segments is not given.

Disclosure regarding Geographical Areas is as follows:

A. INFORMATION ON REVENUE (INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
REVENUE FROM COUNTRY OF DOMICILE - INDIA		
From Sale of Goods	1,676.41	952.11
From Sale of Services	2,606.54	312.94
Sub-total (a)	**4,282.95**	**1,265.05**

REVENUE FROM FOREIGN COUNTRIES (INR in million)

From Sale of Goods in Following Countries	April 2023 to March 2024	April 2022 to March 2023
South Korea	89.11	1,301.18
Nigeria	-	4.32
UAE	250.76	-
OMAN	0.62	-
Sub-total (b)	**340.49**	**1,305.50**

Sale of Services in Following Countries	April 2023 to March 2024	April 2022 to March 2023
South Korea	67.89	868.32
Italy	3.28	32.17
Nigeria	85.10	594.47
Russia	5.83	-
Oman	3.98	-
Sub-total (c)	**166.08**	**1,494.96**
Sub-total (d=b+c)	**506.57**	**2,800.46**
Total Revenue from Operations (a+d)	**4,789.52**	**4,065.51**

B. INFORMATION ON NON-CURRENT ASSETS (INR in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current Assets In Country Of Domicile**	533.28	299.34
Non-Current Assets In Foreign Countries**	-	-

** Excluding Deferred Tax Assets

NOTE 41 : DISCLOSURE ASSOCIATED WITH GRATUITY

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

1. **Investment risk:**

   The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

2. **Interest risk:**

   A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

3. **Longevity risk:**

   Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

4. **Salary risk:**

   The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

   The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2024.

A. Change in Defined Benefit Obligation (INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Defined Benefit Obligation at the beginning		
Current Service Cost	2.50	1.57
Whole-time	5.46	3.89
Adjustment in Whole-time	1.44	
(Gain) / Loss on settlements	-	-
Interest Expense	-	-
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(1.19)	-
Settlement Payments from Plan Assets	-	-
Settlement Payments from Employer	-	-
Other (Employee Contribution, Taxes, Expenses)	(0.06)	(0.05)
Increase / (Decrease) due to effect of any business combination / divesture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Due to Demographic Assumptions	-	-
Remeasurements - Due to Financial Assumptions	-	-
Remeasurements - Due to Experience Adjustments	1.25	0.05
Defined Benefit Obligation at the end	**9.40**	**5.46**

B. Change in Fair Value of Plan Assets (INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Fair Value of Plan Assets at the beginning	4.41	2.89
Interest Income	0.27	0.29
Employer Contributions	1.45	1.27
Employer Direct Benefit Payments	1.19	-
Employer Direct Settlement Payments	-	-
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(1.19)	-
Settlement Payments from Plan Assets	-	-
Settlement Payments from Employer	-	-
Other (Employee Contribution, Taxes, Expenses)	(0.06)	(0.05)
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Return on Assets (Excluding Interest Income)	0.03	0.01
Fair Value of Plan Assets at the end	**6.10**	**4.41**

Weighted Average Asset Allocations at end of current period

Particulars	April 2023 to March 2024	April 2022 to March 2023
Banks	0%	0%
Bonds	0%	0%
Gilts	0%	0%
Insurance Policies	100%	100%
Total	**100%**	**100%**

Figures in above tables for FY 2023-24 have been estimated by the management in the absense of precise details regarding actuarial valuation. The difference, if any, is not expected to be material .

NOTE 42 : RATIOS

Particulars	Items included	April 2023 to March 2024	April 2022 to March 2023	% Increase/ (Decrease)	Remarks
Current Ratio (as a proportion)	Current Assets / Current Liabilities	1.50	1.63	-7%	
Debt – Equity Ratio (as a proportion)	Total Debt / Shareholder's Equity	0.34	0.36	-7%	
Debt Service Coverage Ratio (as a times)	Earnings available for debt service / Debt Service	16.79	46.75	-65%	Debt Service coverage ratio lower due to increase in debt service cost and repayments
Return on Equity Ratio (as a percentage)	[Net profit after taxes – Preference dividend] / Average Equity Shareholders Funds	39.43	47.71	-19%	
Inventory turnover ratio (as a times)	Cost of Goods Sold or Sales / Average Inventory	5.80	5.63	3%	
Trade Receivables turnover ratio (as a times)	Net Credit Sales / Average Accounts Receivable	2.93	3.62	-19%	Lower due to Increase in debtors with reduction in sales.
Trade payables turnover ratio (as a times)	Net Credit Purchases / Average Trade Payables	2.98	3.77	-21%	Lower due to increase in trade payables as compared to corresponding increase in purchases.
Net capital turnover ratio (as a times)	Net Sales / Average Working Capital	3.03	3.43	-12%	
Net profit ratio (as a percentage)	Net profit / Sales	13.08%	11.40%	13%	
Return on Capital employed (as a percentage)	Earnings before interest and taxes / Capital Employed	44.10%	45.46%	3%	
Return on investment (as a percentage)	Earnings from Investment / Investments	NA	1.49%	NA	

NOTE 43 : CORPORATE SOCIAL RESPONSIBILITY

(INR in million)

Particulars	April 2023 to March 2024	April 2022 to March 2023
a) Amount required to be spent by the company during the period/year	8.91	5.49
b) Amount of expenditure incurred	8.91	5.42
c) Shortfall at the end of the period/year	-	0.07
d) Total of previous years shortfall	-	-
e) Reason for shortfall	Not Applicable	In FY 2020-2021, excess CSR amount was spent which is adjusted here.
f) Nature of CSR activities	1. Medical Treatment 2.Free Scholarship 3.Tree plantation	1.Medical Camp held 2. Donations to patients 3. Free Scholarship 4. Medical Treatment
g) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	Not Applicable	Not Applicable
h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	Not Applicable	Not Applicable

NOTE 44 : ESOP

During the Financial year ended March 31, 2022, the Management of the Company has approved the "JNK EMPLOYEES STOCK OPTION PLAN, 2022. According to the said plan, the selected employees have been granted 2,21,000 ESOPs. The salient features of this Plan are as follows:

I. VESTING DETAILS

Description	Grant Date	No of options
40% at the end of One year from Grant Date	March 31, 2023	3,92,000
30% at the end of Second year from Grant Date	March 31, 2024	1,66,500
30% at the end of Third year from Grant Date	March 31, 2025	1,66,500
Total		**7,25,000**

II. EXERCISE DETAILS

Number of options	Last Date for Exercise	Exercise Price
Exercise of 3,92,000 Option	April 30, 2023	Rs. 2/- per option
Exercise of Next 1,66,500 Option	April 30, 2024	Rs. 2/- per option
Exercise of Balance 1,66,500 Option	April 30, 2025	Rs. 2/- per option

III. GRANT DETAILS

Description	FY 2023-2024	FY 2022-2023
Grant Date	**March 31, 2022 onwards**	**March 31, 2022 onwards**
Total Options granted and outstanding at the beginning of the year	9,80,000	11,05,000
Add: Options granted during the year	-	-
Less: Lapsed during the year	-	1,25,000
Less: Surrendered during the year	2,40,000	-
Less :Exercised during the year	3,92,000	-
Outstanding at the end of the year	**3,48,000**	**9,80,000**
Weighted average remaining contractual life of options (in years)	1	2

IV. Weighted average share price at the date of exercise for stock options exercised during the year is INR 129 per share.

V. **(a)** In respect of stock options granted pursuant to the Company's stock options scheme, the fair value of the options is treated as discount and accounted as employee compensation over the vesting period.

(b) Expense on Employee stock options scheme debited to the statement of profit and loss account during 2023-24 is INR 120.40 Million (previous year INR 50.72 Million) (Note-27)

VI. Key assumptions used to estimate the fair value of options granted during the year ended March 31, 2023:

Scheme	FY 2022-2023
Risk Free Rate of Return	7.34%
Industry Beta	1.00
Equity Risk Premium	8.25%
Cost of Equity	15.59%
WACC	13.84%
Model Used	Discounted Cash Flow (DCF)

ESOP pricing is done at fair value of equity shares as computed by an approved Merchant Banker using Discounted Cash Flow (DCF) method which is considered appropriate in view of exercise period being very short and expectation of early exercise.

NOTE 45 : ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 OF ENTERPRISES CONSOLIDATED AS SUBSIDIARY

As at March 31, 2024 (INR in million)

Name of the Enterprise	Holding Company	Subsidiaries		Total
	JNK India Ltd.	JNK India Pvt. FZE (Foreign)	JNK Renewable Energy Pvt Ltd. (Indian)	
Net Assets i.e., Total Assets Minus Total Liabilities				
% of Consolidated Net Assets	99.66%	0.45%	(0.10%)	**100.00%**
INR	1,946.92	8.71	(2.01)	**1,953.62**
Share in Profit or Loss				
% of Consolidated Profit or Loss	98.54%	1.33%	0.13%	**100.00%**
INR	617.35	8.34	0.80	**626.49**
Share in Other Comprehensive Income (OCI)				
% of Consolidated OCI	35.42%	64.58%	0.00%	**100.00%**
INR	(1.19)	(2.17)	-	**(3.36)**
Share in Total Comprehensive Income				
% of Consolidated Total Comprehensive Income	98.88%	0.99%	0.13%	**100.00%**
INR	616.16	6.17	0.80	**623.13**

As at March 31, 2023 (INR in million)

Name of the Enterprise	Holding Company	Subsidiaries		Total
	JNK India Pvt Ltd	JNK India Pvt FZE (Foreign)	JNK Renewable Energy Pvt Ltd (Indian)	
Net Assets i.e., Total Assets Minus Total Liabilities				
% of Consolidated Net Assets	100.02%	0.21%	(0.23%)	**100.00%**
INR	1,224.06	2.53	(2.81)	**1,223.78**
Share in Profit or Loss				
% of Consolidated Profit or Loss	100.14%	0.47%	(0.60%)	**100.00%**
INR	466.34	2.18	(2.81)	**465.71**
Share in Other Comprehensive Income (OCI)				
% of Consolidated OCI	100.00%	0.00%	0.00%	**100.00%**
INR	(0.04)	-	-	**(0.04)**
Share in Total Comprehensive Income				
% of Consolidated Total Comprehensive Income	100.14%	0.47%	(0.60%)	**100.00%**
INR	466.30	2.18	(2.81)	**465.67**

NOTE 46 : CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') has been notified in the Official Gazette in September 2020 which could impact the contribution by the Company towards certain employment benefits. The effective date from which the changes and rules would become applicable is yet to be notified. Impact of the changes will be assessed and accounted in the relevant period of notification of relevant provisions.

NOTE 47 : APPROVAL OF FINANCIAL STATEMENTS

The financial statements are approved for issue by the Audit Committee at their meeting held on May 30, 2024 and the Board of Directors at their meetings held on May 30, 2024

NOTE 48 : STATUTORY INFORMATION / COMPLIANCE

(i) The Company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(ii) Estimated amount of contracts remaining to be executed on capital account and not provided for is INR 16.50 Million (Previous Period and Year Nil).

(iii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

(iv) The Company has not traded or invested in Crypto Currency or Virtual Currency during the year ended March 31, 2024 and preceding financial year ended March 31, 2023.

(v) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 (45 of 1988) and rules made thereunder.

(vi) The company is not declared as wilful defaulter by any bank or financial institution or other lender.

(vii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(viii) The Company has not entered with any Scheme(s) of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

(ix) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

 (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

 (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(x) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

 (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

 (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

NOTE 49: PRIOR PERIOD COMPARATIVE

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classifications / disclosures.

Pursuant to amendment in Schedule III to the Companies Act, 2013, effective from April 1, 2021, the Company has modified the classification of certain items. Comparative amounts in the notes to the financial statements were accordingly reclassified for consistency.

Signatures to Notes 1 to 49

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner

Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director

DIN :0726272

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

INDEPENDENT AUDITOR'S REPORT

To the Members of JNK India Limited

(Formerly known as JNK India Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of JNK India Limited *(Formerly known as JNK India Private Limited)* ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

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

Basis for Opinion

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	**Revenue Recognition** (As described in Standalone Financial Statements Note No. 23) Revenue is the most significant amount in the Statement of Profit and Loss, which in the present case is Rs. 4,771.00 Million. Revenue is recognised in accordance with the agreed terms and conditions of the contract with the respective customers and when the activity meets the recognition criteria as per Ind AS 115 - "Revenue from Contracts with Customers". Under IND AS 115 revenue is recognised when a performance obligation is satisfied by transferring control over promised goods or services.	We read and understood the Company's accounting policy for recognition of revenue. We understood the Company's control mechanisms and methods in relation to the revenue recognition and evaluated their operative effectiveness. We read the terms of contracts including revisions, if any, to evaluate the management's process to assess nature of contractual performance obligations, transfer of control to customer and other relevant terms necessary for revenue recognition. We performed transaction testing based on a representative sampling of the sales orders to assess revenue recognition.

	The application of this revenue accounting standard involves certain key judgments and estimates relating to identification of distinct performance obligations, determination of transaction prices of identified performance obligations, Company's right to receive consideration for performance obligation completed, appropriateness of the basis used to measure revenue and disclosures including presentation of balances in the financial statements. The Company's significant portion of business is undertaken through Engineering, Procurement and Construction (EPC) contracts; revenue from which is recognized over a period of time in accordance with the requirements of Ind AS 115. EPC Contracts may involve changes in scope, revised contract prices and delays due to reasons beyond Company's control. Hence, we consider the accounting for EPC contracts also to be subject to management's judgements and estimates. Revenues and profits for the year under audit, may deviate significantly on account of above mentioned judgements and estimates. Hence, Revenue Recognition is considered a key audit matter.	We performed sales cut off procedures on a test check basis, occurring around the year end with supporting documentation. We scrutinised transactions pertaining to unbilled revenues. We performed analytical procedures for ascertaining reasonableness of revenues, expenditures and profits pertaining to projects. We identified delayed projects, ascertained reasons for the delay and reasonableness of provisions for contingencies and liquidated damages. We read and assessed related disclosures made with respect to revenue in the Standalone Financial Statements.
2	**Trade Receivables and Contract Assets** (As described in Standalone Financial Statements Note Nos. 8,10 and 12) Trade Receivables are dues from customers for sale of goods and services. Total trade receivables as at March 31, 2024 are Rs. 2,127.29 Million which is 40% of the balance sheet size and 45% of the turnover for the year. Contract assets include trade advances, retention money and unbilled revenue which is 23% of the balance sheet size of the company. Corresponding impact of earning revenue falls on receivables and contract assets. Further, in practice, timing of collection of dues from customers may differ from the actual credit period and the contract terms. Also completion of performance obligation may be subject to varying interpretations. This makes assessment regarding recoverability of trade receivables as inherently subjective and requiring significant management judgment. Impairment of Trade Receivables and Contract Assets is done by Expected Credit Losses method under Ind AS 109. Calculation of the impairment allowance under expected credit losses is quite judgmental as it requires management to make significant assumptions on customer payment behavior and other relevant characteristics. It is also subject to Company's statistics of historical information and estimation about the level and timing of expected future cash flows. Considering the overall uncertainty regarding their recoverability, Trade Receivables and Contract Assets are key audit matters due to their size and high level of management judgment.	We studied the Process of invoicing followed by the company. We obtained project wise outstanding and reviewed the same. We obtained and verified age wise analysis of trade receivables and contract assets as at March 31, 2024. Information and explanation from the management regarding status of receivables was sought. Special attention was given to overdue receivables for the purpose of ensuring adequacy of impairment allowance. We also checked the documents in support of invoices pertaining to overdue collections. We have inquired into reasons for delayed projects and delayed collections. Collections made after March 31, 2024 were also checked. We performed analytical procedures for reasonableness and recoverability of balances. We obtained details of company's impairment policy and assessed the same. We considered historical incidence of bad debts and reasonableness of forecasting the impairment allowance. We made corroborative inquiries with the management regarding status update and expectation of outcomes.

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

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

Our opinion on the Standalone Financial Statements does not cover the other information and we 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 when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

After we read such other information when it is made available to us, if we conclude that there is a material misstatement therein we are required to communicate the matter to those charged with governance.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows 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 and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

As part of an audit in accordance with Standards on Auditing (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 and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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 'Annexure A' a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, based on our audit, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

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

(d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act.

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

(f) With respect to the matters specified in Section 143(3)(i) regarding adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

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

3. 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:

(a) The Company has disclosed the impact of pending litigations on its financial position in the Standalone Financials Statements. Refer Note 34 to the Standalone Financials Statements.

(b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(d) (i) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kinds of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(iii) Based on the audit procedures 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-clauses (i) and (ii) above, contain any material misstatement.

(e) The dividend paid during the year by the Company is in compliance with section 123 of the Act.

(f) Based on our test checks, the company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been made effective during the year for all transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature having been tampered with.

Reporting on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For CVK & Associates
Chartered Accountants
Firm Regn No.: 101745W

CA K. P. Chaudhari
Partner
Membership No.: 031661

Place: Mumbai
Date: May 30, 2024
UDIN: 24031661BKDGFC7266

Annexure A to the Independent Auditor's Report

Report under Companies Auditor's Report Order, 2020 (The Order)

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of **JNK India Limited** ***(Formerly known as JNK India Private Limited)***

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

(b) The Property, Plant and Equipment of the Company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements, are held in the name of the company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets during the year.

(e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

(b) The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in or provided any guarantee or security or granted any secured loans or advances in the nature of loans to companies, firms, limited liability partnerships or any other parties during the year. The Company has not granted any unsecured loans to firms or limited liability partnership during the year. The Company has granted unsecured loans to companies and other parties.

(a) The Company has provided loans during the year details of which are given below:

Particulars	Loans (in Million)
A. Aggregate amount granted / provided during the year:	
Subsidiary	INR Nil
Employees	INR 21.07
B. Balance outstanding as at balance sheet date in respect of above cases:	
Subsidiary	INR 7.53
Employees	INR 19.20

(b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest have generally been regular as per stipulation.

(d) According to the information and explanations given to us and based on the audit procedures conducted by us, there is no amount overdue in respect of any loans granted by the company;

(e) According to the information and explanations given to us and based on the audit procedures conducted by us, there are no loans renewed during the year.

(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 except for the following:

Particulars	To Promoters	To Related Parties	Total
Aggregate amount of loans / advances in nature of loans:			
- Repayable on demand (A)	Nil	7.53 millions (to a subsidiary company)	7.53 millions
- Agreement does not specify any terms or period of repayment (B)	Nil	Nil	Nil
Total (C=A+B)	**Nil**	**7.53 millions**	**7.53 millions**
Total Loans Granted (D)	-	-	26.73 millions
Percentage of such loans / advances in nature of loans to the total loans (C/D)	Nil	28%	28%

(iv) In respect of loans, investments, guarantees and security, the provisions of sections 185 and 186 of the Act have been complied with by the Company.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public, so as to attract the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other provisions of the Act and the rules framed there under. Hence, reporting under clause (v) of the Order is not applicable to the Company.

(vi) The Central Government has specified the maintenance of cost records under section 148(1) of the Act for the activities of the Company. Cost records as required are made and maintained by the company.

(vii) (a) As per the records of the Company, the company is generally regular in depositing undisputed statutory dues including 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 any other statutory dues with the appropriate authorities. As per the records of the Company, there were no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, following are the outstanding dues of Goods and Service tax, sales tax, income tax, custom duty, wealth tax, excise duty, service tax, value added tax, or cess; on account of any dispute.

Name of the statute	Nature of dues	Amount (INR in millions)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act,1961	Income Tax	2.00	A.Y. 2013-14	Rectification pending before Assessing Officer	
Income Tax Act,1961	Income Tax	0.28	A.Y. 2020-21	Rectification pending before Assessing Officer	
Income Tax Act,1961	Income Tax	0.29	A.Y. 2021-22	Rectification pending before Assessing Officer	

(viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Hence, reporting under clause (viii) of the Order is not applicable to the Company.

(ix) (a) As per the documents and records produced before us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The company is not declared as a wilful defaulter by any bank or financial institution or other lender.

(c) The term loans were applied by the Company for the purpose for which the loans were obtained.

(d) The funds raised by the Company on short term basis have not been utilized for long term purposes.

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

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) In our opinion and according to the information and the explanations given to us,

(a) The company has not raised any moneys during the year by way of initial public offer or further public offer (including debt instruments). Hence, reporting under clause (x)(a) of the Order is not applicable to the Company.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Hence, reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) According to the information and explanations given to us, no fraud by the Company or on the company has been noticed or reported during the year.

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

(c) According to the information and explanations given to us, no whistle-blower complaints were received during the year by the company. Hence, reporting under clause (xi)(c) of the Order is not applicable to the Company.

(xii) The company is not a Nidhi Company as per the provisions of the Act. Hence, reporting under clause (xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, all the transactions with related parties are in compliance with sections 177 and 188 of the Act where applicable and the details thereof have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system which is commensurate with the size and nature of its business.

(b) The report of the Internal Auditors for the period under audit, issued till the date of our audit report has been considered by us.

(xv) According to the information and explanations given to us, the company has not entered into any non-cash transactions with the directors or persons connected with them. Hence, reporting under clause (xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause (xvi)(c) of the Order is not applicable to the Company.

(d) There is no core investment company within the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Hence, reporting under clause (xvi)(d) of the Order is not applicable to the Company.

(xvii) The company has not incurred any cash losses during the financial year covered by our audit and also in the immediately preceding financial year. Hence, reporting under clause (xvii) of the Order is not applicable to the Company.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause (xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans and according to the information and explanations provided to us, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.

(xx) There is no unspent amount under sub-section 5 of Section 135 of the Act. Hence, reporting under clauses (xx) of the Order is not applicable to the Company.

(xxi) The requirement of clause (xxi) of the Order is not applicable to the standalone financial statements.

As regards, qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, refer the Independent Auditor's Report on consolidated financial statements.

For CVK & Associates
Chartered Accountants
Firm Regn No.: 101745W

CA K. P. Chaudhari
Partner
Membership No: 031661

Place: Mumbai
Date: May 30, 2024
UDIN: 24031661BKDGFC7266

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph 2f under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of **JNK India Limited** *(Formerly known as JNK India Private Limited)*

We have audited the internal financial controls with reference to Standalone Financial Statements of **JNK India Limited** *(Formerly known as JNK India Private Limited)* as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of Company is responsible for establishing and maintaining internal financial controls with reference to Standalone Financial Statements 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 (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with 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 with reference to Standalone Financial Statements. 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 Standalone Financial Statements were 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 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 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 Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to 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 Financial Statements

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, 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, 2024, based on the criteria for internal financial control with reference to Standalone Financial Statements 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 ICAI.

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

CA K. P. Chaudhari
Partner
Membership No.: 031661

Place: Mumbai
Date: May 30, 2024
UDIN: 24031661BKDGFC7266

Standalone Balance Sheet as at March 31, 2024

(INR in Millions)

Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant & Equipment	5(a)	83.77	54.39
(b) Right of Use Assets	5(b)	147.65	149.18
(c) Capital work-in-progress	5(c)	34.83	-
(d) Intangible Assets	5(d)	2.62	3.63
(e) Financial Assets			
(i) Investments	6	1.10	1.10
(ii) Loans	7	11.02	-
(iii) Other Financial Assets	8	253.97	88.85
(f) Deferred Tax Assets (Net)	9	29.89	23.94
(g) Other Non-Current Assets	10	0.38	3.18
Total Non-Current Assets	**a**	**565.23**	**324.27**
Current Assets			
(a) Inventories	11	831.84	820.53
(b) Financial Assets			
(i) Trade Receivables	12	2,127.29	1,143.50
(ii) Cash & Cash Equivalents	13	52.21	151.53
(iii) Bank Balances other than (ii) above	13	236.33	311.94
(iv) Loans	7	15.71	13.81
(v) Other Financial Assets	8	862.71	119.13
(c) Other Current Assets	10	578.69	489.57
Total Current Assets	**b**	**4,704.78**	**3,050.01**
Total Assets	**(a+b)**	**5,270.01**	**3,374.28**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	96.78	96.00
(b) Other Equity	15	1,850.09	1,128.04
Total Equity	**c**	**1,946.87**	**1,224.04**
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	26.21	32.39
(ii) Lease Liabilities	17	91.37	80.50
(iii) Other Financial Liabilities	18	-	9.09
(b) Other Non-Current Liabilities	19	30.14	149.97
(c) Provisions	20	41.98	15.48
Total Non-Current liabilities	**d**	**189.70**	**287.43**
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	521.59	305.24
(ii) Lease Liabilities	17	16.29	22.59
(iii) Trade Payables	21		
(A) total outstanding dues of micro enterprises and small enterprises		559.62	45.74
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		587.71	360.38
(iv) Other Financial Liabilities	18	357.79	158.63
(b) Other Current Liabilities	19	720.71	844.61
(c) Provisions	20	147.24	63.45
(d) Current Tax Liabilities (Net)	22	222.49	62.17
Total Current Liabilities	**e**	**3,133.44**	**1,862.81**
Total Equity and Liabilities	**(c+d+e)**	**5,270.01**	**3,374.28**
Summary of Material Accounting Policies	3		
The accompanying notes are an integral part of the standalone financial statements.			

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner

Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director

DIN :07262728

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Standalone Statement of Profit and Loss for the year ended March 31, 2024

(INR in million except Eanings Per Share)

	Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
I	Revenue from Operations	23	4,771.00	4,053.42
II	Other Income	24	28.76	42.61
III	**Total Income**	**(a)**	**4,799.76**	**4,096.03**
IV	**Expenses**			
	Purchases		2,264.19	1,583.08
	Changes in Inventories	25	(11.31)	(196.16)
	Project Expenses	26	721.43	1,127.19
	Employee Benefit Expenses	27	513.94	529.61
	Finance Costs	28	99.69	50.30
	Depreciation and Amortization Expenses	29	56.19	63.10
	Other Expenses	30	276.28	308.12
	Total Expenses	**(b)**	**3,920.41**	**3,465.24**
V	**Profit / (Loss) before tax (III - IV)**	**(c=a-b)**	**879.35**	**630.79**
VI	**Tax Expense :**			
	Tax Expense	31	267.95	180.44
	Deferred Tax Expense / (Income)		(5.95)	(15.99)
		(d)	**262.00**	**164.45**
VII	**Profit / (Loss) for the year (V -VI)**	**(e=c-d)**	**617.35**	**466.34**
VIII	**Other Comprehensive Income / (Loss):**			
	Items that will not be reclassified to Profit or Loss:			
	-Remeasurement gains / (loss) of Defined benefit plans		(1.19)	(0.04)
	Total Other Comprehensive Income / (Loss) for the year		**(1.19)**	**(0.04)**
IX	**Total Comprehensive Income for the year (VII+VIII)**		**616.16**	**466.30**
X	**Earning Per Share**	32		
	(1) Basic (Rs.)		12.76	9.72
	(2) Diluted (Rs.)		12.67	9.57
Summary of Material Accounting Policies		3		
The accompanying notes are an integral part of the standalone financial statements.				

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :07262728

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Standalone Statement of Changes in Equity for the year ended March 31, 2024

(INR in Millions)

A) Equity Share capital

1. April 2023 to March 2024

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
96.00	-	96.00	0.78	96.78

2. April 2022 to March 2023

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous reporting period	Balance at the end of the previous reporting period
96.00	-	96.00	-	96.00

B) Other Equity

1. April 2023 to March 2024

Reserves and Surplus (INR in Millions)

Particulars	ESOP Reserve	Securities Premium Account	Retained Earnings	Total
Balance at the beginning of the current reporting period	50.72	-	1,077.32	1,128.04
Changes in accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	**50.72**	**-**	**1,077.32**	**1,128.04**
Additions during the reporting period	120.40	49.94	617.35	787.69
Dividends	-	-	(14.51)	(14.51)
Bonus Issue	-	-	-	-
Total Comprehensive Income for the current year	-	-	(1.19)	(1.19)
Issuance of 78,400 number of Equity shares of Rs 2/- each under ESOP scheme	(49.94)	-	-	(49.94)
Transfer from ESOP Reserve to Retained Earnings	(0.78)	-	0.78	-
Any Other Changes	-	-	-	-
Balance at the end of the current reporting period	**120.40**	**49.94**	**1,679.75**	**1,850.09**

2. **April 2022 to March 2023**

Reserves and Surplus

(INR in Millions)

Particulars	ESOP Reserve	Securities Premium Account	Retained Earnings	Total
Balance at the beginning of the previous reporting period	-	-	625.42	625.42
Changes in accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the previous reporting period	**-**	**-**	**625.42**	**625.42**
Additions during the previous reporting period	50.72	-	466.34	517.06
Dividends	-	-	(14.40)	(14.40)
Bonus Issue	-	-	-	-
Total Comprehensive Income for the previous year	-	-	(0.04)	(0.04)
Transfer to retained earnings	-	-	-	-
Any Other Change	-	-	-	-
Balance at the end of the previous reporting period	**50.72**	**-**	**1,077.32**	**1,128.04**

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :07262728

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

Standalone Statement of Cash Flow for the year ended March 31, 2024

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flows From Operating Activities		
Profit before Income Tax	879.35	630.79
Adjustments for Non Cash Items:		
Depreciation and Amortization Expense	56.19	63.10
Bad Debts Written Off	0.58	0.03
Provision for Doubtful Debts and Advances	24.18	2.22
Notional Interest on Lease	(0.11)	(0.11)
Notional Expenses on Lease	0.13	0.11
Fixed Assets Written Off	-	2.77
Employee Benefit Expenses (ESOP)	120.40	50.72
Foreign Exchange Rate Fluctuation (Gain)/Loss	(0.07)	1.38
Adjustments for Non Operating Items:		
Finance Charges Incurred	68.20	25.96
Interest Income	(23.46)	(7.75)
Profit on Mutual Fund Redemption	(0.38)	-
Changes in Working Capital:		
(Increase) / Decrease in Trade Receivables	(980.52)	(45.65)
(Increase) / Decrease in Inventories	(11.31)	(196.16)
(Increase) / Decrease in Other Non-Current assets	(43.50)	(1.32)
(Increase) / Decrease in Current assets	(862.65)	(328.79)
Increase / (Decrease) in Trade Payables	741.21	(49.24)
Increase / (Decrease) in Other Current Liabilities	(53.66)	(115.12)
Increase / (Decrease) in Provisions	109.10	41.37
Cash Generated From Operations:	**23.68**	**74.31**
Income Taxes (Paid) / Refund	(119.67)	(150.20)
Net Cash (used in) / from Operating Activities	**(95.99)**	**(75.89)**
Cash Flows From Investing Activities		
Sale / (Purchase) of Property, Plant and Equipment	(80.67)	(69.63)
Sale / (Purchase) of Intangible Assets	(2.37)	(2.68)
Purchase of Capital Work in Progress	(34.83)	-
Interest on Deposits	23.46	7.75
Interest on ROU Asset	0.11	-
Fixed Deposits (Placed)/Matured	(54.25)	(287.93)
Sale of Mutual Funds	100.38	110.59
Purchase of Mutual Funds	(100.00)	-
Investment in Subsidiary	**-**	**(1.00)**
Net Cash (used in) / from Investing Activities	**(148.17)**	**(242.90)**

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash Flows From Financing Activities		
Issue of Equity Shares	0.78	-
Addition of Long Term Borrowings	3.29	5.47
Addition of Short Term Borrowings	206.88	272.26
Finance Charges Incurred	(56.10)	(27.34)
Increase in Lease Liabilities	4.57	13.24
Dividend Paid	(14.51)	(14.40)
Net Cash (used in) / from Financing Activities	**144.91**	**249.23**
Net Increase / (Decrease) in Cash and Cash Equivalents	**(99.25)**	**(69.56)**
Cash and Cash Equivalents at Beginning of the year	**151.53**	**221.09**
Effect of exchange rate Gain/(Loss) on cash and cash equivalents	(0.07)	-
Cash and Cash Equivalents at End of the year	**52.21**	**151.53**

As per Our Audit Report Of Even Date

For CVK & Associates
Chartered Accountants
Firm Registration No.: 101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)

CA K. P. Chaudhari
Partner
Membership No: 031661

Arvind Kamath
Whole-time Director & Whole-time Director
DIN : 00656181

Goutam Rampelli
Chairperson &
DIN :07262728

Dipak Bharuka
Whole-time Director
Chief Executive Officer
DIN: 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

JNK India Limited

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED March 31, 2024

NOTE 1: CORPORATE INFORMATION

JNK India Limited (JNK), the Company, was incorporated in 2010 as private limited company. The Company got converted into a public limited company on May 26, 2023.

The Company is in the business of EPC Contracts. The Company's main activity consists of Designing, Engineering, Manufacture, Fabrication, Procurement, Erection and Commissioning of fired heaters and related combustible engineering products.

JNK Global Co. Ltd., one of the leading EPC contractors in Korea, is one of the major shareholders in the Company.

The Company's registered office is at Unit No. 203 to 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane (West) – 400604, Maharashtra.

The CIN of the company is U29268MH2010PLC204223.

The Company has completed its Initial Public Offer (IPO) and accordingly the Company's equity shares are listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) with effect from 30th April, 2024.

NOTE 2: BASIS OF PREPARATION OF FINANCIAL STATEMENTS

1) HISTORICAL COST CONVENTION

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 ('the Act'), other provisions of the Act (to the extent notified) read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These Financial Statements are prepared on a historical cost convention on the accrual basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) which are measured at fair value or amortised cost;
- defined benefit plans and
- share- based payments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

2) USE OF ESTIMATES

Preparation of the financial statements requires the use of certain critical accounting judgements, estimates and assumptions. It also requires the management to exercise judgment in the process of applying the accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

3) Recent Accounting Pronouncements

(a) New and Amended Standards Adopted by the Company:

The Company has applied the following amendments for the first time for their annual reporting period commencing 1st April, 2023:

i) Ind AS 1 – Presentation of Financial Statements

The amendments to Ind AS 1 provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. 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. This amendment do not have any material impact on the Company's financial statements and disclosures.

ii) Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments to Ind AS 8 clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

iii) Ind AS 12 – Income Taxes

The amendments to Ind AS 12 Income Tax narrow the scope of the initial recognition exception, so that the exception no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities.

The above amendments did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(b) New Standards/Amendments notified but not yet effective:

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

The Financial Statements are presented in Indian Rupees in Million, the national currency of India which the Company has selected as its functional currency.

"0" or "-" in the Financial Statements indicates value below the rounding off conversion of INR Million.

NOTE 3: MATERIAL ACCOUNTING POLICIES

i. Cash Flow Statement

Cash flow statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method as set out in Indian Accounting Standard (IND AS) -7 "Statement of Cash Flows".

Under the indirect method, the net profit is adjusted for the effects of:

a. transactions of a non-cash nature

b. any deferrals or accruals of past or future operating cash receipts or payments and

c. items of income or expense associated with investing or financing cash flows.

Cash and cash equivalents comprise cash at bank and in hand and demand deposits with banks and are reflected as such in the cash flow statement. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

ii. Property, Plant & Equipment

Property, plant and equipment, other than freehold land, are stated at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant equipment are ready for use, as intended by the Management. Freehold land is carried at cost and is not depreciated.

The Company depreciates property, plant and equipment, other than leasehold improvements, over their estimated useful lives using the written down value method. Leasehold improvements are depreciated over the tenure of Lease Term. The useful lives of material assets are estimated as follows:-

Particulars	Years
Plant and Equipment	10
Furniture and Fixtures	10
Office Equipment	5
Others	
Temporary Office	5
Temporary Construction	5
Assets at Project site	Project Period
Computer software	3
Computers	3

If significant parts of an item of Property, Plant & Equipment have different useful lives then they are accounted for as separate items (major components) of Property, plant & Equipment.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date are classified as capital advances under other non-current assets and the costs of assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

Repairs and maintenance costs are recognized while computing net profit, in the Statement of Profit and Loss, when incurred. The cost and its corresponding accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

Gains or losses arising from de-recognition of tangible assets 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.

iii. Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets having finite lives are amortized over their respective individual estimated useful lives, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditure required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the profit and loss when the asset is derecognized.

iv. Impairment of Non-Financial Assets

The carrying amounts of Property, Plant and Equipment, Intangible Assets and investments in subsidiary companies are reviewed for impairment at the end of each financial year and also whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. An asset's recoverable amount is the higher of an asset's or Cash Generating Unit's (CGU) fair value less costs of disposal and its value in use. 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. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

v. Current / Non Current Classification

Ind AS requires that an entity shall present current and non-current assets, and current and non-current liabilities, as separate classifications in its balance sheet.

Any asset or liability is classified as current if it satisfies any of the following conditions:

a. it is expected to be realized or settled or is intended for sale or consumption in the Company's normal operating cycle which is ascertained by the Company as 12 months;

b. it is expected to be realized or settled within twelve months from the reporting date;

c. in the case of an asset,
   - it is held primarily for the purpose of providing services; or
   - it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;

d. in the case of a liability, the Company does not have an unconditional right to defer settlement of liability for at least twelve months from the reporting date.

All other assets and liabilities are classified as non-current.

vi. Financial Instruments

A. Financial Assets

Financial assets include investments in equity and debt securities, cash and cash equivalents, trade receivables, employee and other advances and eligible current and non-current assets.

All financial assets, except Trade Receivables are recognized initially at fair value.

Subsequent to initial recognition, financial assets are measured as described below:

a. Investments:

i. Financial instruments measured at amortized cost:

Debt instruments that meet the following criteria are measured at amortized cost (except for debt instruments that are designated at fair value through Profit or Loss (FVTPL) on initial recognition):

(a) The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

(b) The contractual terms of the instrument give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

ii. Financial instruments measured at fair value through other comprehensive income (FVTOCI):

Debt instruments that meet the following criteria are measured at fair value through other comprehensive income (FVTOCI) (except for debt instruments that are designated at fair value through Profit or Loss (FVTPL) on initial recognition)

(a) The asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial asset; and

(b) The contractual terms of the instrument give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Interest income is recognized in statement of profit and loss for FVTOCI debt instruments. Other changes in fair value of FVTOCI financial assets are recognized in other comprehensive income. When the investment is disposed of, the cumulative gain or loss previously accumulated in reserves is transferred to statement of profit and loss.

iii. Financial instruments measured at fair value through profit or loss (FVTPL):

Instruments that do not meet the amortised cost or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in statement of profit and loss. The gain or loss on disposal is recognized in statement of profit and loss.

Interest income is recognized in statement of profit and loss for FVTPL debt instruments. Dividend on financial assets at FVTPL is recognized when the Company's right to receive dividend is established.

b. Trade Receivables

Trade receivables that do not contain a significant financing component are initially recognized at transaction price. They are subsequently measured at amortised cost less any impairment losses. Due to their short term maturity, the carrying amount approximate fair value. Expected credit losses are estimated by adopting the simplified approach using a provision matrix reflecting current condition and forecast of future economic condition.

c. Other Financial Assets

Other financial assets, cash and cash equivalents and other assets. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. These are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less any impairment losses. For most of these assets the carrying amounts approximate fair value due to their short term maturity.

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 and credit risk exposure on the financial assets that are debt instruments measured at amortized costs e.g. loans, deposits, trade receivables, contractual receivables and bank balances. The Company follows 'simplified approach' for recognition of impairment allowance. 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. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment allowance based on 12-month. The Company considers current and anticipated future economic conditions relating to industries of the customer and the countries where it operates. ECL impairment allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of profit and loss under the head 'other expenses'. 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.

Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expires or it transfers the financial asset and the transfer qualifies for de-recognition. If the Company retains substantially all the risks and rewards of a transferred financial asset, the Company continues to recognise the financial asset and also recognizes a borrowing for the proceeds received.

B. Financial Liabilities

Financial liabilities include long and short-term loans and borrowings, bank overdrafts, trade payables, eligible current and non-current liabilities.

All financial liabilities are recognized initially at fair value.

Subsequent to initial recognition financial liabilities are measured as described below:

Trade and Other Payables

Trade and other payables, which consist of Trade Creditors and Borrowings are subsequently carried at amortized cost using the effective interest method. For Trade and other payables, the carrying amounts approximate fair value due to the short-term maturity of these instruments.

A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

vii. Cash & Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

viii. Inventories

Inventories are assets held for sale in the ordinary course of business or in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Inventories held as on the reporting date are valued at the lower of cost and estimated net realizable value. In some cases, manufacturing work-in-progress is valued at lower of specifically identifiable cost and proportionate overheads or net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The cost of inventories is assigned by using the first-in, first-out (FIFO) formula. When inventories are sold or consumed in rendering services, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized.

ix. Borrowing Costs

Borrowing costs include Interest and other incidental costs.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

In case of general borrowings, the borrowing costs are capitalised as per the Indian Accounting Standard 23.

Capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted and is ceased when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Borrowing costs which are not directly attributable to the acquisition, construction production or development of a qualifying asset are recognised as an expense in the period in which they are incurred.

x. Government Grants

Government grants are assistance by government in the form of transfers of resources to an entity in return for past or future compliance with certain conditions relating to the operating activities of the entity. They exclude those forms of government assistance which cannot reasonably have a value placed upon them and transactions with government which cannot be distinguished from the normal trading transactions of the entity.

Government grants shall be recognised in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate.

A government grant may take the form of a transfer of a non-monetary asset, such as land or other resources, for the use of the entity. In these circumstances the fair value of the non-monetary asset is assessed and both grant and asset are accounted for at that fair value.

xi. Employee Benefits

A. Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service.

B. Post-employment benefits:

a. Provident Fund scheme and Employee State Insurance Scheme:

Eligible employees receive benefits of a state run provident fund and insurance scheme. These are defined contribution plans. Both the eligible employee and the Company make monthly contributions to provident fund plan and the insurance scheme equal to a specified percentage of the covered employees' salary. There are no other obligations other than the contribution payable to the relevant fund/ scheme.

b. Gratuity scheme

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity plan provides a lump sum payment to the vested employees at retirement, death, incapacitation or termination of employment of an amount based on the respective employees' salary and tenure with the Company. Liabilities with regard to Gratuity are determined in accordance with the actuarial valuation.

The Company has opted for a scheme and a fund run by LIC for gratuity.

C. Share-based payment

Equity share-based payment (ESOP) are governed by ESOP scheme of the company. The fair value of ESOP granted to employees is recognised as an employee expense, with a corresponding increase in equity.

xii. Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standard Ind AS 115, as per which revenue should be recognized when the performance obligation is satisfied.

Performance obligation is a promise in a contract with customer to transfer to customer either:

- A good or service (or a bundle of goods or services) which is distinct or
- A series of goods or services that are substantially the same and that have same pattern of transfer to the customer.

The Company needs to identify the transaction price. Transaction price is the amount of consideration to which an entity expects to be entitled in exchange for transferring promised goods and services to a customer, excluding amounts collected on behalf of third parties.

Such a transaction price needs to be allocated to performance obligations in a contract.

An entity transfers control of a good or service over time and therefore satisfies a performance obligation and recognizes revenue over time if any of the following criteria is met:

(a) The customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs, or

(b) The entity creates and enhances an asset which is controlled by customer as it is created or enhanced, or

(c) The entity's performance does not create an asset with alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

In any other case, revenue is recognized at a point of time.

A. General Policy

Revenue is recognized when it has approval and commitment from both parties, the rights of the parties and payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company recognizes revenue from contracts with customers when it satisfies performance obligation by transferring promised goods or services to a customer. The revenue is recognized to the extent of the transaction price allocated to the performance obligation satisfied.

B. EPC Contracts

Engineering, Procurement and Construction (EPC) contracts are contracts specifically negotiated for the construction of plants and systems, involving design, engineering, fabrication, supply, erection and commissioning thereof.

The Company recognizes revenue over time as it performs because EPC contracts involve continuous transfer of control to the customer.

The Company identifies performance obligations regarding distinct goods or services, if any, within the context of EPC contracts most of which involve products or services that do not have an alternative use and the customer controls the work in process. The contracts contain clauses such as customer's ownership over goods and drawings, customer's right to termination of contract and in that event, the rights of the Company to payment towards performance obligations within the overall EPC Contract already fulfilled, including some profit corresponding thereto.

The Company uses cost-based measure of progress (or input method) for indivisible works contracts containing a single performance obligation, wherein the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated profits, are recorded proportionally as costs are incurred.

C. Sale of Goods

Revenue from sale of goods is recognized when the control of the same is transferred to the customer and it is probable that the Company will collect the consideration to which it is entitled for the exchanged goods.

D. Service Contracts

Revenue from rendering of services including works contracts is recognized over time as the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred.

E. Unbilled Revenue

Unbilled revenue represents value of goods supplied and value of services performed in accordance with the contract terms but not billed.

F. **Contract Balances:**

(i) Contract Assets:

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration and are transferred to Trade receivables on completion of milestones and its related invoicing. Contract assets are recorded in balance sheet as unbilled revenue and Retention Money Receivable from Customers.

(ii) Trade Receivables:

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

(iii) Contract Liabilities:

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Company satisfies the performance obligation. Contract liabilities are recorded in balance sheet as Advance from Customers and Retention Money Payable to Vendors.

xiii. Expenditure

Expenses are accounted on accrual basis.

xiv. Taxes on Income

Tax expense for the year comprises current tax and deferred tax.

Current Tax is determined as the amount of tax payable in respect of the taxable income for the period in accordance with Income Tax Act, 1961.

Income tax expense is recognized in net profit in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred tax assets are recognised 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 utilised. The carrying amount of deferred tax assets is reviewed at each reporting date.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to taxable income in the years in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period.

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

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

xv. Provisions

Provision involving substantial degree of reliable estimation in measurement is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation.

xvi. Contingent Liabilities

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

xvii. Foreign Currency Transactions

Since functional currency of the Company is Indian Rupee (INR) which is also the presentation currency, financial statements are prepared in INR.

Transactions denominated in foreign currencies entered into by the Company are initially recorded at the exchange rates prevailing on the date of the transaction. Monetary items denominated in foreign currencies at the year-end are restated at the closing rates. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Any income or expenditure, either on settlement or on translation, on account of difference in exchange rate as on the reporting date and the exchange rate as on the date of recognition of the item, is recognised in the statement of profit and loss.

xviii. Earnings per share

Basic earnings per equity share are computed by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares is adjusted for events such as bonus issue, bonus element in a right issue, share split and reserve share splits (consolidation of shares) that have changed the number of equity shares.

Diluted earnings per equity share are computed by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the year adjusted for the effects of all dilutive potential equity shares.

xix. Derivative Financial Instruments

Derivative financial instruments are those which create rights and obligations that have the effect of transferring between the parties to the instrument one or more of the financial risks inherent in an underlying primary financial instrument.

Derivative financial instruments are recognized and measured at fair value. Attributable transaction costs are recognized in the statement of profit and loss as cost.

Subsequent to initial recognition, derivative financial instruments are measured as described below:

a. Cash flow hedges

Changes in the fair value of the derivative hedging instruments designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of profit and loss and reported within foreign exchange gains / (losses), net within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of profit and loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is recognized in the statement of profit and loss.

b. **Other Derivative Instruments**

Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges are recognized in the statement of profit and loss and reported within foreign exchange gains, net within results from operating activities.

Changes in fair value and gains / (losses) on settlement of foreign currency derivative instruments relating to borrowings, which have not been designated as hedges are recorded in finance expense.

xx. Leases

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.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

xxi. Share Based Payments:

Equity Settled Transactions (ESOP)

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, together with a corresponding increase in ESOP reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. 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's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

xxii. Valuation of interest in subsidiary

Investments in subsidiaries are carried at cost less accumulated impairment losses in the Company's balance sheet. On disposal of such investments, the difference bet disposal proceed and the carrying amounts of the investments are recognised in the statement of profit and loss.

xxiii. Dividends

Dividend to equity shareholders is recognized as a liability in the period in which the dividends are approved by the equity shareholders. Interim dividends that are declared by the Board of Directors without the need for equity shareholders' approvals are recognized as a liability and deducted from shareholders' equity in the year in which the dividends are declared by the Board of directors.

xxiv. Exceptional items

The Company considers exceptional items to be those which derive from events or transactions which are significant for separate disclosure by virtue of their size or incidence in order for the user to obtain a proper understanding of the Company's financial performance. These items include, but are not limited to,

acquisition costs, impairment charges, restructuring costs and profits and losses on disposal of subsidiaries, contingent consideration and other one-off items which meet this definition. To provide a better understanding of the underlying results of the period, exceptional items are reported separately in the Statement of Profit and Loss.

NOTE 4: ESTIMATES AND JUDGEMENTS

i. Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period and actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are separately disclosed in the notes to the financial statements.

ii. Significant Estimates

In particular, information about major areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is given in the following notes:

a. Stage Of Completion

EPC Contracting is a complex business involving many activities and is a team effort the success of which depends of effectiveness many sub-vendors and service providers. Assessing the stage of completion for the purpose of revenue recognition, valuation of work in progress and inventory; is subject to substantial judgement and subjective opinions which vary considerably. Since EPC contracts are high value contracts, slight difference in opinion and judgement leads to considerable difference in financial results.

b. Warranties

The business of the Company requires giving performance guaranties and maintenance during warranty period. The circumstances which may involve expenditure on this account are completely unpredictable and considerable degree of estimation is involved in ascertaining the same. This impacts the provision for Warranties.

c. Taxes

The major tax jurisdiction for the Company is India. Significant judgments are involved in determining the tax liabilities including judgment on whether tax positions adopted by the Company are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods through a lengthy litigation process, at the end of which even if the Company wins, huge expenditure gets incurred in litigation which has an impact on the financial results.

d. Impairment

Testing for impairment, of assets in general and intangible assets in particular is a very difficult task because there is no objective way of doing the same. It involves use of significant estimates and assumptions regarding economic conditions, growth rates and market conditions. Slight error or inaccuracy in such estimates or assumptions can have a material impact on the financial results of the Company.

e. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

NOTE 5(a): PROPERTY, PLANT & EQUIPMENT

The changes in the carrying value of the property, plant and equipment for the year ended March 31, 2024

(INR in Millions)

Particulars	Plant and Equipment	Office Equipment	Furniture and Fixtures	Renovation of Office Premises	Land Development	Vehicles	Others		Total
							Computers	Temporary Constructions	
Gross Carrying Value as on April 1, 2023	**47.22**	**3.78**	**13.65**	**15.19**	**21.10**	**-**	**11.54**	**1.95**	**114.43**
Additions during the year:									
a. Other additions	37.44	0.09	2.01	3.30	-	10.00	4.10	0.62	**57.56**
Deductions during the year:									
a. Other deductions	-	-	-	-	-	-	-	-	**-**
Gross Carrying Value as on March 31, 2024	**84.66**	**3.87**	**15.66**	**18.49**	**21.10**	**10.00**	**15.64**	**2.57**	**171.99**
Accumulated Depreciation as on April 1, 2023	**18.73**	**2.55**	**5.83**	**7.29**	**16.84**	**-**	**7.41**	**1.39**	**60.04**
Depreciation for the current year:									
a. Other assets	14.17	0.57	2.53	3.23	1.60	1.65	3.91	0.52	**28.18**
b. On deletions	-	-	-	-	-	-	-	-	**-**
Accumulated Depreciation as on March 31, 2024	**32.90**	**3.12**	**8.36**	**10.52**	**18.44**	**1.65**	**11.32**	**1.91**	**88.22**
Carrying Value as on March 31, 2024	**51.76**	**0.75**	**7.30**	**7.97**	**2.66**	**8.35**	**4.32**	**0.66**	**83.77**

The changes in the carrying value of the property, plant and equipment for the year ended March 31, 2023

Particulars	Plant and Equipment	Office Equipment	Furniture and Fixtures	Renovation of Office Premises	Land Development	Vehicles	Others		Total
							Computers	Temporary Constructions	
Gross Carrying Value as on April 1, 2022	**36.86**	**3.05**	**10.50**	**3.99**	**12.86**	**-**	**12.51**	**1.90**	**81.67**
Additions during the year:									
a. Other additions	15.07	0.81	3.18	11.20	9.88	-	4.53	0.26	**44.93**
Deductions during the year:									
a. Other deductions	4.71	0.08	0.03	-	1.64	-	5.50	0.21	**12.17**
Gross Carrying Value as on March 31, 2023	**47.22**	**3.78**	**13.65**	**15.19**	**21.10**	**-**	**11.54**	**1.95**	**114.43**
Accumulated Depreciation as on April 1, 2022	**11.98**	**1.67**	**2.72**	**0.91**	**0.66**	**-**	**8.63**	**0.84**	**27.41**
Depreciation for the current year:									
a. Other assets	9.67	0.92	3.12	6.38	16.90	-	4.03	0.74	**41.76**
b. Accumulated Depreciation on Deletions	2.92	0.04	0.01	-	0.72	-	5.25	0.19	**9.13**
Accumulated Depreciation as on 31st March, 2023	**18.73**	**2.55**	**5.83**	**7.29**	**16.84**	**-**	**7.41**	**1.39**	**60.04**
Carrying Value as on 31st March, 2023	**28.49**	**1.23**	**7.82**	**7.90**	**4.26**	**-**	**4.13**	**0.56**	**54.39**

Notes:
a. Refer to Note 16 for information on property, plant and equipment pledged as security by the Company.
b. For Capital Commitments, Refer Note 49(ii).
c. The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

NOTE 5(b): RIGHT OF USE ASSETS

The Company has taken various assets on lease such as,office premises, guest house,godown and vehicles. Generally, leases are renewed on mutual consent and at a prevalent market price and sub-lease is restricted.

(INR in Millions)

Class of Assets	Amortisation for the year		Additions during the year		Carrying Amount	
	April 2023 to March 2024	April 2022 to March 2023	April 2023 to March 2024	April 2022 to March 2023	As at 31.03.2024	As at 31.03.2023
Office premises	12.97	11.75	11.57	15.56	29.71	31.12
Land	6.32	6.32	-	4.72	106.93	113.23
Guest house	1.91	0.18	3.14	4.39	2.36	4.21
Godown	0.32	0.03	-	0.64	0.29	0.62
Vehicle	3.11	-	11.47	-	8.36	-
Total	**24.63**	**18.28**	**26.18**	**25.31**	**147.65**	**149.18**

Interest expense on lease liabilities amounts to INR 8.00 million (previous year INR 6.63 million).

NOTE 5(c): Capital work-in-progress

Value of Capital work-in-progress for the year ended March 31, 2024 (INR in Millions)

Particulars	CWIP
Gross Carrying Amount as on April 1, 2023	-
Additions during the year	34.83
Deductions during the year	-
Gross Carrying amount as on March 31, 2024	**34.83**

Value of Capital work-in-progress for the year ended March 31, 2023

Particulars	CWIP
Gross Carrying Amount as on April 1, 2022	-
Additions during the year	-
Deductions during the year	-
Gross Carrying amount as on March 31, 2023	-

Capital-Work-in ageing schedule as at March 31,2024

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	34.83	-	-	-	**34.83**

Capital-Work-in ageing schedule 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
Project in progress	-	-	-	-	-

NOTE 5(d): INTANGIBLE ASSETS

The changes in the carrying value of intangible assets for the year ended March 31, 2024 (INR in Millions)

Particulars	Software
Gross Carrying Amount as on April 1, 2023	**9.78**
Additions during the year	2.37
Deductions during the year	-
Gross Carrying amount as on March 31, 2024	**12.15**

Particulars	Software
Accumulated Amortization as on April 1, 2023	**6.15**
Amortization charged during the year	3.38
Amortization on Deletions during the year	-
Accumulated amortization as on March 31, 2024	**9.53**
Carrying Value as on March 31, 2024	**2.62**
Intangible Assets under development Outsourced	**-**
Intangible Assets under development In house	**-**

The changes in the carrying value of intangible assets for the year ended March 31, 2023

Particulars	Software
Gross Carrying Amount as on April 1, 2022	**13.46**
Additions during the year	2.68
Deductions during the year	6.36
Gross Carrying amount as on March 31, 2023	**9.78**
Accumulated Amortization as on April 1, 2022	**9.11**
Amortization charged during the year	3.06
Accumulated Amortization on Deletions	6.02
Accumulated amortization as on March 31, 2023	**6.15**
Carrying Value as on March 31, 2023	**3.63**
Intangible Assets under development Outsourced	**-**
Intangible Assets under development Inhouse	**-**

NOTE 6 : INVESTMENTS (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non Current:		
Investments in Equity Instruments		
Unquoted		
(i) Subsidiaries (Measured at Cost)		
a) JNK India Private FZE	0.10	0.10
5,55,360 (Previous Year : 5,55,360) Equity Shares of Face Value Naira 10 Each (Previous Year: Naira 10 Each) (Refer Note No.33)		
b) JNK Renewable Energy Pvt Ltd *	1.00	1.00
1,00,000 (Previous Year :1,00,000) Equity Shares of Face Value INR 10 Each (Previous Year: INR 10 Each) (Refer Note No.33)		
Total Non-Current Investments	**1.10**	**1.10**
Aggregate Carrying Value of Unquoted Investment	**1.10**	**1.10**
Current:		
Investment in Mutual Funds		
Investment at Fair Value through Profit & Loss:		
Units of Mutual Funds (Unquoted)	-	-
Total Current Investments	**-**	**-**
Aggregate Carrying Value of Unquoted Investment	**-**	**-**

* JNK Renewable Energy Pvt Ltd is incorporated as a wholly owned subsidiary of the company on 17th June, 2022.

NOTE 7: LOANS

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non Current:		
Loan to Related Parties (Unsecured, considered good) (Refer Note No. 33)	6.34	-
Loans and Advances to Employees (Unsecured, considered good)	4.68	-
Total Non-Current Loans	**11.02**	**-**
Current:		
Loan to Related Parties (Unsecured, considered good) (Refer Note No. 33)	9.98	11.99
Loans and Advances to Employees (Unsecured, considered good)	5.73	1.82
Total Current Loans	**15.71**	**13.81**

Note: Disclosures required by Section 186 (4) of Companies Act, 2013:

A. Amount of loans / advances in the nature of loans outstanding repayable as per below terms:

Name, Purpose for which the loan is proposed to be utilised by the recipient & Interest Rate	As at March 31, 2024			As at March 31, 2023		
	Outstanding Amount	% to the total loans and advances	Maximum amount outstanding during the year	Outstanding Amount	% to the total loans and advances	Maximum amount outstanding during the year
Current: **Subsidiary**						
a) JNK Renewable Energy Pvt Ltd (Unsecured, considered good) Purpose: For Working Capital Interest Rate: 8% p.a. Repayment on demand	7.53	46.14%	12	11.98	100%	21.77
b) Mascot Dynamic Pvt Ltd (Unsecured, considered good) Purpose: For Working Capital Interest Rate: 11.5% p.a.	-	-	-	-	-	5.00
c) Dipak Bharuka (Unsecured, considered good) Purpose: Personal The loan was given to Mr Dipak Bharuka on July 1, 2023 when he was CEO. He was appointed as Whole-time Director & CEO w.e.f July 19, 2023. Interest Rate: 7% p.a. Repayable in monthly installments	8.79	53.86%	8.83	-	-	-

NOTE 8 : OTHER FINANCIAL ASSET

(INR in Millions)

Particulars		As at March 31, 2024	As at March 31, 2023
Non Current:			
Security Deposits (Unsecured, considered good)		7.09	4.58
Deposits with Banks (Maturity more than 12 months)		129.86	-
Contract Assets			
Retention Money Receivable from Customers		117.02	84.27
Total Non-Current Other Financial Assets		**253.97**	**88.85**
Current:			
Security Deposits (Unsecured, considered good)	(a)	4.34	5.08
Contract Assets			
Retention Money Receivable from Customers		167.83	98.34
Expected credit loss allowance		(7.03)	(3.56)
	(b)	**160.80**	**94.78**
Amount Due from Customers (Unbilled Revenue)	(c)	697.57	19.27
Total Current Other Financial Assets	(a+b+c)	**862.71**	**119.13**

(i) Movement in Expected Credit Loss Allowance:

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Expected Credit Loss Allowance	3.56	2.00
Add: Additional provision made	5.70	1.88
Less: Reversal of provision	2.23	0.32
Closing Expected Credit Loss Allowance	**7.03**	**3.56**

NOTE 9 : DEFERRED TAX ASSET (NET) (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Balance	23.94	7.95
Property, Plant & Equipment: Impact of difference between WDV as per Company Law & Taxation Law	(6.32)	9.71
Gratuity: Impact of difference between expenses as per Company Law & Taxation Law	2.31	0.33
Leave encashment: Impact of difference between expenses as per Company Law & Taxation Law	0.90	-
Bonus: Impact of difference between expenses as per Company Law & Taxation Law	0.76	-
Depreciation & Finance charges (ROU asset): Impact of difference between amounts as per Company Law & Taxation Law	3.58	4.60
Provision for Doubtful debts: Impact of difference between amounts as per Company Law & Taxation Law	(0.10)	6.62
Provision for Doubtful Advances: Impact of difference between amounts as per Company Law & Taxation Law	6.19	-
Total Deferred Tax Assets	**31.26**	**29.21**
Deferred Tax Liability		
Lease Expense: Impact of difference between amounts as per Company Law & Taxation Law	(1.37)	(5.27)
Net Deferred Tax Assets / (Liabilities)	**29.89**	**23.94**

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off income tax assets and liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

NOTE 10: OTHER ASSETS (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non Current:		
Capital Advances (Unsecured, considered good)	0.05	0.60
Balance with Government Authorities*	0.26	1.25
Other***	0.07	1.33
Total Non-Current Other Assets	**0.38**	**3.18**
Current:		
Advance to Vendors (Unsecured, considered good)	215.87	252.65
Advance to Vendors (Unsecured, considered doubful)	24.58	-
Advance to Related Parties (Unsecured, considered good) (Refer Note No. 33)	0.80	0.80
Prepaid Expenses** (Refer Note No. 35)	94.67	22.39
Other***	267.35	213.73
	603.27	**489.57**
Provision for doubtful advances	(24.58)	-
Total Current Other Assets	**578.69**	**489.57**

* It includes VAT and Income Tax Refund Receivable

** It includes INR 70.79 million expenses related to IPO including INR 1.90 million being fees towards Audit and certification relating to IPO.

*** It includes GST Input Tax Credit

NOTE 11: INVENTORIES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw Materials (Valued at FIFO)	567.33	445.64
Work-in-Progress (Valued at FIFO)	157.95	374.89
Finished Goods (Valued at FIFO)	10.71	-
Stock-in-Trade (Valued at FIFO)	80.55	-
Packing Material and Other Consumable (Valued at FIFO)	15.30	-
	831.84	**820.53**

The cost of inventories recognised as an expense during the year is disclosed in Note No. 25

NOTE 12: TRADE RECEIVABLES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
From Related Parties- Unsecured (Refer Note No. 33)	490.50	574.15
From Others- Unsecured	1,655.69	592.11
	2,146.19	**1,166.26**
Expected credit loss allowance	(18.90)	(22.76)
	2,127.29	**1,143.50**

(i) General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 7 to 120 days and certain retention money to be released at the end of the project as per the relevant contract terms.

In certain contracts, short term advances are received before the performance obligation is satisfied. In some cases, retentions are substituted with bank guarantees.

(ii) Ageing Analysis:

As at March 31, 2024

Particulars	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	18.11	8.77	**2,140.38**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	0.20	4.52	**4.72**
(iv) Disputed Trade Receivables—considered good	-	1.09	**1.09**
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-
Grand Total	**18.31**	**14.38**	**2,146.19**
Expected credit loss allowance			(18.90)
Total Trade Receivable			**2,127.29**

As at March 31, 2023

Particulars	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables — considered good	12.83	21.70	1,160.03
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	1.30	3.27	4.79
(iv) Disputed Trade Receivables—considered good	-	1.09	1.44
(v) Disputed Trade Receivables — which have significant increase in credit risk	-		-
(vi) Disputed Trade Receivables — credit impaired	-		-
Grand Total	**14.13**	**26.06**	**1,166.26**
Expected credit loss allowance			(22.76)
Total Trade Receivable			**1,143.50**

Particulars	As at March 31, 2024	As at March 31, 2023
Opening Expected Credit Loss Allowance	22.76	22.10
Add: Additional provision made	3.59	2.69
Less: Reversal of provision and w/off of bad debts	7.45	2.03
Closing Expected Credit Loss Allowance	**18.90**	**22.76**

NOTE 13 : CASH & CASH EQUIVALENTS (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash & Cash Equivalents:		
Cash on Hand	0.70	0.63
Balances with Banks:		
In Current Accounts	0.04	15.82
In Cash Credit Accounts (debit balance)	-	129.77
In Deposit Accounts (Refer Note A below)	413.42	315.95
Sub-Total	**414.16**	**462.17**
Less: Fixed deposits having maturity more than 3 months and up to 12 months shown under other bank balances	232.09	310.64
Less: Fixed deposits having maturity more than 12 months shown under other financial assets (Refer Note No. 8)	129.86	-
Total	**52.21**	**151.53**
Other Bank Balances		
In deposit accounts (Maturity more than 3 months and less than 12 months)	232.09	310.64
Interest Accrued on Fixed Deposits	4.24	1.30
	236.33	**311.94**

Note:

A. The details of Fixed deposits pledged with banks as given below:

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits pledged with banks as security against credit facilities	413.42	315.95
Fixed deposits pledged with bank as security against overdraft facility for subsidiary company	-	-
Fixed deposits pledged with clients as security	-	-
Total	**413.42**	**315.95**

NOTE 14 : EQUITY SHARE CAPITAL (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
AUTHORISED		
10,00,00,000 Equity Shares of Rs.2/- each (Previous Year 2,00,00,000 of Rs. 10 each)	200.00	200.00
	200.00	**200.00**
ISSUED, SUBSCRIBED AND PAID UP CAPITAL		
4,83,92,000 Equity Shares of Rs.2/- each fully paid (Previous Year 96,00,000 of Rs.10 each	96.78	96.00
	96.78	**96.00**

a. Reconciliation of Shares outstanding as at the beginning and at the end of the period/year.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	INR	Number	INR
At the beginning of the year (face value of Rs10 each)	9,600,000	96.00	9,600,000	96.00
Add: Allotment of shares on exercise of ESOP	78,400	0.78	-	-
Sub-division of 1 share of face value Rs.10/- each into 5 shares of face value Rs. 2/- each effective 14th April 2023 (Increase in shares on account of sub-division) b(i)	3,87,13,600	-	-	-
At the end of the year	**4,83,92,000**	**96.78**	**9,600,000**	**96.00**

b. Terms and Rights attached to each class of shares:

i) The Shareholders of the Company, at the Ordinary General Meeting held on 14th April 2023, had approved the sub-division of one equity share of face value 10 each into 5 equity share of face value 2 each. The record date for the said sub-division was set at 14th April, 2023

ii) The company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the company's residual assets on winding up.

iii) The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the company.

iv) Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid.

v) Failure to pay any amount called up on shares may lead to their forfeiture.

vi) On winding up of the company, the holders of equity shares will be entitled to receive the residual assets of the company, remaining after meeting all liabilities, in proportion to the number of equity shares held.

c. Details of Shareholders holding more than 5 % of Shares

Name of the Shareholders	**As at March 31, 2024**		**As at March 31, 2023**	
	Number (FV INR 2)	**%**	**Number (FV INR 10)**	**%**
Mascot Capital & Marketing Pvt Ltd	2,25,60,000	46.62%	45,12,000	47.00%
JNK Global Co. Ltd (formerly known as JNK Heaters Co Ltd (Korea))	1,24,80,000	25.79%	24,96,000	26.00%
Goutam Rampelli	57,60,000	11.90%	11,52,000	12.00%
Dipak Bharuka	49,60,000	10.25%	9,60,000	10.00%
	4,57,60,000	**94.56%**	**91,20,000**	**95.00%**

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 the legal ownerships of shares.

d. **Shares held by promoters at the end of the year**

Promoter name	**% Change during the year**			
	As at March 31, 2024		**As at March 31, 2023**	
	Number (FV INR 2)	**%**	**Number (FV INR 10)**	**%**
Mascot Capital & Marketing Pvt Ltd	2,25,60,000	46.62%	45,12,000	47.00%
JNK Global Co. Ltd (formerly known as JNK Heaters Co Ltd (Korea))	1,24,80,000	25.79%	24,96,000	26.00%
Goutam Rampelli	57,60,000	11.90%	11,52,000	12.00%
Dipak Bharuka	49,60,000	10.25%	-	0.00%
	4,57,60,000	**94.56%**	**81,60,000**	**85.00%**

NOTE 15 : OTHER EQUITY (INR in Millions)

Particulars		**As at March 31, 2024**	**As at March 31, 2023**
ESOP Reserve			
At the beginning of the year		50.72	-
Additions during the year		120.40	50.72
Issuance of 78,400 number of equiry shares of INR 2/- each under ESOP scheme		(49.94)	-
Transfer to Retained Earnings		(0.78)	-
At the End of the year	(a)	**120.40**	**50.72**
Securities Premium Account			
At the beginning of the year		-	-
Additions during the year		49.94	-
At the End of the year	(b)	**49.94**	**-**
Retained Earnings			
At the beginning of the year		1,077.32	625.42
Additions during the year		617.35	466.34
Transfer from ESOP reserve		0.78	-
Bonus Issue		-	-
Dividend Paid		(14.51)	(14.40)
Remeasurement gains/(loss) of Defined benefit plans		(1.19)	(0.04)
At the End of the year	(c)	**1,679.75**	**1,077.32**
	(a+b+c)	**1,850.09**	**1,128.04**

NOTE 16: BORROWINGS

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Secured		
Term Loan from Bank	39.51	36.22
Less: Current Maturities of long Term Borrowings	13.30	3.83
Unsecured		
Working Capital Demand Loan from Bank	-	-
Total Non-Current Borrowings	**26.21**	**32.39**
Current:		
Current maturities of Non-current Borrowings	13.30	3.83
Secured		
Working Capital Demand Loan from Bank	387.99	301.41
Unsecured		
Working Capital Demand Loan from Bank	50.00	-
Unsecured Loan from Related Parties (Refer Note No. 33)	70.30	-
	521.59	**305.24**

Nature of Borrowing	Terms of Repayment	Interest Rate	Nature of Security
Non-Current Borrowing			
Term Loan for Vehicle, General Emergency Corporate Loan(GECL)	Repayable in 24-60 equated monthly installments	7.40% - 9.50%	Assets acquired under term loan, Book Debts, Inventories
Current Borrowing			
Working Capital Loan-SBI	Repayable in 12 months	11.80%	Refer below note a.
Working Capital Loan-HDFC	Repayable on demand (Maximum 12 months)	10.20%	Refer below note c.

Note:

a. Working Capital Loan from SBI is secured against Inventory, Book Debts, Plant and Machinery, Land and Fixed Deposits held in the name of company.

b. All the above credit facilities are guaranteed by Mr. Arvind Kamath, Mr. Goutam Rampelli, Mr. Dipak Bharuka, Mrs Priya Bharuka, Mascot Capital & Marketing Pvt Ltd and Mascot Business Solution Pvt Ltd.

c. Working Capital Loan from HDFC Bank is secured against post dated cheque of INR 100 Millions.

d. Funds raised on short term basis have not been utilised for long term purposes .

e. Borrowed funds were applied for the purpose for which the loans were obtained.

f. Bank returns / stock statements filed by the Company with its bankers or financial institutions are in agreement with books of account.

g. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

h. The Company do not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

NOTE 17 : LEASE LIABILITIES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Leases	107.66	103.09
Less: Considered under current liabilities	16.29	22.59
Total Non-Current Lease Liabilities	**91.37**	**80.50**
Current:		
Leases	16.29	22.59
Total Current Lease Liabilities	**16.29**	**22.59**

NOTE 18 : OTHER FINANCIAL LIABILITIES (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Contract Liabilities		
Retention Money payable to Vendors	-	9.09
Total Non-Current Other Financial Liabilities	**-**	**9.09**
Current:		
Contract Liabilities		
Retention Money payable to Vendors	235.04	47.83
Retention Money payable to Related Parties (Refer Note No. 33)	0.23	-
Employee Dues	50.29	51.21
Directors Dues (Refer Note No. 33)	72.23	59.59
Total Current Other Financial Liabilities	**357.79**	**158.63**

NOTE 19 : OTHER LIABILITIES (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Contract Liabilities		
Advance Received from Customers	30.14	149.97
Total Non-Current Other Liabilities	**30.14**	**149.97**
Current:		
Statutory Dues	222.44	177.48
Other Current Liabilities	-	0.14
Contract Liabilities		
Advance Received from Customers	302.24	504.74
Due to Customers	196.03	162.25
Mobilisation Advance Received from Customers	-	-
Total Current Other Liabilities	**720.71**	**844.61**

NOTE 20: PROVISIONS (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current:		
Provision for Employee Benefits		
Group Gratuity	8.83	-
Leave Encashment	3.30	-
Other Provisions		
Provision for Warranty	29.85	15.48
Total Non-Current Provisions	**41.98**	**15.48**
Current:		
Provision for Employee Benefits		
Group Gratuity	1.66	1.34
Leave Encashment	0.26	-
Bonus	3.00	3.00
Other Provisions		
Provision for Warranty	22.91	6.56
Provision for Expenses	58.04	28.53
Anticipated Project Liability	61.37	24.02
	147.24	**63.45**

(i) Movement in Warranty Provision

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning	22.04	12.93
Add: Additional provision recognised	35.59	9.11
Less: Unused amount reversed	4.87	-
Less: Utilised during the year	-	-
Balance at the end	**52.76**	**22.04**

NOTE 21: TRADE PAYABLES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Total outstanding dues of micro enterprises and small enterprises	559.62	45.74
b) Total outstanding dues of creditors other than micro enterprises and small enterprises		
Due to Related Parties (Refer Note No. 33)	235.47	78.85
Others	352.24	281.53
	1,147.33	**406.12**

(i) Ageing Analysis:

As At March 31, 2024

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed - Micro and Small Enterprises	553.75	3.03	0.73	2.11	559.62
(ii) Undisputed - Others	383.99	162.10	5.79	35.83	587.71
(iii) Disputed - Micro and Small Enterprises	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-
Total	**937.74**	**165.13**	**6.52**	**37.94**	**1,147.33**

As At March 31, 2023

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed - Micro and Small Enterprises	44.46	0.04	-	1.24	45.74
(ii) Undisputed - Others	345.21	7.61	3.90	3.66	360.38
(iii) Disputed - Micro and Small Enterprises	-	-	-	-	-
(iv) Disputed - Others	-	-	-	-	-
Total	**389.67**	**7.65**	**3.90**	**4.90**	**406.12**

NOTE 22 : CURRENT TAX LIABILITIES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Tax Payable (Net of Advance Tax, TDS & TCS)	222.49	62.17
	222.49	**62.17**

NOTE 23 : REVENUE FROM OPERATIONS

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Sale of Products		
Domestic	1,654.17	952.11
Export	340.49	1,305.50
b) Sale of Services		
Domestic	2,597.37	293.34
Export	166.08	1,494.96
(i)	**4,758.11**	**4,045.91**
Disaggregate revenue information		
Supply	1,994.66	2,257.61
Engineering Service	17.80	65.31
Erection & Commissioning Charges	451.00	682.07
Works Contract Charges	2,294.65	268.71
Freight, Insurance & Inspection Charges	-	772.21
	4,758.11	**4,045.91**
c) Other Operating Revenues		
Duty Drawback Received	-	4.84
Duty Credit Scrip Sold	12.89	2.67
(ii)	**12.89**	**7.51**
(i+ii)	**4,771.00**	**4,053.42**

NOTE 24 : OTHER INCOME

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
a) Interest Income:		
Interest on Fixed Deposits	23.46	7.75
Interest on Loan to Related Party	0.60	0.25
Interest on Loan to Employees	0.93	-
b) Other Non-Operating Income:		
Bad Debts Recovered	-	29.43
Profit on Mutual Fund Redemption	0.38	0.82
Sale of Scrap	2.18	3.95
Notional Interest Income	0.11	0.11
Notice Pay Recovery	0.26	0.30
Miscellaneous Income	-	-
Foreign Exchange Fluctuation Gain	0.84	-
	28.76	**42.61**

NOTE 25 :CHANGES IN INVENTORIES

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Raw Material:		
Opening Stock	445.64	624.37
Less: Closing Stock	567.33	445.64
(i)	**(121.69)**	**178.73**
Work-In-Progress(WIP):		
Opening WIP	374.89	-
Less: Closing WIP	157.95	374.89
(ii)	**216.94**	**(374.89)**
Finished Goods:		
Opening Stock	-	-
Less: Closing Stock	10.71	-
(iii)	**(10.71)**	**-**
Stock-in-Trade:		
Opening Stock	-	-
Less: Closing Stock	80.55	-
(iv)	**(80.55)**	**-**
Packing Material & Other Consumable:		
Opening Stock	-	-
Less: Closing Stock	15.30	-
(v)	**(15.30)**	**-**
(Increase)/ Decrease in Inventories (i+ii+iii+iv+v)	**(11.31)**	**(196.16)**

NOTE 26 : PROJECT EXPENSES (INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Freight Charges	-	510.20
Erection & Commissioning Charges	128.72	123.87
Civil Construction	51.48	-
Fabrication Charges	186.83	102.27
Transportation Charges	80.15	118.64
Manpower Cost	48.99	48.48
Technical Service Charges	25.12	44.85
Other Project Expenses	4.36	14.75
Anticipated Project Cost	40.66	24.02
Inspection Testing Charges	22.53	28.31
Refractory Application Works	26.66	22.24
Crane Hire	27.22	20.33
Detailed Engineering, Design & Drafting Charges	26.09	16.52
Insurance	1.73	15.08
Diesel Consumption	19.34	14.50
Site Expenses	11.27	12.11
Project Consumables	20.28	11.02
	721.43	**1,127.19**

NOTE 27 : EMPLOYEE BENEFIT EXPENSES (INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(i) Salaries and Wages:		
Salaries	207.32	300.85
Director's Remuneration	96.13	153.40
Director's Sitting Fees	2.30	-
Leave Encashment	3.68	-
(ii) Contribution to Provident Fund and Other Funds:		
Provident Fund	10.65	10.37
Gratuity Scheme	10.61	1.52
Employees State Insurance Fund	0.01	0.02
Employee Deposit Linked Insurance	0.23	0.12
Maharashtra Labour Welfare Fund	0.03	0.02
Profession Tax	-	0.01
(iii) Employee Stock Option Scheme (ESOP)		
Employee Benefit Expenses (ESOP)	120.40	50.72
(iii) Staff Welfare Expenses		
Ex Gratia	48.85	4.24
Staff Welfare	8.54	4.67
Staff Insurance	5.19	3.67
	513.94	**529.61**

NOTE 28 : FINANCE COSTS

(INR in Millions)

Particulars		For the year ended March 31, 2024	For the year ended March 31, 2023
a)	**Interest**		
	Interest on Overdraft / Cash Credit Facility	36.35	6.68
	Interest on Leases	8.00	6.63
	Interest on Loan from Bank	8.29	0.36
	Interest on Inter Corporate Deposit	0.58	0.04
	Interest on Bill Discounting	3.07	-
b)	**Other Borrowing Costs**		
	Bank Guarantee Charges	19.80	24.34
	Stamp Duty Charges	2.96	4.50
	Loan Processing Fees	7.07	3.45
	Bank Charges	1.10	2.05
	Exchange Fluctuations Loss	-	1.38
	Facility Fees	-	0.28
	LC Amendment Charges	-	0.21
	LC Issuance Charges	0.13	0.20
	Credit Rating Fees	0.30	0.18
c)	**Interest on Income Tax**	12.04	-
		99.69	**50.30**

NOTE 29 : DEPRECIATION & AMORTIZATION EXPENSES

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation of Tangible Assets	28.18	41.76
Amortization of Intangible Assets	3.38	3.06
Amortization of Leases	24.63	18.28
	56.19	**63.10**

NOTE 30 : OTHER EXPENSES

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Legal, Professional & Consultancy Charges	87.17	155.29
Traveling & Conveyance	36.26	39.41
Rent	7.68	16.12
Rates & Taxes	1.79	12.30
Warranty Expenses	30.72	9.11
Commission Charges	30.05	8.39
Petrol & Fuel	7.05	7.42
Repairs & Maintenance	13.69	6.99
CSR Expenses	8.91	5.42
Business Promotion Expenses	4.43	3.13
Assets Written Off	-	2.77
Provision for Doutful Debts and Advances	24.76	2.22
Auditor's Remuneration	2.32	0.90
Insurance	0.22	0.17
Other Expenses	21.23	38.48
	276.28	**308.12**

NOTE 31 : CURRENT TAX EXPENSE

(INR in Millions)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current Year Tax	275.89	180.00
Prior Period Taxes	(7.94)	0.44
	267.95	**180.44**

(All amounts in INR in Millions, except share data and where otherwise stated)

NOTE 32: EARNINGS PER SHARE

Particulars	April 2023 to March 2024	April 2022 to March 2023
Profit attributable to equity shareholders (Rs.)	617.35	466.34
Weighted Average number of Equity Share Outstanding during the year	48,380,186	48,000,000
Nominal value per share (Rs.)	**2.00**	**2.00**
Basic EPS (Rs.)	**12.76**	**9.72**
Profit attributable to equity shareholders (Rs.)	617	466
Weighted Average number of Equity Share Outstanding during the year	48,380,186	48,000,000
Add: Adjustment for Employee Stock Options for equity shares to be vested in FY24-25 & FY25-26 (Refer Note 45)	332,040	728,563
Weighted Average number of Equity Share Outstanding for Diluted EPS	48,712,227	48,728,563
Nominal value per share (Rs.)	**2.00**	**2.00**
Diluted EPS (Rs.)	**12.67**	**9.57**

Note:

Share Split and Bonus Issue:

The basic and diluted earning per share for the current period and previous periods presented have been calculated / restated after considering the share split and bonus issue and appropriate adjustments to outstanding options granted to employees under the ESOP scheme (Refer note 15).

NOTE 33: RELATED PARTY DISCLOSURES

A. Related Party Relationships:

Related Party Name	Relationship	Ownership Interest (in %)	
		As at March 31, 2024	As at March 31, 2023
Mascot Capital & Marketing Pvt Ltd	Corporate Promoter Owned by Arvind Kamath	46.62%	47.00%
JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	25.79%	26.00%
JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	-	-
Mascot Business Solutions Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Mascot Dynamics Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Mascot Flowtech Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-

Related Party Name	Relationship	Ownership Interest (in %)	
		As at March 31, 2024	As at March 31, 2023
Porvair Filtration India Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	-	-
Kal Energy India Pvt Ltd	Entity Ultimately Controlled by Individual Promoter i.e. Arvind Kamath	-	-
JNK India Private FZE	Wholly Owned Subsidiary	100.00%	100.00%
JNK Renewable Energy Pvt Ltd	Wholly Owned Subsidiary	100.00%	100.00%
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	-	-
Goutam Rampelli	Individual Promoter & Whole-time Director	11.90%	12.00%
Dipak Bharuka	Individual Promoter ,CEO (Key Managerial Personnel) -Up to July 18, 2023 Individual Promoter,Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	10.25%	10.00%
NIAA Ventures LLP	Limited Liability Partnership of Individual Promoter,Whole Time Director &CEO	-	-
Bharuka Family Private Trust	Family Trust of Individual Promoter,Whole Time Director &CEO	-	-
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd))	-	-
Balraj Kishore Namdeo	Independent Director	-	-
Sudha Bushan	Independent Director	-	-
Ramanan Govind Rajan	Independent Director	-	-
Mohammad Habibulla	Independent Director	-	-
Pravin Sathe	Chief Financial Officer	-	-
Ashish Soni	Company Secretary and Compliance Officer	-	-
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	-	-

B. Related Party Transactions:

Transactions with the related parties as defined in the Indian Accounting Standard 24 are given below:

i. Key Management Personnel Compensation: (INR in Millions)

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Short term Employee benefits	40.00	93.48
Goutam Rampelli	Individual Promoter & Whole-time Director	Short term Employee benefits	34.00	59.92
Dipak Bharuka	Individual Promoter, CEO (Key Managerial Personnel) -Up to July 18, 2023	Short term Employee benefits	26.19	54.44
			23.82	-
	Individual Promoter,Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	Post-employment benefits	1.11	-
		Other long term benefits	0.45	-
Pravin Sathe	Chief Financial Officer	Short term Employee benefits	5.58	0.13
		Post-employment benefits	0.06	-
		Other long term benefits	0.06	-

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Ashish Soni	Company Secretary and Compliance Officer	Short term Employee benefits	1.95	0.24
		Post-employment benefits	0.02	-
		Other long term benefits	0.02	-
Total Compensation			**157.26**	**268.13**

ii. Transactions with Related Parties:

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	Sale of Goods	89.11	1,282.41
		Sale of Service	67.89	850.05
		Purchase of Goods	-	151.16
		Technical Service Charges expenses	16.60	34.25
		Advances Received in Course of Business	67.33	298.63
		Dividend Paid	3.74	3.74
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	Sale of Goods	1,128.47	651.39
		Sale of Engineering, Erection & Works Contract Services	0.96	9.80
		Construction Charges Income	-	13.00
		Reimbursement receivable	0.15	-
		Advances Received in Course of Business	225.65	566.04
		Reimbursement of Expenses	-	0.25
JNK India Private FZE	Wholly Owned Subsidiary	Erection Service Expenses	32.81	115.63
		Reimbursement of Expenses	0.05	2.33
		Advances Given in course of Business	-	11.66
JNK Renewable Energy Pvt Ltd	Wholly Owned Subsidiary	Investment in Subsidiary	-	1.00
		Loan Given	-	21.77
		Loan repayment received	5.00	10.00
		Interest on Loan (Income)	0.60	0.24
		Purchase of Fixed asset	2.48	-
Mascot Dynamics Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Duty Credit Scrips Sold	-	1.26
		Purchase of Goods	2.40	-
		Loan Taken	40.00	35.00
		Loan Repaid	20.00	35.00
		Interest on Loan taken (Expense)	0.09	0.04
		Loan Given	-	5.00
		Loan Given Received back	-	5.00
		Interest on Loan Receivable (Income)	-	0.01

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Director's Remuneration	40.00	93.48
		Reimbursement of Expenses	0.55	1.83
		Loan Taken	70.00	-
		Loan Repaid	20.00	
		Interest on Loan Taken (Expense)	0.36	-
Goutam Rampelli	Individual Promoter & Whole-time Director	Director's Remuneration	34.00	59.92
		Reimbursement of Expenses	0.06	0.26
		Dividend Payment	1.73	1.73
		Business Advance	0.42	-
		Sale of Car	-	0.61
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd))	Professional Services	24.00	59.92
Dipak Bharuka	CEO (Key Managerial Personnel) -Up to July 18, 2023	Salary	26.19	54.44
	Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	Remuneration including Bonus & Incentives	23.82	-
		Reimbursement of Expenses	1.30	1.63
		Rent Paid	1.35	1.35
		Business Advance	1.06	2.12
		Dividend Paid	1.49	1.44
		Loan given on July 1, 2023	8.45	-
		Interest on Loan (Income)	0.35	-
Mascot Capital & Marketing Pvt Ltd	Corporate Promoter Owned by Arvind Kamath	Dividend Paid	6.77	6.77
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	Rent Paid	1.35	1.35
Mascot Business Solutions Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Professional Fees Expenses	2.35	0.33
		Loan Received	32.50	-
		Loan repaid	32.50	-
		Interest on Loan (Expense)	0.13	-
Mascot Flowtech Pvt Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Technical Service Expenses	-	1.03
Balraj Kishore Namdeo	Independent Director	Sitting Fees	0.62	-
		Reimbursment of Expenses	-	
Sudha Bushan	Independent Director	Sitting Fees	0.62	-
Ramanan Govind Rajan	Independent Director	Sitting Fees	0.62	-
Mohammad Habibulla	Independent Director	Sitting Fees	0.45	-

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Pravin Sathe	Chief Financial Officer	Remuneration including Bonus & Incentives	5.58	0.13
Ashish Soni	Company Secretary and Compliance Officer	Remuneration including Bonus & Incentives	1.95	0.24

*** As per Schedule VI (Para 11 (I) (A) (i) (g)) of ICDR regulations**

C. Related Party Balances:

Following are the related party outstanding balances:

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd)	Corporate Promoter	Trade Payable	176.30	31.16
		Trade Receivable	25.82	188.00
		Advance Received in Course of Business	6.68	8.19
JNK Global Co. Ltd. (Formerly known as JNK Heaters Co. Ltd) (Project Office, India)	Corporate Promoter	Trade Receivable	571.00	386.15
		Advance Received in Course of Business	110.80	505.93
		Reimbursement of Expenses (Payable)	1.33	1.48
JNK India Private FZE	Wholly Owned Subsidiary	Staff Salary Payable	4.16	4.10
		Erection Service Charges-Payable	8.69	9.66
		Advances Given in course of Business	-	-
		Investment in Subsidiary	0.10	0.10
JNK Renewable Energy Pvt Ltd	Wholly Owned Subsidiary	Investment in Subsidiary	1.00	1.00
		Loan Given	6.77	11.79
		Interest on Loan (Income) (net of TDS)	0.76	0.22
		Trade Payable	-	-
Arvind Kamath	Individual Promoter, Chairperson & Whole-time Director	Director's Remuneration & Incentives	40.54	38.98
		Loan Payable	50.00	-
		Interest on Loan (Expense)	0.13	-
		Advance Given in Course of Business	-	-
		Reimbursement of Expenses (Payable)	0.26	0.32
Goutam Rampelli	Individual Promoter & Whole-time Director	Director's Remuneration & Incentives	11.89	20.61
		Reimbursement of Expenses (Payable)	0.03	-
		Advance Given in Course of Business	0.50	0.11
Bang Hee Kim	Non Executive Director & CEO of Corporate Promoter (JNK Global Co. Ltd.(Formerly known as JNK Heaters Co. Ltd))	Professional Fees Payable	46.23	32.29

Related Party Name	Relationship	Nature of transactions	April 2023 to March 2024	April 2022 to March 2023
Dipak Bharuka	CEO (Key Managerial Personnel) -Up to July 18, 2023	19.80	14.40	
Whole Time Director & CEO (Key Managerial Personnel)-w.e.f July 19, 2023	Director's Remuneration & Incentives	Reimbursement of Expenses (Payable)	0.13	-
		Security Deposit for Office	0.03	-
		Advance Given in Course of Business	1.02	0.69
		Rent Paid	-	-
		Loan given on July 1, 2023	8.45	-
		Interest on Loan (Receivable)	0.35	-
Mascot Dynamics Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Trade Payable	0.23	-
		Loan Payable	20.00	-
		Interest on Loan (Payable)	0.05	-
Mascot Business Solutions Pvt. Ltd	Entity Owned by Individual Promoter i.e. Arvind Kamath	Professional Services Payable	0.14	0.03
		Interest on Loan (Payable)	0.12	-
Priya Bharuka	Close member of Whole-time Director & CEO (Key Managerial Personnel)	Rent Payable	0.24	0.12
		Security Deposit for Office	0.03	-
Mohammad Habibulla	Independent Director	Sitting Fees	0.07	-
Pravin Sathe	Chief Financial Officer	Remuneration payable	0.84	-
Ashish Soni	Company Secretary and Compliance Officer	Remuneration payable	0.46	-

D. Terms and Conditions:

a) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.

b) All the credit facilities of INR 437.99 Million as on March 31,2024 (INR 301.41 Million as on March 31,2023) and are guaranteed by Mr Arvind Kamath, Mr Goutam Rampelli, Mr. Dipak Bharuka, Mrs. Priya Bharuka, Mascot Capital & Marketing Pvt Ltd and Mascot Business Solution Pvt Ltd. Term loan of INR 39.52 Million as on March 31, 2024 (INR 36.22 Million as on March 31, 2023) comprises of car loans and GECL Loan which is part of the credit facilities availed.

NOTE 34 : CONTINGENT LIABILITIES

Claims Against the company not acknowledged as debts (INR in Millions)

Contingent Liabilities	March 31, 2024	March 31, 2023
Income Tax (AY 2020-21)	0.28	0.28
Income Tax (AY 2013-14)	2.00	2.00
Income Tax (AY 2021-22)	0.29	-
CST (F.Y. 2011-12)	Nil	10.53

The Income Tax demands for AY 2020-21 has been raised on account of late payment of employee contribution to Provident Fund.The company has submitted online responses disagreeing with the Demand stating that the contribution has been paid to respective funds before the due date for filing return of income and the same should be allowed.

The Income Tax Demands for AY 2013-14 relate to disallowance of TDS Credit pertaining to income booked in the relevant Assessment Years but appearing in Form 26AS of the subsequent Assessment Years. The company has submitted online responses disagreeing with the Demands.

The Income Tax demands for AY 2021-22 have been raised on account of late payment of employee contribution to Provident Fund.The company has submitted online responses disagreeing with the Demand stating that the contribution has been paid to respective funds before the due date for filing return of income and the same should be allowed.

The CST Demand of Rs. 1,05,31,814 for FY 2011-12 was due to disallowance of Sales u/s 6(2) of the CST Act, 1956. The said demand is settled for Rs. 21,16,094 as per Maharashtra Sales Tax Amensty Scheme.

NOTE 35: PAYMENTS MADE TO THE AUDITOR (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
As Auditors	1.40	1.00
For Taxation Matters	0.20	0.40
For Company Law Matters	-	-
For Other Services	0.72	0.32
For Reimbursement of Expenses	-	-
Total as per Statement of Profit and Loss	**2.32**	**1.72**
For Audit and certification relating to IPO (Refer Note No.10)	1.90	-
Grand Total	**4.22**	**1.72**

NOTE 36 : FAIR VALUE MEASUREMENT (INR in Millions)

Particulars	March 31, 2024					
	Carrying Amount	Amortised Cost	FVTPL	Level of input used in		
				Level 1	Level 2	Level 3
Financial Assets						
Investments	-	-	-	-	-	-
Loans	26.73	26.73	-	-	-	-
Trade Receivables	2,127.29	2,127.29	-	-	-	-
Cash & Cash Equivalents and Other Bank Balances	288.54	288.54	-	-	-	-
Other Financial Assets	1,116.68	1,116.68	-	-	-	-
	3,559.24	**3,559.24**	**-**	**-**	**-**	**-**
Financial Liabilities						
Borrowings	547.80	547.80	-	-	-	-
Lease Liability	107.66	107.66	-	-	-	-
Trade Payables	1,147.33	1,147.33	-	-	-	-
Other Financial Liabilities	357.79	357.79	-	-	-	-
	2,160.58	**2,160.58**	**-**	**-**	**-**	**-**

Particulars	March 31, 2023					
	Carrying Amount	Amortised Cost	FVTPL	Level of input used in		
				Level 1	Level 2	Level 3
Financial Assets						
Investments	-	-	-	-	-	-
Loans	13.81	13.81	-	-	-	-
Trade Receivables	1,143.50	1,143.50	-	-	-	-
Cash & Cash Equivalents and Other Bank Balances	463.47	463.47	-	-	-	-
Other Financial Assets	207.98	207.98	-	-	-	-
	1,828.76	**1,828.76**	**-**	**-**	**-**	**-**
Financial Liabilities						
Borrowings	337.63	337.63	-	-	-	-
Lease Liability	103.09	103.09	-	-	-	-
Trade Payables	406.12	406.12	-	-	-	-
Other Financial Liabilities	167.72	167.72	-	-	-	-
	1,014.56	**1,014.56**	**-**	**-**	**-**	**-**

Fair value of financial assets and financial liabilities measured at amortised cost.

The carrying amounts of trade receivables, loans, advances, cash and other bank balances are considered to be the same as their fair values due to their short term nature. The carrying amounts of long term loans given with fixed rate of interest are considered at fair value.

The carrying amount of trade and other payables are considered to be the same as their fair values due to their short term nature.The carrying amonts of borrowings with floating rate of interest are considered to be close to fair value.

NOTE 37 : CAPITAL MANAGEMENT

The primary objective of capital management of the Company is to maximise Shareholder value. The Company monitors capital using Debt-Equity ratio which is total debt divided by total equity. For the purposes of capital management, the Company considers the following components of its Balance Sheet to manage capital:

Total equity includes General reserve, Retained earnings, Share capital and Security premium. Total debt includes current debt plus non-current debt.

The Debt-Equity ratio at the end of the reporting period are as under: (INR in Millions)

Particulars	March 31, 2024	March 31, 2023
Non-Current Borrowing	117.58	112.89
Current Borrowing	537.88	327.83
Total Debt	655.46	440.72
Total Equity	1,946.87	1,224.04
Adjusted Net Debt to Adjusted Equity Ratio	**0.34**	**0.36**

NOTE 38 : FINANCIAL RISK MANAGEMENT

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board oversee the management of these financial risks through its Risk Management Committee as per Company's existing policy.

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

A. Credit risk

i. Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and other financial instruments. Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed upon. Details of the same have been discussed below.

ii. Exposure to Risk

a. Trade Receivables

The Company extends credit to customers in the normal course of business. The Company considers factors such as financial conditions / market practices, credit track record in the market, analysis of historical bad debts and past dealings for extension of credit to customers. Individual credit limits are set accordingly. The Company monitors the payment track record of the customers and ageing of receivables. Outstanding customer receivables are regularly monitored. The Company considers the concentration of risk with respect to trade receivables including retention money as low.

b. Change in allowance for Bad and Doubtful Debts

(INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
As at the beginning of the year	26.32	24.10
Add: Provisions during the year	9.29	4.57
Less: Reversal during the year	9.10	2.35
Less: Utilised during the year	0.58	-
As at the end of the year	**25.93**	**26.32**

Provision Matrix used in case of Trade Receivables including Retention money

Categories	Historical Provision Rates (Representative)
Less than 6 months	0%
More than 6 months but less than 1 year	1%
More than 1 year but less than 2 years	1%
More than 2 years but less than 3 years	2%
More than 3 years	100%

c. Other Financial Instruments

The Company considers factors such as track record, size of the institution, market reputation, financial strength/rating and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions from which the Company has also availed borrowings.

B. Liquidity Risk

i. Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings, trade payables and other financial liabilities. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring losses or risking damage to the Company's reputation. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of the financial assets and liabilities. It maintains adequate sources of financing including loans, debt and other borrowings.

ii. Exposure to Risk:

The company has sufficient Bank balance to discharge it's immediate cash flows.

As at March 31, 2024 (INR in Millions)

Particulars	Note No.	Carrying Amount	Less than 1 year	Between 1 to 5 years	Exceeding 5 years	Total
Borrowings	16	547.80	521.59	26.21	-	547.80
Lease Liability	17	107.66	16.29	91.37	-	107.66
Trade Payables	21	1,147.33	1,147.33	-	-	1,147.33
Other Liabilities	19	750.85	720.71	30.14	-	750.85
Total		**2,553.64**	**2,405.92**	**147.72**	**-**	**2,553.64**

As at March 31, 2023

Particulars	Note No.	Carrying Amount	Less than 1 year	Between 1 to 5 years	Exceeding 5 years	Total
Borrowings	16	337.63	305.24	32.39	-	337.63
Lease Liability	17	103.09	22.59	80.50	-	103.09
Trade Payables	21	406.12	406.12	-	-	406.12
Other Liabilities	19	994.58	844.61	149.97	-	994.58
Total		**1,841.42**	**1,578.56**	**262.86**	**-**	**1,841.42**

C. Market Risk -

i. Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

ii. Exposure to Risk

a. Interest Rate Risk

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Sensitivity of Interest Rates:

Impact on Profit / (Loss) before tax

Loans Taken (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 100 basis points of interest rates	5.48	3.38
Decrease in 100 basis points of interest rates	(5.48)	(3.38)

Loan Given (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 100 basis points of interest rates	0.16	0.12
Decrease in 100 basis points of interest rates	(0.16)	(0.12)

b. Foreign Currency Risk

The Company has entered into contracts wherein the revenue is receivable in foreign currency. These are not hedged.

The following table details the Company's sensitivity to a 1% increase and decrease in the Rupee against the relevant foreign currencies. 1% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. This is mainly attributable to the net exposure outstanding on receivables or payables in the Company at the end of the reporting period. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 1% change in foreign currency rate.

Sensitivity of Foreign Exchange Rates

Impact on Profit / (Loss) before tax

Trade Receivables: (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 1% USD/INR	2.38	3.75
Increase in 1% EURO/INR	-	-
Decrease in 1% USD/INR	(2.38)	(3.75)
Decrease in 1% EURO/INR	-	-

Trade Payables: (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Increase in 1% USD/INR	(1.70)	(2.06)
Increase in 1% EURO/INR	(0.07)	-
Decrease in 1% USD/INR	1.70	2.06
Decrease in 1% EURO/INR	0.07	-

c. Other Price Risk

The Company's investments are susceptible to market price risk arising from uncertainties about future values of the investments. These securities are unquoted. The Company manages the price risk through diversification and by placing limits on individual and total equity / mutual fund instruments. Company is not exposed to significant price risks.

NOTE 39 : TRADE PAYABLE – DETAILS RELATING TO MICRO, SMALL AND MEDIUM ENTERPRISES

(INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
The principal amount remaining unpaid to any supplier as at the end of accounting period/year under MSMED Act, 2006	559.62	45.74
The Interest accrued and due to suppliers under MSMED Act, 2006 on the above amount and unpaid	9.72	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period/year	-	-
The amount of interest due and payable for the period/year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
The amount of interest accrued and remaining unpaid at the end of accounting period/year	-	-
The amount of further interest due and payable even in the succeeding year, 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 MSMED Act 2006	-	-

NOTE 40 : REVENUE FROM CONTRACTS WITH CUSTOMERS AS PER IND AS 115

i) Revenue by category of contracts: (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Over a period of time basis	2,763.45	1,788.30
At a point-in-time basis	1,994.66	2,257.61
Total revenue from contracts with customers	**4,758.11**	**4,045.91**

ii) Revenue by geographical market: (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Within India	4,251.54	1,245.45
Outside India	506.57	2,800.46
Total revenue from contracts with customers	**4,758.11**	**4,045.91**

iii) Contract balances: (INR in Millions)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables (Note 12)	2,127.29	1,143.50
Retention Money Receivable from Customers (Contract Asset) (Note 8)	277.82	179.05
Unbilled Revenue (Contract Asset) (Note 8)	697.57	19.27
Retention money payable to vendors (Contract Liability) (Note 18)	235.27	56.92
Customer Advances (Contract Liability) (Note 19)	332.38	654.71
Due to Customer (Contract Liability) (Note 19)	196.03	162.25

Contract assets primarily relate to the Company's rights to consideration for work completed at the reporting date from contracts. The Contract assets are transferred to Trade receivables on completion of milestones.

The contract liabilities relate to customer advances where performance obligations are yet to be fulfilled as per the contracts. The fulfilment of the performance obligations will extinguish these liabilities and revenue will be recognised, with no impact on the Company's cash positions on specific projects.

iv) **Revenue recognised in the reporting period that was included in the contract liabilities balance at the beginning of the year:**

Particulars	April 2023 to March 2024	April 2022 to March 2023
Customer Advance	82.38	1,390.56

NOTE 41 : DISCLOSURE ON SEGMENT REPORTING AS PER IND AS 108

The company is engaged in Fired Heaters products. Considering the nature of company's business and operations as well as reviews of operating results by the Chief Operating Decision Makers, the company has identified Fired Heaters and related products as only responsible segment in accordance with the requirements of Ind AS 108 operating segment.

The Board of Directors of the Company has identified Chief Executive Officer as the chief operating decision maker of the Company. Management has determined the operating segments as mentioned above based on the reports reviewed by the CEO.

Since company operates in a single segment (business activity) of Fired Heaters and related products, disclosure regarding operating segments is not given.

Disclosure regarding Geographical Areas is as follows:

A. INFORMATION ON REVENUE (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
REVENUE FROM COUNTRY OF DOMICILE - INDIA		
From Sale of Goods	1,654.17	952.11
From Sale of Services	2,597.37	293.34
Sub-total (a)	**4,251.54**	**1,245.45**
REVENUE FROM FOREIGN COUNTRIES		
From Sale of Goods in Following Countries	**April 2023 to March 2024**	**April 2022 to March 2023**
South Korea	89.11	1,301.18
Nigeria	-	4.32
UAE	250.76	-
OMAN	0.62	-
Sub-total (b)	**340.49**	**1,305.50**
Sale of Services in Following Countries		
South Korea	67.89	868.32
Italy	3.28	32.17
Nigeria	85.10	594.47
Russia	5.83	-
Oman	3.98	-
Sub-total (c)	**166.08**	**1,494.96**
Sub-total (d=b+c)	**506.57**	**2,800.46**
Total Revenue from Operations (a+d)	**4,758.11**	**4,045.91**

B. INFORMATION ON NON-CURRENT ASSETS

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current Assets In Country Of Domicile**	535.24	300.23
Non-Current Assets In Foreign Countries**	0.10	0.10

** Excluding Deferred Tax Assets

NOTE 42 : DISCLOSURE ASSOCIATED WITH GRATUITY

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

1. **Investment risk:**

   The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

2. **Interest risk:**

   A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

3. **Longevity risk:**

   Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

4. **Salary risk:**

   The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

   The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at March 31, 2024.

   A. Change in Defined Benefit Obligation (INR in Millions)

Particulars	**April 2023 to March 2024**	**April 2022 to March 2023**
Defined Benefit Obligation at the beginning		
Current Service Cost	2.44	1.52
Past Service Cost	5.42	3.90
Adjusment in Past Service Cost	1.44	-
(Gain) / Loss on settlements	-	-
Interest Expense	-	-
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(1.19)	-
Settlement Payments from Plan Assets	-	-
Settlement Payments from Employer	-	-
Other (Employee Contribution, Taxes, Expenses)	(0.06)	(0.05)
Increase / (Decrease) due to effect of any business combination / divesture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Due to Demographic Assumptions	-	-
Remeasurements - Due to Financial Assumptions	-	-
Remeasurements - Due to Experience Adjustments	1.25	0.05
Defined Benefit Obligation at the end	**9.30**	**5.42**

B. **Change in Fair Value of Plan Assets** (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2023
Fair Value of Plan Assets at the beginning	4.42	2.90
Adjustments in Fair Value of Plan Assets	(0.09)	-
Interest Income	0.36	0.29
Employer Contributions	1.45	1.27
Employer Direct Benefit Payments	1.19	-
Employer Direct Settlement Payments	-	-
Benefit Payments from Plan Assets	-	-
Benefit Payments from Employer	(1.19)	-
Settlement Payments from Plan Assets	-	-
Settlement Payments from Employer		-
Other (Employee Contribution, Taxes, Expenses)	(0.06)	(0.05)
Increase / (Decrease) due to effect of any business combination / divestiture / transfer)	-	-
Increase / (Decrease) due to Plan combination	-	-
Remeasurements - Return on Assets (Excluding Interest Income)	0.03	0.01
Fair Value of Plan Assets at the end	**6.11**	**4.42**

Weighted Average Asset Allocations at end of current period

Particulars	As at March 31, 2024	As at March 31, 2023
Banks	0%	0%
Bonds	0%	0%
Gilts	0%	0%
Insurance Policies	100%	100%
Total	**100%**	**100%**

Figures in above tables for FY 23-24 are based on actuarial valuation report and figures in above tables for FY 2022-23 have been estimated by the management in the absense of precise details regarding acturial valuation. The difference, if any, is not expected to be material .

NOTE 43 : RATIOS

Particulars	Items included	April 2023 to March 2024	April 2022 to March 2023	% Increase / (Decrease)	Remarks
Current Ratio (as a proportion)	Current Assets / Current Liabilities	1.50	1.64	-8%	
Debt – Equity Ratio (as a proportion)	Total Debt / Shareholder's Equity	0.34	0.36	-6%	
Debt Service Coverage Ratio (as a times)	Earnings available for debt service / Debt Service	16.62	47.02	-65%	Debt Service coverage ratio lower due to increase in debt service cost and repayments
Return on Equity Ratio (as a percentage)	[Net profit after taxes – Preference dividend] / Average Equity Shareholders Funds	39%	48%	-19%	
Inventory turnover ratio (as a times)	Cost of Goods Sold or Sales / Average Inventory	5.76	5.60	3%	

Trade Receivables turnover ratio (as a times)	Net Credit Sales / Average Accounts Receivable	2.91	3.61	-19%	
Trade payables turnover ratio (as a times)	Net Credit Purchases / Average Trade Payables	2.92	3.68	-21%	Lower due to increase in trade payables as compared to corresponding increase in purchases.
Net capital turnover ratio (as a times)	Net Sales / Average Working Capital	3.03	3.41	-11%	
Net profit ratio (as a percentage)	Net profit / Sales	12.97%	11.53%	13%	
Return on Capital employed (as a percentage)	Earnings before interest and taxes / Capital Employed	43.79%	42.64%	3%	
Return on investment (as a percentage)	Earnings from Investment / Investments	NA	1.49%	NA	

NOTE 44 : CORPORATE SOCIAL RESPONSIBILITY (INR in Millions)

Particulars	April 2023 to March 2024	April 2022 to March 2022
a) Amount required to be spent by the company during the period/ year	8.91	5.49
b) Amount of expenditure incurred	8.91	5.42
c) Shortfall at the end of the period/year	-	0.07
d) Total of previous years shortfall	-	-
e) Reason for shortfall	Not Applicable	In FY 2020-2021, excess CSR amount was spent which is adjusted here.
f) Nature of CSR activities	1. Medical Treatment 2. Free Scholarship 3. Tree plantation	1. Medical Camp held 2. Donations to patients 3. Free Scholarship 4. Medical Treatment
g) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	Not Applicable	Not Applicable
h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	Not Applicable	Not Applicable

NOTE 45 : ESOP

During the Financial year ended March 31, 2022, the Management of the Company has approved the "JNK EMPLOYEES STOCK OPTION PLAN, 2022. According to the said plan, the selected employees have been granted 11,05,000 (post sub division of FV of Rs.10 to Rs2) ESOPs. The salient features of this Plan are as follows:

I. VESTING DETAILS

Description	Grant Date	No of options
40% at the end of One year from Grant Date	March 31, 2023	392,000
30% at the end of Second year from Grant Date	March 31, 2024	166,500
30% at the end of Third year from Grant Date	March 31, 2025	166,500
Total		**725,000**

II. EXERCISE DETAILS

Number of options	Last Date for Exercise	Exercise Price
Exercise of 3,92,000 Option	April 30, 2023	Rs. 2/- per option
Exercise of Next 1,66,500 Option	April 30, 2024	Rs. 2/- per option
Exercise of Balance 1,66,500 Option	April 30, 2025	Rs. 2/- per option

III. GRANT DETAILS

Description	FY 2023-2024	FY 2022-2023
Grant Date	**March 31, 2022 onwards**	**March 31, 2022 onwards**
Total Options granted and outstanding at the beginning of the year	980,000	1,105,000
Add: Options granted during the year	-	-
Less: Lapsed during the year	-	125,000
Less: Surrendered during the year	240,000	-
Less: Exercised during the year	392,000	-
Outstanding at the end of the year	**348,000**	**980,000**
Weighted average remaining contractual life of options (in years)	**1**	**2**

IV. Weighted average share price at the date of exercise for stock options exercised during the year is INR 129 per share.

V. a. In respect of stock options granted pursuant to the Company's stock options scheme, the fair value of the options is treated as discount and accounted as employee compensation over the vesting period.

b. Expense on Employee stock options scheme debited to the statement of profit and loss account during 2023-24 is INR 120.40 Million (previous year INR 50.72 Million) (Note-27)

VI. Key assumptions used to estimate the fair value of options granted during the year ended March 31, 2023:

Scheme	April 2022 to March 2023
Risk Free Rate of Return	7.34%
Industry Beta	1.00
Equity Risk Premium	8.25%
Cost of Equity	15.59%
WACC	13.84%
Model Used	Discounted Cash Flow (DCF)

ESOP pricing is done at fair value of equity shares as computed by an approved Merchant Banker using Discounted Cash Flow (DCF) method which is considered appropriate in view of exercise period being very short and expectation of early exercise.

NOTE 46 : CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') has been notified in the Official Gazette in September 2020 which could impact the contribution by the Company towards certain employment benefits. The effective date from which the changes and rules would become applicable is yet to be notified. Impact of the changes will be assessed and accounted in the relevant period of notification of relevant provisions.

NOTE: 47 EVENTS AFTER THE REPORTING PERIOD:

Subsequent to the Balance Sheet date, the Company has completed its Initial Public Offer (IPO) of 1,56,49,967 equity shares of face value INR 2 each and issue price of INR 415 per share.The issue comprised a fresh issue of 72,28,915 equity shares and an offer to sell 84,21,052 equity shares. Pursuant to IPO, the equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange of India Limited (BSE) on April 30, 2024.

NOTE 48 : APPROVAL OF FINANCIAL STATEMENTS

The financial statements are approved for issue by the Audit Committee at their meeting held on May 30, 2024 and the Board of Directors at their meetings held on May 30, 2024

NOTE 49 : STATUTORY INFORMATION / COMPLIANCE

(i) The Company does not have any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

(ii) Estimated amount of contracts remaining to be executed on capital account and not provided for is INR 16.50 Million (Previous Period and Year Nil).

(iii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

(iv) The Company has not traded or invested in Crypto Currency or Virtual Currency during the year ended March 31, 2024, and preceding financial year ended March 31, 2023.

(v) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 (45 of 1988) and rules made thereunder.

(vi) The company is not declared as wilful defaulter by any bank or financial institution or other lender.

(vii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(viii) The Company has not entered with any Scheme(s) of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

(ix) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(x) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

NOTE 50: PRIOR PERIOD COMPARATIVE

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classifications / disclosures.

Signatures to Notes 1 to 50
As per Our Audit Report of even date

For CVK & Associates
Chartered Accountants
Firm Registration No:101745W

For and on behalf of the Board of Directors of
JNK India Limited
(Formerly known as JNK India Private Limited)
CIN: U29268MH2010PLC204223

CA K. P. Chaudhari
Partner
Membership No:031661

Arvind Kamath
Chairperson &
Whole-time Director
DIN : 00656181

Goutam Rampelli
Whole-time Director
DIN :07262728

Dipak Bharuka
Whole-time Director &
Chief Executive Officer
DIN : 09187979

Pravin Sathe
Chief Financial Officer

Ashish Soni
Company Secretary and Compliance Officer
M. No.: A26538

Place: Mumbai
Date: May 30, 2024

Place: Thane
Date: May 30, 2024

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting ("AGM") of the members of JNK India Limited (the "Company") will be held on Monday, October 28, 2024 at 02:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact businesses as set out in this notice. The venue of the meeting shall be deemed to be the registered office of the Company. The following businesses will be transacted at the AGM:

ORDINARY BUSINESS:

1. To receive, consider and adopt the –
   a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
   b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.
2. To declare a final dividend of Rs. 0.30 per share (15%) on 5,56,20,915 fully paid up equity shares of Rs. 2/- each of the Company for the financial year ended March 31, 2024.
3. To appoint a Director in place of Mr. Arvind Kamath (DIN: 00656181), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Bang Hee Kim (DIN: 03117636), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint M/s. P G Bhagwat LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and 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. P G Bhagwat LLP, Chartered Accountants, Mumbai (Firm Registration Number: 101118W / W100682) be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of this Annual General Meeting ("**AGM**") till the conclusion of the 19th AGM to be held in the year 2029, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

   RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things, as may be necessary and expedient for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

6. To ratify the remuneration of M/s. Shekhar Joshi & Co., Cost Accountants, Cost Auditors of the Company, for the financial year ended/ending on March 31, 2023, March 31, 2024 and March 31, 2025 and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration paid/ payable to M/s. Shekhar Joshi & Co., Cost Accountants (FRN: 100448), Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the Financial Year ended/ ending on March 31, 2023, March 31, 2024 and March 31, 2025, amounting to Rs. 95,000/- (Rupees Ninety Five Thousand only) plus applicable tax, if any, and out of pocket expenses at actual, for each financial year, be and are hereby ratified and confirmed."
7. To pay the professional fees for technical consultancy services to Mr. Bang Hee Kim (DIN: 03117636), Non-Executive Director of the Company, for the financial year 2024-2025 (with effect from June 1, 2024) in this regard to consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules made thereunder (including any statutory modification or re-enactment thereof), approval of the members of the Company be and is hereby accorded for the payment of professional fees of Rs. 22,50,000/- (Rupees Twenty Two Lacs Fifty Thousand only) per month to Mr. Bang Hee Kim (DIN: 03117636), Non-Executive Director of the Company and being a technically qualified person, for availing his technical consultancy services/ guidance for the financial year 2024-25 with effect from June 1, 2024.

   RESOLVED FURTHER THAT the above professional fees shall remain valid for the financial year 2024-25 with effect from June 1, 2024.

   RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things, as may be necessary and expedient for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For JNK India Limited

Ashish Soni
Company Secretary & Compliance Officer
Mem. No.: A26538

Place: Thane
Date: September 26, 2024

Registered Office: Unit No. 203,204,205 & 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane-West, Thane 400604, Maharashtra, India.

Notes:

1. Ministry of Corporate Affairs ("**MCA**"), vide its General Circular No., 09/2024 dated September 19, 2024 ("**MCA Circular**"), has permitted convening the general meetings through VC/OAVM, without physical presence of the members at a common venue. Accordingly, the 14th AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be Unit No. 203, 204, 205 & 206, Opp. TMC Office, Centrum IT Park, Near Satkar Hotel, Thane-West, Thane 400604, Maharashtra, India.

   As the AGM is being held pursuant to MCA Circular through VC/OAVM, the facility to appoint proxy shall not be available for the AGM and hence the Proxy Form, the Attendance Slip and the Route Map are not annexed to this Notice. However, Corporate members intending to authorize authorised representatives to attend the AGM through VC/ OAVM are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the AGM.

2. Information regarding re-appointment of Directors and Explanatory Statement in respect of special business to be transacted pursuant to Section 102 of the Companies Act, 2013 (the "**Act**") and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") is annexed hereto.

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

4. The statutory registers that are required to be kept open during the AGM and the documents that are referred to as available for inspection, in the notice or explanatory statement, shall be made available for inspection electronically on the date of AGM. The members desiring to have inspection of the same shall contact on investorrelations@jnkindia.com for the same during business hours up to the date of the AGM.

5. The Company has notified closure of Register of Members and Share Transfer Books from **Tuesday, October 22, 2024 to Monday, October 28, 2024 (both days inclusive).**

   The Dividend, if any declared, shall be payable to those shareholders whose names stand registered:

   a. As beneficial owner as at the end of business hours on **Monday, October 21, 2024** as per the lists to be furnished by National Securities Depository Limited and Central depository Services India Limited in respect of the shares held in the electronic form.

   b. As member in the register of members (Beneficiaries Position) of the Company / Registrar & Share Transfer Agent as at the end of the business hours on **Monday, October 21, 2024**.

   c. The dividend on Equity Shares, if declared at the AGM, will be credited / dispatched by **November 26, 2024** before statutory time limit.

6. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company / Link Intime India Private Limited, Registrar & Share Transfer Agent of the Company ("**Link**").

7. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Link, for consolidation into a single folio.

8. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to Link.

9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.

10. Non-Resident Indian Members are requested to inform Link, immediately of:

    a. Change in their residential status on return to India for permanent settlement.

    b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN code number, if not furnished earlier.

11. To further Company's environment friendly agenda and to participate in MCA's Green Initiatives, members are requested to register / update their e-mail address with their depository Participants. Members who are holding shares in physical form are requested to send their e-mail address at rnt.helpdesk@linkintime.co.in for updation.

12. Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with Link / Depository Participant(s).

13. **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM:**

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. 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 the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 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.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.jnkindia.com/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's **General Circular No. 20/2020** dated May 5, 2020, General Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before September 30, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated May 5, 2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

(i) The voting period begins on October 25, 2024 (9:00 am IST) and ends on October 27, 2024 (5:00 pm IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of October 21, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website 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, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the Company - JNK India Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investorrelations@jnkindia.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investorrelations@jnkindia.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investorrelations@jnkindia.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. When a pre-registered speaker is invited to speak at the meeting but does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/camera along with good internet speed.
10. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.
11. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted 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 available during the AGM.
12. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/Link email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

14. **GENERAL INSTRUCTIONS/INFORMATION FOR MEMBERS FOR VOTING ON THE RESOLUTIONS:**

a. A Member can opt for only a single mode of voting i.e. through remote e-voting or e-voting at the AGM.

b. If a member casts vote by both modes, then voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

c. The voting rights of members shall be in proportion to the paid-up value of their shares in the Equity Share capital of the Company as on the cut-off date i.e. Monday, October 21, 2024. Members are eligible to cast their vote either through remote e-voting or in the AGM only if they are holding Shares as on that date. A person, who is not a member, as on the cutoff date is requested to treat this Notice for information purposes only.

d. In case a person has become a member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting i.e. Monday, October 21, 2024, he/ she/ it may obtain the User ID and Password by contacting evoting service provider at helpdesk.evoting@cdslindia.com.

15. **SCRUTINIZER FOR E-VOTING AND DECLARATION OF RESULTS:**

Ms. Suman Sureka (Membership No 6842) of M/s. Suman Sureka & Associates, Company Secretaries has been appointed as Scrutinizer to scrutinize the e-voting process as well as e-voting during the AGM, in a fair and transparent manner.

The Scrutinizer will, after the conclusion of the e-voting at the Meeting, scrutinize the votes cast at the AGM and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairperson of the Company or any other person of the Company authorised by the Chairperson, who shall countersign the same. The Results shall be declared within two working days of the conclusion of the AGM.

The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company at https://www.jnkindia.com/ immediately after the Results are declared and will simultaneously be forwarded to BSE Limited and the National Stock Exchange of India Limited, where Equity Shares of the Company are listed. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Monday, October 28, 2024, subject to receipt of the requisite number of votes in favour of the Resolutions.

16. **DIVIDEND AND TDS RELATED INFORMATION:**

1. The Record Date for determining the names of members eligible for dividend on Equity Shares, if declared at the AGM is **Monday, October 21, 2024**.

2. Dividend as recommended by the Board of Directors, if approved at this AGM, will be paid by November 26, 2024 by way of electronic mode or in physical form as follows:

   a) To all those shareholders holding shares in electronic form, as per the beneficial ownership data made available to the Company by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on the record date i.e. **Monday, October 21, 2024** and

   b) To all those shareholders holding shares in physical form, as per the details provided to the Company by Link as at the close of business hours on the record date i.e. **Monday, October 21, 2024**.

3. Accordingly, you are requested to ensure that the below details, as applicable to you, are submitted and/ or updated with Link / your Depository participant(s):

   - Valid Permanent Account Number (PAN);
   - Residential status as per the Income-tax Act, 1961 (the '**Act**'), i.e. Resident or Non-Resident for FY 2024-25;
   - Category of the Shareholder, viz. Mutual Fund, Insurance Company, Alternate Investment Fund (AIF) – Category I, II or III, Government (Central/ State Government), Foreign Portfolio Investor (FPI)/ Foreign Institutional Investor (FII), Foreign Company, Individual, Hindu Undivided Family (HUF), Firm, Limited Liability Partnership (LLP), Association of Persons (AOP), Body of Individuals (BOI) or Artificial Juridical Person, Trust, Domestic Company, etc.;
   - Email Address;
   - Mobile number;
   - Bank account details; and
   - Address with PIN code (including country).

4. Following additional documents are to be submitted by the shareholders holding shares in physical form:

   - scanned copy of cancelled cheque leaf of the above-mentioned bank account (In case the cancelled cheque leaf does not bear your name, please attach a copy of the bank pass-book statement, duly self-attested); and

- self-attested copy of your PAN card.

This will facilitate receipt of dividend directly in your bank account.

5. Members holding shares in physical form are requested to send a communication duly signed by all the holder(s) intimating about the change of address, if any, immediately to Link / Company along with the self-attested copy of their PAN Card(s), unsigned copy of the Cheque leaf where an active Bank account is maintained and the copy of the supporting documents evidencing change in address. Communication details of Link are as under:

   Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083; Tel.: No: +91 22 4918 6000 E-mail: rnt.helpdesk@linkintime.co.in.

6. In case, the Company is unable to pay the dividend to any shareholder by electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch a demand draft to such shareholder by post.

7. The Company will send email communication to its shareholders shortly, with respect to the deduction of tax at source on Final Dividend for the Financial Year 2023-24. This will be sent to those Shareholders, whose email addresses are registered with Link / Depository Participants.

8. The Company shall arrange to email the soft copy of TDS certificate at the registered email ID of members post payment of the dividend.

9. No claim shall lie against the Company for such taxes deducted.

10. For further information, Members are requested to refer to the email communication sent to them in this regard.

By Order of the Board of Directors

For JNK India Limited

Ashish Soni
Company Secretary & Compliance Officer
Mem. No.: A26538

Place: Thane
Date: September 26, 2024

Registered Office:
Unit No. 203,204,205 & 206, Opp. TMC Office,
Centrum IT Park, Near Satkar Hotel, Thane-West,
Thane 400604, Maharashtra, India.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE NOTICE

ITEM NO. 5

To appoint M/s. P G Bhagwat LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

This explanatory statement is in terms of Regulation 36(5) of the SEBI Listing Regulations, though statutorily not required in terms of Section 102 of the Act.

The Members at the 9th Annual General Meeting ('**AGM**') of the Company held on August 14, 2019, had approved re-appointment of M/s. CVK & Associates, Chartered Accountants (Firm Registration No. 101745W), as the Statutory Auditors of the Company to hold office from the conclusion of the 9th AGM till the conclusion of the 14th AGM of the Company to be held for the financial year ended on March 31, 2024.

Tenure of M/s. CVK & Associates, the existing Statutory Auditors, for two terms of 5 consecutive years will expire at the ensuing 14th AGM of the Company as per section 139(2) of the Act.

In view of above and after evaluating and considering various factors such as rotation of the audit firm, listed status of the Company, industry experience, independence, etc., the Board of Directors of the Company, based on the recommendation of the Audit Committee, has proposed the appointment of M/s. P G Bhagwat LLP, Chartered Accountants, Mumbai (Firm Registration Number: 101118W / W100682), as the Statutory Auditors of the Company, for the term of five years from the conclusion of 14th AGM to be held in the year 2024 till the conclusion of 19th AGM of the Company to be held in the year 2029, at a remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors.

M/s. P G Bhagwat LLP have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the accompanying Notice.

Based on the recommendation of the Audit Committee, the Board of Directors recommends the resolution as set out at Item No. 5 of this Notice to the Members for their consideration and approval, by way of an Ordinary Resolution.

ITEM NO. 6

To ratify the remuneration of M/s. Shekhar Joshi & Co., Cost Accountants, Cost Auditors of the Company, for the financial year ended/ ending on March 31, 2023, March 31, 2024 and March 31, 2025.

The Board of Directors, at its meetings held on August 9, 2022, September 27, 2023 and August 13, 2024, approved the appointment of M/s. Shekhar Joshi & Co., Cost Accountants, as Cost Auditors of the Company for conducting Cost Audit of the Company for the Financial Year ended/ ending on March 31, 2023, March 31, 2024 and March 31, 2025 respectively at a remuneration of Rs. 95,000/- (Rupees Ninety Five Thousand Only) plus applicable tax, if any, and out of pocket expenses at actual for each financial year.

Pursuant to Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration paid/ payable to the Cost Auditors of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out in Item No. 6 of the notice for ratification of the remuneration paid/ payable to the Cost Auditors of the Company.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the accompanying Notice.

The Board of Directors recommends the resolution as set out at Item No. 6 of this Notice to the Members for their consideration and approval, by way of an Ordinary Resolution.

ITEM NO. 7

To pay the professional fees for technical consultancy services to Mr. Bang Hee Kim (DIN: 03117636), Non-Executive Director of the Company, for the financial year 2024-2025 (with effect from June 1, 2024).

The Board of Directors at its meeting held on May 30, 2024, upon recommendation of Audit Committee and

Nomination and Remuneration Committee and subject to approval of members of the Company, approved to pay professional fees of Rs. 22,50,000/- (Rupees Twenty Two Lacs Fifty Thousand only) per month to Mr. Bang Hee Kim (DIN: 03117636), Non-Executive Director of the Company for his technical consultancy services/ guidance for the financial year 2024-25 with effect from June 1, 2024.

As per the provisions of section 188 of the Act, approval of members of the Company is necessary for payment of aforesaid professional fees to Mr. Bang Hee Kim.

Except Mr. Bang Hee Kim, none of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the accompanying Notice.

The Board of Directors recommends the resolution as set out at Item No. 7 of this Notice to the Members for their consideration and approval, by way of a Special Resolution.

By Order of the Board of Directors

For JNK India Limited

Ashish Soni
Company Secretary & Compliance Officer
Mem. No.: A26538

Place: Thane
Date: September 26, 2024

Registered Office:
Unit No. 203,204,205 & 206, Opp. TMC Office,
Centrum IT Park, Near Satkar Hotel, Thane-West,
Thane 400604, Maharashtra, India.

ANNEXURE TO NOTICE OF AGM

ITEM NO. 3 AND ITEM NO. 4

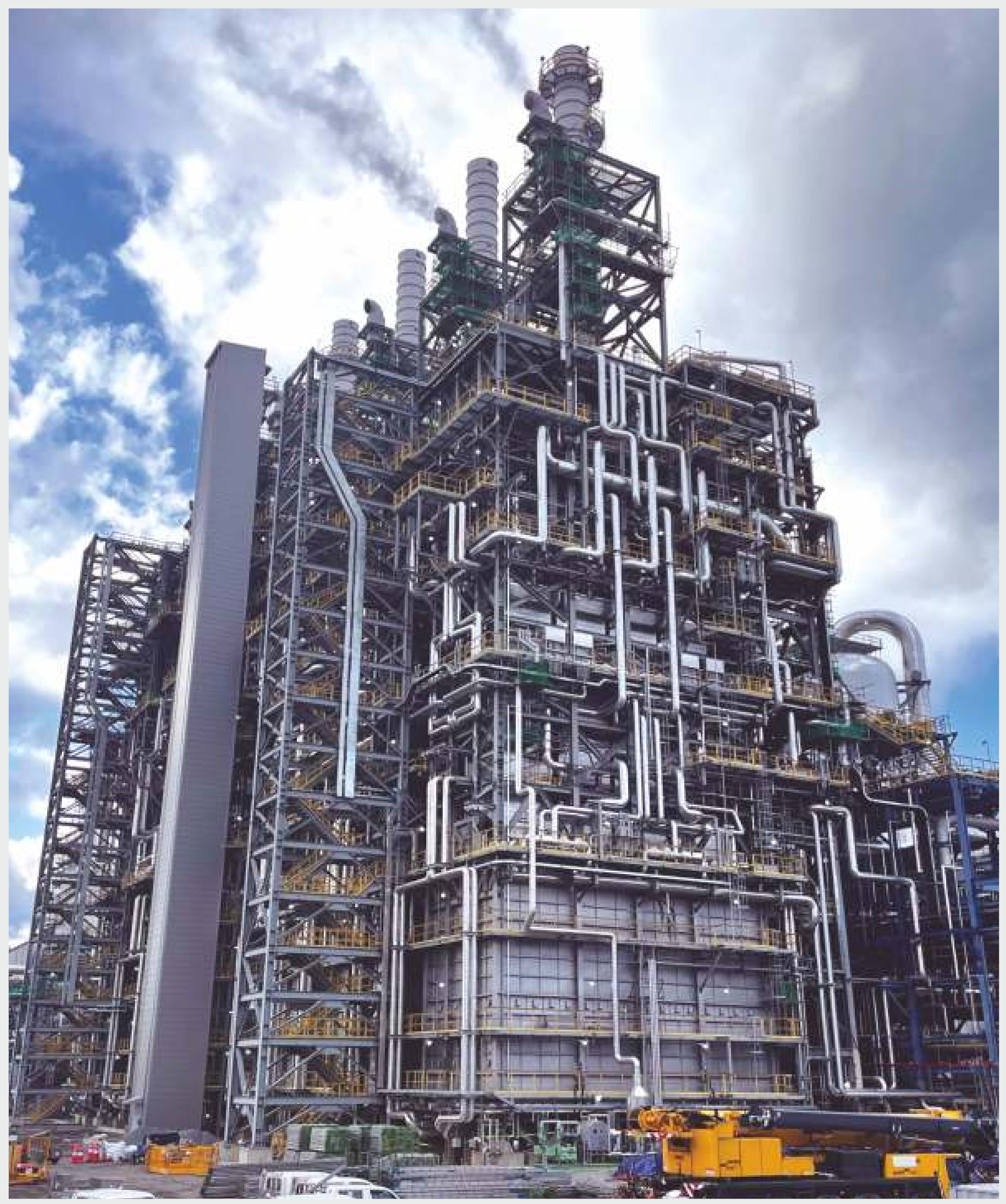
DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meeting

Name of the Director	Mr. Arvind Kamath	Mr. Bang Hee Kim
DIN	00656181	03117636
Date of Birth	12/01/1969	10/07/1961
Age	55 years	63 years
Qualifications	Chemical engineering from the Mangalore University, Mangaluru, Karnataka	Bachelor's degree in science from the Yonsei University, South Korea.
Brief resume and expertise in specific functional areas	Extensive experience in the capital equipment industry.	Extensive experience in the fired heaters and reformer packages industry.
Date of first appointment on the Board	16/08/2010	16/08/2010
Date of re-appointment by the Members	01/04/2023 (Appointed as Whole Time Director for 5 years)	Nil
Shareholding in the Company as on the date of AGM	Nil	Nil
Terms and conditions of appointment	Liable to retire by rotation	Liable to retire by rotation
Details of remuneration last drawn	Rs. 40 million (including performance linked incentive) for FY 2023-24	Professional fees of Rs. 24 million for FY 2023-24
Details of proposed remuneration	Rs. 33 million for FY 2024-25	Rs. 22.50 million for FY 2024-25
Relationship with other Directors and Key Managerial Personnel	None	None
Number of meetings of the Board attended during the financial year 2023-24	12	11
Chairperson/Membership of the Committee(s) of Board of Directors of the Company as on the date of notice of AGM*	Member of Audit Committee and Stakeholders' Relationship Committee	Nil
Other companies in which he is a Director excluding Directorship in Private and Section 8 companies as on the date of notice of AGM**	Nil	Nil
Chairperson/Membership of the Committee(s) of Board of Directors of other companies in which he is a Director excluding Private and Section 8 companies as on the date of notice of AGM**	Nil	Nil
Listed companies from which he has resigned in the past three years	Nil	Nil

** Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether listed or not).*

*** The Directorship, Committee Memberships and Chairpersonships do not include position in foreign companies, private companies, Section 8 companies.*



JNK

JNK India Limited

Centrum, Office Numbers: 203 To 206, Plot Number: C-3, S G Barve Road,
Next To: Satkar Grand Hotel, Road, Wagle Industrial Estate, Thane, Maharashtra 400604.

www.jnkindia.com